



McLEOD RUSSEL
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27th September 2025

The Secretary
BSE Ltd
P. J. Towers, 25th Floor
Dalal Street
MUMBAI – 400 001
Scrip Code: 532654

The Secretary
National Stock Exchange of
India, Listing Dept.
Exchange Plaza, 5th Fl.
Plot No. C/1, G-Block
Bandra-Kurla Complex
Bandra(E)
MUMBAI – 400 051
Scrip Code: MCLEODRUSS

The Secretary
The Calcutta Stock –
Exchange Limited
7, Lyons Range
KOLKATA – 700 001
Scrip Code: 10023930

Dear Sir,

Subject: Outcome of the 27th Annual General Meeting of the Company held on 26th September 2025

This is in furtherance to our letter dated 26th September 2025, wherein the Company had submitted the proceedings of 27th Annual General Meeting (AGM) of the Company held on 26th September 2025 through Video Conferencing (VC) or Other Audio Visual Means (OAVM) and the following resolutions as mentioned in the AGM notice dated 14th August 2025 were passed by the Members of the Company with requisite majority.

Item No.	Item of Business	Type of Resolution
Ordinary Business:		
1	Approval and adoption of Audited Standalone Financial Statements of the company for the Financial Year ended 31st March, 2025 together with the Reports of Board of Directors and Auditors thereon.	Ordinary Resolution
2	Approval and adoption of Audited Consolidated Financial Statements of the company for the Financial Year ended 31st March, 2025 together with the Report of Auditors thereon.	Ordinary Resolution
3	Appointment of a Director in place of Mr. Amritanshu Khaitan (DIN: 00213413), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution
4	Appointment of M/s A. K. Labh & Co, Practising Company Secretaries as the Secretarial Auditors of the Company for a term of five consecutive years commencing from 01st April 2025 to 31st March 20230 (both days inclusive)	Ordinary Resolution
5	Re-appointment of Ms. Rupanjana De (DIN: 01560140) as a Non – Executive Independent Director of the Company for a term of three consecutive years commencing from 30th December 2025 to 29th December 2028 (both days inclusive).	Special Resolution
6	Approval for increasing the borrowing powers under Section 180(1)(c) of the Companies Act, 2013 upto Rs. 3200 crores	Special Resolution
7	Approval for increasing the limit for creation of charge on the assets under Section 180(1)(a) of the Companies Act, 2013 upto Rs. 3200 crores	Special Resolution
8	Approval for ratification of remuneration payable to the Cost Auditors in respect of the financial year ending 31 st March 2026.	Ordinary Resolution

Registered Office :

McLEOD RUSSEL INDIA LIMITED

Corporate Identity Number (CIN) : L51109WB1998PLC087076

FOUR MANGOE LANE, SURENDRA MOHAN GHOSH SARANI, KOLKATA - 700 001

TELEPHONE : 033-2210-1221, 2248-9434 / 35, FAX : 91-33-2248-8114 / 6265

E-mail : administrator@mcleodrussel.com Website : www.mcleodrussel.com



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In this regard, please find enclosed the following:

1. Voting results in the prescribed format pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 – **Annexure 1**.
2. Consolidated Scrutiniser's Report dated 27th September 2025 submitted by Mr. Atul Kumar Labh, Practising Company Secretary, Kolkata (FCS No.4848, CP No. 3238), Scrutiniser appointed to conduct the electronic voting process (Remote e-voting) – **Annexure 2**.

Pursuant to Section 108 of the Companies Act 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Clause 8.6.2 of Secretarial Standard – 2 on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI), the Voting Result alongwith the Consolidated Scrutiniser's Report is available on the Company's website www.mcleodrussel.com and on the website of NSDL www.evoting.nsdl.com for information of all concerned. Further, the results are also placed on the notice board of the Company at its Registered Office.

The details as required in terms of Regulation 30 read with Para A, of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024 (as amended) is enclosed as **Annexure-3**.

The Meeting concluded at 02:15 PM (IST).

The same is for your information and records.

Thanking you,

Yours faithfully,

McLEOD RUSSEL INDIA LIMITED

ALOK KUMAR SAMANT
COMPANY SECRETARY

Encl: as above

Registered Office :

McLEOD RUSSEL INDIA LIMITED

Corporate Identity Number (CIN) : L51109WB1998PLC087076
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E-mail : administrator@mcleodrussel.com Website : www.mcleodrussel.com

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General information about company

Scrip code	532654
NSE Symbol	MCLEODRUSS
MSEI Symbol	NOTLISTED
ISIN	INE942G01012
Name of the company	McLEOD RUSSEL INDIA LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	26-09-2025
Start time of the meeting	12:30 PM
End time of the meeting	02:15 PM

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Scrutinizer Details

Name of the Scrutinizer	MR. ATUL KUMAR LABH
Firms Name	M/S A. K. LABH & CO.
Qualification	CS
Membership Number	4848
Date of Board Meeting in which appointed	14-08-2025
Date of Issuance of Report to the company	27-09-2025

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Voting results

Record date	19-09-2025
Total number of shareholders on record date	66081
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	14
b) Public	81
No. of resolution passed in the meeting	8
Disclosure of notes on voting results	Add Notes

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Consideration and Adoption of the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March 2025 together with the reports of the Board of Directors and the Auditors thereon.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6523410	6430112	98.5698	6430112	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		6523410	6430112	98.5698	6430112	0	100.0000
Public- Institutions	E-Voting	2779996	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2779996	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	95152329	12260676	12.8853	11133549	1127127	90.8070	9.1930
	Poll		350013	0.3678	350013	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		95152329	12610689	13.2532	11483562	1127127	91.0621
Total		104455735	19040801	18.2286	17913674	1127127	94.0805	5.9195
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	3073769

[Home](#)[Validate](#)**Resolution (2)**

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Consideration and Adoption of the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2025 together with the reports of the Auditors thereon						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6523410	6430112	98.5698	6430112	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		6523410	6430112	98.5698	6430112	0	100.0000
Public- Institutions	E-Voting	2779996	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2779996	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	95152329	12258002	12.8825	11130875	1127127	90.8050	9.1950
	Poll		350013	0.3678	350013	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		95152329	12608015	13.2503	11480888	1127127	91.0602
Total		104455735	19038127	18.2260	17911000	1127127	94.0796	5.9204
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	3073769

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Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		Yes						
Description of resolution considered		Re-appointment of Mr. Amritanshu Khaitan (DIN: 00213413) as a Director liable to retire by rotation						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6523410	6430112	98.5698	6430112	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		6523410	6430112	98.5698	6430112	0	100.0000
Public- Institutions	E-Voting	2779996	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2779996	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	95152329	12258002	12.8825	11085550	1172452	90.4352	9.5648
	Poll		350013	0.3678	350013	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		95152329	12608015	13.2503	11435563	1172452	90.7007
Total		104455735	19038127	18.2260	17865675	1172452	93.8416	6.1584
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	3073769

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Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Secretarial Auditors of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6523410	6430112	98.5698	6430112	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		6523410	6430112	98.5698	6430112	0	100.0000
Public- Institutions	E-Voting	2779996	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2779996	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	95152329	12258002	12.8825	11127000	1131002	90.7734	9.2266
	Poll		350013	0.3678	350013	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		95152329	12608015	13.2503	11477013	1131002	91.0295
Total		104455735	19038127	18.2260	17907125	1131002	94.0593	5.9407
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	3073769

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Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Ms. Rupanjana De as a Non - Executive Independent Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6523410	6430112	98.5698	6430112	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		6523410	6430112	98.5698	6430112	0	100.0000
Public- Institutions	E-Voting	2779996	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2779996	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	95152329	12258002	12.8825	11082558	1175444	90.4108	9.5892
	Poll		350013	0.3678	350013	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		95152329	12608015	13.2503	11432571	1175444	90.6770
Total		104455735	19038127	18.2260	17862683	1175444	93.8258	6.1742
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	3073769

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Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Increasing the Borrowing Powers under Section 180(1)(c) of the Companies Act 2013						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6523410	6430112	98.5698	6430112	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		6523410	6430112	98.5698	6430112	0	100.0000
Public- Institutions	E-Voting	2779996	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2779996	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	95152329	12258002	12.8825	11125591	1132411	90.7619	9.2381
	Poll		350013	0.3678	350013	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		95152329	12608015	13.2503	11475604	1132411	91.0183
Total		104455735	19038127	18.2260	17905716	1132411	94.0519	5.9481
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	3073769

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Resolution (7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Creation of Charge on the Assets of the Company under Section 180(1)(a) of the Companies Act 2013				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6523410	6430112	98.5698	6430112	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	6523410	6430112	98.5698	6430112	0	100.0000	0.0000
Public- Institutions	E-Voting	2779996	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	2779996	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	95152329	12258002	12.8825	11124937	1133065	90.7565	9.2435
	Poll		350013	0.3678	350013	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	95152329	12608015	13.2503	11474950	1133065	91.0131	8.9869
Total		104455735	19038127	18.2260	17905062	1133065	94.0484	5.9516
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	3073769

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Resolution (8)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of the remuneration payable to the Cost Auditors in respect of the financial year ending 31st March 2026				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6523410	6430112	98.5698	6430112	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		6523410	6430112	98.5698	6430112	0	100.0000
Public- Institutions	E-Voting	2779996	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2779996	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	95152329	12258002	12.8825	11088380	1169622	90.4583	9.5417
	Poll		350013	0.3678	350013	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		95152329	12608015	13.2503	11438393	1169622	90.7232
Total		104455735	19038127	18.2260	17868505	1169622	93.8564	6.1436
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	3073769



CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014]

The Chairman
of the 27th Annual General Meeting of
McLeod Russel India Limited
Four Mangoe Lane,
Surendra Mohan Ghosh Sarani,
Kolkata – 700 001

Dear Sir,

I, Atul Kumar Labh, Practising Company Secretary (FCS – 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the scrutinizer in connection with the 27th Annual General Meeting (“AGM”) of the members of “*McLeod Russel India Limited*” (“Company”) held on Friday, the 26th day of September, 2025 at 12:30 P.M. IST through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) in terms of MCA Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, 02/2021 dated 13th January, 2021, 19/2021 dated 8th December, 2021, 21/2021 dated 14th December, 2021, 02/2022 dated 5th May, 2022, 09/2023 dated 25th September, 2023 and 09/2024 dated 19th September, 2024 (collectively referred as “MCA Circulars”) for the purpose of scrutinizing the electronic voting (“e-voting”) process through remote e-voting and e-voting at the AGM in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and the Rules relating to remote e-voting and e-voting at the AGM on the resolutions contained in the Notice of the AGM dated the 14th day of August, 2025. My responsibility as a scrutinizer for remote e-voting and e-voting at the AGM is restricted to make a Scrutinizer's Report of the votes cast “in favour” or “against” the resolutions, based on the reports generated from the e-voting system of National Securities





Depository Limited (“NSDL”), the agency engaged by the Company to provide the facilities for both remote e-voting and e-voting at the AGM.

I submit my report as under:

1. The remote e-voting period remained open from 09:00 A.M. IST on Monday, the 22nd day of September, 2025 up to 5:00 P.M. IST on Thursday, the 25th day of September, 2025.
2. The shareholders holding shares as on the “cut off” date, i.e. Friday the 19th day of September, 2025 were entitled to vote on the proposed 8 (Eight) resolutions as mentioned in the Notice of the AGM dated the 14th day of August, 2025.
3. The Company had also provided e-voting facility at the AGM to enable the shareholders attending the AGM through VC / OAVM to cast the votes in case the same had not been cast by them through remote e-voting.
4. The e-votes were unblocked by NSDL team (due to technical error on NSDL portal) and were provided to us on Friday, the 26th day of September, 2025 around 05:04 P.M. IST after the completion of the AGM in the presence of two witnesses, namely, Mr. Rohit Kumar, residing at Basundhara Apartment, Flat No. 6, 3rd Floor, 27, Ital Gacha Road, Kolkata – 700 079 and Ms. Anushree Dasgupta, residing at 28/N, Dwijen Mukherjee Road, Behala, Kolkata – 700 060, who are not in employment of the Company.
5. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted, and the results were prepared.
6. The combined result of the remote e-voting and e-voting at the AGM [EVEN : 135893] are as under:



<A> **ORDINARY BUSINESS:****a) Resolution 1 : Ordinary Resolution**

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2025 together with the Reports of the Board of Directors and the Auditors thereon.

(i) Voted in favour of the Resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	310	1,75,63,661	
E-voting at AGM	4	3,50,013	
Total	314	1,79,13,674	94.0805

(ii) Voted against the Resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	23	11,27,127	
E-voting at AGM	0	0	
Total	23	11,27,127	5.9195

(iii) Invalid Votes:

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
9	30,73,769



**b) Resolution 2 : Ordinary Resolution**

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2025 together with the Report of the Auditors thereon.

(i) *Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	309	1,75,60,987	
E-voting at AGM	4	3,50,013	
Total	313	1,79,11,000	94.0796

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	23	11,27,127	
E-voting at AGM	0	0	
Total	23	11,27,127	5.9204

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
9	30,73,769



**c) Resolution 3 : Ordinary Resolution**

Re-appointment of Mr. Amritanshu Khaitan, as a Director liable to retire by rotation.

(i) *Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	291	1,75,15,662	
E-voting at AGM	4	3,50,013	
Total	295	1,78,65,675	93.8416

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	41	11,72,452	
E-voting at AGM	0	0	
Total	41	11,72,452	6.1584

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
9	30,73,769



 **SPECIAL BUSINESS:****d) Resolution 4 : Ordinary Resolution*****Appointment of Secretarial Auditors of the Company.******(i) Voted in favour of the Resolution:***

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	304	1,75,57,112	
E-voting at AGM	4	3,50,013	
Total	308	1,79,07,125	94.0593

(ii) Voted against the Resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	28	11,31,002	
E-voting at AGM	0	0	
Total	28	11,31,002	5.9407

(iii) Invalid Votes:

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
9	30,73,769



**e) Resolution 5 : Special Resolution****Re-appointment of Ms. Rupanjana De as a Non – Executive Independent Director of the Company.***(i) Voted in favour of the Resolution:*

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	289	1,75,12,670	
E-voting at AGM	4	3,50,013	
Total	293	1,78,62,683	93.8258

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	43	11,75,444	
E-voting at AGM	0	0	
Total	43	11,75,444	6.1742

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
9	30,73,769



**f) Resolution 6 : Special Resolution**

Increasing the borrowing powers under Section 180(1)(c) of the Companies Act, 2013.

(i) **Voted in favour of the Resolution:**

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	296	1,75,55,703	
E-voting at AGM	4	3,50,013	
Total	300	1,79,05,716	94.0519

(ii) **Voted against the Resolution:**

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	36	11,32,411	
E-voting at AGM	0	0	
Total	36	11,32,411	5.9481

(iii) **Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
9	30,73,769



**g) Resolution 7 : Special Resolution**

Creation of charge on the assets of the Company under Section 180(1)(a) of the Companies Act, 2013.

(i) *Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	296	1,75,55,049	
E-voting at AGM	4	3,50,013	
Total	300	1,79,05,062	94.0484

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	36	11,33,065	
E-voting at AGM	0	0	
Total	36	11,33,065	5.9516

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
9	30,73,769



**h) Resolution 8 : Ordinary Resolution**

Ratification of the remuneration payable to the Cost Auditors in respect of the financial year ending 31st March, 2026.

(i) *Voted in favour of the Resolution:*

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	300	1,75,18,492	
E-voting at AGM	4	3,50,013	
Total	304	1,78,68,505	93.8564

(ii) *Voted against the Resolution:*

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	32	11,69,622	
E-voting at AGM	0	0	
Total	32	11,69,622	6.1436

(iii) *Invalid Votes:*

Total number of members whose votes were declared invalid	Total number of votes cast by them
9	30,73,769

7. The proposed resolutions have therefore been passed with requisite majority by the Shareholders of the Company



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practising Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

8. The electronic e-voting registers and other documents related thereto are returned herewith for your safe custody.

Thanking You,

Yours truly

For A. K. LABH & Co.
Company Secretaries

(CS A. K. LABH)

Proprietor

FCS – 4848 / CP No. – 3238

UIN : S1999WB026800

PRCN : 1038/2020

UDIN : F004848G001363392



Place : Kolkata

Dated : 27.09.2025



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practising Company Secretary



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Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

Witness:

1.

Rohit Kumar

(Rohit Kumar)
Basundhara Apartment,
Flat No. 6, 3rd Floor,
27, Ital Gacha Road,
Kolkata - 700 079



2.

Anushree Dasgupta
(Anushree Dasgupta)
28/N, Dwijen Mukherjee Road, Behala,
Kolkata - 700 060

Received the Report of the Scrutinizer
For Mcleod Russel India Limited

(Alok Kumar Samant)
Company Secretary
M No. : F - 9347





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Annexure – 3

MR. AMRITANSHU KHAITAN (DIN: 00213413)

SL. NO.	PARTICULARS	DISLCOSURES
1.	Reason for change viz. appointment, re-appointment , resignation, removal, death or otherwise	Re-appointment
2.	Date of appointment/ reappointment /cessation (as applicable) & term of appointment/re-appointment;	Mr. Amritanshu Khaitan, has been re-appointed as Director of the Company, liable to retire by rotation, by the Members at the 27 th AGM of the Company held on 26th September 2025.
3.	Brief profile (in case of appointment)	Mr. Amritanshu Khaitan hails from a renowned family of Industrialists having interest in Tea, Batteries and Engineering. Mr. Khaitan has gained considerable experience and expertise in management, production, marketing, corporate finance and other related areas. He is a Committee Member of Indian Chamber of Commerce, Kolkata.
4.	Disclosure of relationships between directors (in case of appointment of a director).	Mr. Aditya Khaitan, Managing Director is the uncle of Mr. Amritanshu Khaitan, Director.
5.	Information as required pursuant to BSE Circular with ref no. LIST/COMP/14/2018-19 and the National Stock Exchange of India Limited with ref no. NSE/CML/2018/24 dated 20th June 2018	Mr. Amritanshu Khaitan is not debarred from holding the office of Director on account of any order of SEBI or any other such authority.

Registered Office :

McLEOD RUSSEL INDIA LIMITED

Corporate Identity Number (CIN) : L51109WB1998PLC087076

FOUR MANGOE LANE, SURENDRA MOHAN GHOSH SARANI, KOLKATA - 700 001

TELEPHONE : 033-2210-1221, 2248-9434 / 35, FAX : 91-33-2248-8114 / 6265

E-mail : administrator@mcleodrusssel.com Website : www.mcleodrusssel.com



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MS. RUPANJANA DE (DIN: 01560140)

SL. NO.	PARTICULARS	DISLCOSURES
1.	Reason for change viz. appointment, re-<u>appointment</u> , resignation, removal, death or otherwise	Re-appointment
2.	Date of appointment/ reappointment /cessation (as applicable) & term of appointment/re-appointment;	Ms. Rupanjana De had been re-appointed as a Non- Executive Independent Director of the Company by the Board of Directors for another term of up to three (3) consecutive years w.e.f. 30th December 2025 and her appointment has been duly approved by the Members at the 27th AGM held on 26th September 2025.
3.	Brief profile (in case of appointment)	Ms. Rupanjana De is a Fellow Member of the Institute of Company Secretaries of India (ICSI) and an ex-Council Member of EIRC of ICSI. She is a triple Master Degree holder. Ms. De has a hands-on expertise in Company Law and Management, Corporate Governance, Legal Compliance, Corporate Sustainability, Corporate Social Responsibility and Quality Control. She has also been faculty and speaker at various forums viz. ICSI, The Indian Chamber of Commerce, Institution of Engineers (India).She has authored a number of articles on Corporate Governance, Insurance market &products and Renewable Energy Technology in both Indian publications and International journals.
4.	Disclosure of relationships between directors (in case of appointment of a director).	Not Applicable
5.	Information as required pursuant to BSE Circular with ref no. LIST/COMP/14/2018-19 and the National Stock Exchange of India Limited with ref no. NSE/CML/2018/24 dated 20th June 2018	Ms. Rupanjana De is not debarred from holding the office of Director on account of any order of SEBI or any other such authority.

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APPOINTMENT OF SECRETARIAL AUDITOR

Sl. No	Particulars	Description
1.	Reason for change	Appointment
2.	Date of Appointment	The Board of Directors of the Company at its meeting held on 14 th August, 2025 had appointed M/s A. K. Labh & Co., Company Secretaries as the Secretarial Auditors of the Company (Firm Registration No.: S1999WB026800) for a period of five consecutive financial years commencing from the conclusion of the 27 th Annual General Meeting till the conclusion of the 32 nd Annual General Meeting. Their appointment has been duly approved by the Members at the 27 th AGM held on 26 th September 2025.
3.	Brief Profile	<p>M/s A. K. Labh & Co. is associated with number of business houses in private sector as well as few of the organizations in public sector as Corporate Consultants rendering exclusive qualitative professional services to the clients to cater their need and demand of changing corporate world through unique modernized infrastructural set-up and competent staffs in Kolkata and associates throughout the country from past 17 years. The firm is empanelled as Peer Reviewer by the Peer Review Board of ICSI.</p> <p>Mr. A. K. Labh, proprietor of M/s A.K. Labh & Co. possesses vast experience of more than 20 years in Company Law SEBI and Capital Market as well as corporate restructuring and business planning.</p> <p>The firm provides services relating to advisory, company related matters, audit/certification, Corporate Governance, Secretarial Matters, NCLT Matters and matters related to Stock Exchange etc.</p>
4.	Disclosure of relationships between directors (in case of appointment of a director)	NA

Registered Office :

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