



July 5, 2019

The Manager Listing Department National Stock Exchange of India Limited Exchange Plaza, 5 th Floor Plot No. C/1, G Block Bandra-Kurla Complex Bandra (E), Mumbai – 400 051. Scrip Code: MONSANTO	The Manager Corporate Relationship Department BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400 001 Scrip Code: 524084
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Dear Sir/Madam,

**OUTCOME OF THE 69TH ANNUAL GENERAL MEETING HELD ON THURSDAY, JULY 04, 2019 AT
RANGASWAR HALL, Y.B. CHAVAN CENTRE, NARIMAN POINT, MUMBAI – 400 021.**

This is with reference to our earlier communication regarding the Annual General Meeting of the Company. You may please note that the 69th Annual General Meeting of the Company was held on July 4, 2019 at RANGASWAR HALL, Y.B. CHAVAN CENTRE, NARIMAN POINT, MUMBAI – 400 021.

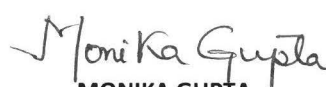
The Company had provided the facility of remote e-voting and polling through e-voting at the venue to enable the shareholders to cast their votes in terms of the provisions of Companies Act, 2013 and also the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board of Directors had appointed Mr. Ganpati Nadkarni, Chartered Accountant in practice (Membership No. 039297) as Scrutiniser for conducting and scrutinizing the e-voting and polling procedures in a fair and transparent manner. Pursuant to Article 92 of the Articles of Association of the Company, Mr. Alwyn D'souza (DP ID: IN 302814 Client ID: 10266983) was appointed as a second scrutinizer for scrutinizing voting through e-poll at the meeting.

The Scrutinisers have also submitted their consolidated reports on July 4, 2019. A copy of the same is enclosed for your reference. The details of the combined voting results (i.e. results of remote e-voting together with that of the e-voting conducted at the AGM) are enclosed in the format prescribed under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

You are requested to kindly take above information on your records.

Thanking you,
Yours faithfully,
FOR MONSANTO INDIA LIMITED


MONIKA GUPTA
COMPLIANCE OFFICER



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Monsanto India Limited
(A Subsidiary of Bayer AG)
CIN: L74999MH1949PLC007912

Corporate Office
Bayer House,
Central Avenue,
Hiranandani Estate,
Thane (West) - 400 607,
Maharashtra, India
Tel +91 22 2531 1599
www.monsantoindia.com

Registered Office:
Ahura Centre, B Wing, 5th Floor
96, Mahakali Caves Road,
Andheri (East)
Mumbai - 400 093



OUTCOME OF VOTING AT THE ANNUAL GENERAL MEETING
(As per Regulation 44(3) of Listing Regulations)

Date of Annual General Meeting	July 4, 2019
Total number of shareholders as on book closure	20,188
Number of shareholders' present in the meeting either in person or through proxy	
Promoters and promoter group	4
Public	89
No. of shareholders attended the meeting through Video Conferencing	
Promoters and promoter group	Nil
Public	Nil

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Mumbai - 400 093



Monsanto India Limited

Resolution Required : (Ordinary)

1 - Adoption of Financial Statements for the year ended March 31, 2019

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

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	14127828	14127828	100.0000	14127828	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14127828	100.0000	14127828	0	100.0000	0.0000
Public Institutions	E-Voting	417526	385838	92.4105	385838	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		385838	92.4105	385838	0	100.0000	0.0000
Public Non Institutions	E-Voting	2717394	256688	9.4461	256618	70	99.9727	0.0273
	Poll		7206	0.2652	7201	5	99.9306	0.0694
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		263894	9.7113	263819	75	99.9716	0.0284
Total		17262748	14777560	85.6038	14777485	75	99.9995	0.0005



Monsanto India Limited								
Resolution Required : (Ordinary)			2 - Declaration of final dividend on equity shares					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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	14127828	14127828	100.0000	14127828	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14127828	100.0000	14127828	0	100.0000	0.0000
Public Institutions	E-Voting	417526	385838	92.4105	385838	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		385838	92.4105	385838	0	100.0000	0.0000
Public Non Institutions	E-Voting	2717394	256688	9.4461	256688	0	100.0000	0.0000
	Poll		7206	0.2652	7202	4	99.9445	0.0555
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		263894	9.7113	263890	4	99.9985	0.0015
Total		17262748	14777560	85.6038	14777556	4	100.0000	0.0000



Monsanto India Limited								
Resolution Required : (Ordinary)			3 - Reappointment of Mr. Bangla Bose Radha Krishna Mallipeddi who retires by rotation					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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	14127828	14127828	100.0000	14127828	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14127828	100.0000	14127828	0	100.0000	0.0000
Public Institutions	E-Voting	417526	385838	92.4105	351524	34314	91.1066	8.8934
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		385838	92.4105	351524	34314	91.1066	8.8934
Public Non Institutions	E-Voting	2717394	256688	9.4461	256243	445	99.8266	0.1734
	Poll		7206	0.2652	7202	4	99.9445	0.0555
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		263894	9.7113	263445	449	99.8299	0.1701
Total		17262748	14777560	85.6038	14742797	34763	99.7648	0.2352



Monsanto India Limited								
Resolution Required : (Ordinary)			4 - Confirmation of Mr. Ravishankar Cherukuri as a Director					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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	14127828	14127828	100.0000	14127828	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14127828	100.0000	14127828	0	100.0000	0.0000
Public Institutions	E-Voting	417526	385838	92.4105	385838	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		385838	92.4105	385838	0	100.0000	0.0000
Public Non Institutions	E-Voting	2717394	256688	9.4461	256618	70	99.9727	0.0273
	Poll		7206	0.2652	7202	4	99.9445	0.0555
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		263894	9.7113	263820	74	99.9720	0.0280
Total		17262748	14777560	85.6038	14777486	74	99.9995	0.0005



Monsanto India Limited								
Resolution Required : (Special)			5 - Confirmation of appointment of Mr. Ravishankar Cherukuri as a Managing Director					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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	14127828	14127828	100.0000	14127828	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14127828	100.0000	14127828	0	100.0000	0.0000
Public Institutions	E-Voting	417526	385838	92.4105	385838	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		385838	92.4105	385838	0	100.0000	0.0000
Public Non Institutions	E-Voting	2717394	256688	9.4461	256618	70	99.9727	0.0273
	Poll		7206	0.2652	7202	4	99.9445	0.0555
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		263894	9.7113	263820	74	99.9720	0.0280
Total		17262748	14777560	85.6038	14777486	74	99.9995	0.0005



Monsanto India Limited								
Resolution Required : (Ordinary)			6 - Confirmation of appointment of Ms. Aarti Arun Sathe as a Non-Executive Independent Director					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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	14127828	14127828	100.0000	14127828	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14127828	100.0000	14127828	0	100.0000	0.0000
Public Institutions	E-Voting	417526	385838	92.4105	385838	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		385838	92.4105	385838	0	100.0000	0.0000
Public Non Institutions	E-Voting	2717394	256688	9.4461	256243	445	99.8266	0.1734
	Poll		7206	0.2652	7202	4	99.9445	0.0555
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		263894	9.7113	263445	449	99.8299	0.1701
Total		17262748	14777560	85.6038	14777111	449	99.9970	0.0030



Monsanto India Limited								
Resolution Required : (Ordinary)			7 - Approval of Related Party Transactions with holding company, Monsanto Company, USA					
Whether promoter/ promoter group are interested in the agenda/resolution?			YES					
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	14127828	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	417526	385838	92.4105	68123	317715	17.6559	82.3441
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		385838	92.4105	68123	317715	17.6559	82.3441
Public Non Institutions	E-Voting	2717394	256688	9.4461	256243	445	99.8266	0.1734
	Poll		7206	0.2652	7201	5	99.9306	0.0694
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		263894	9.7113	263444	450	99.8295	0.1705
Total		17262748	649732	3.7638	331567	318165	51.0313	48.9687



Monsanto India Limited

Resolution Required : (Special)

8 - Payment of Commission to Non-Executive Directors

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

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	14127828	14127828	100.0000	14127828	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14127828	100.0000	14127828	0	100.0000	0.0000
Public Institutions	E-Voting	417526	385838	92.4105	385838	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		385838	92.4105	385838	0	100.0000	0.0000
Public Non Institutions	E-Voting	2717394	256688	9.4461	256618	70	99.9727	0.0273
	Poll		7206	0.2652	7201	5	99.9306	0.0694
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		263894	9.7113	263819	75	99.9716	0.0284
Total		17262748	14777560	85.6038	14777485	75	99.9995	0.0005



Monsanto India Limited								
Resolution Required : (Ordinary)			9 - Ratification of remuneration payable to the Cost Auditors for the financial year ending March 31, 2020					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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	14127828	14127828	100.0000	14127828	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14127828	100.0000	14127828	0	100.0000	0.0000
Public Institutions	E-Voting	417526	385838	92.4105	385838	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		385838	92.4105	385838	0	100.0000	0.0000
Public Non Institutions	E-Voting	2717394	256688	9.4461	256618	70	99.9727	0.0273
	Poll		7206	0.2652	7201	5	99.9306	0.0694
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		263894	9.7113	263819	75	99.9716	0.0284
Total		17262748	14777560	85.6038	14777485	75	99.9995	0.0005



Monsanto India Limited								
Resolution Required : (Special)			10 - Shifting of Registered Office of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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	14127828	14127828	100.0000	14127828	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14127828	100.0000	14127828	0	100.0000	0.0000
Public Institutions	E-Voting	417526	385838	92.4105	385838	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		385838	92.4105	385838	0	100.0000	0.0000
Public Non Institutions	E-Voting	2717394	256688	9.4461	256618	70	99.9727	0.0273
	Poll		7206	0.2652	7201	5	99.9306	0.0694
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		263894	9.7113	263819	75	99.9716	0.0284
Total		17262748	14777560	85.6038	14777485	75	99.9995	0.0005



MONSANTO INDIA LIMITED

Registered Office: Ahura Centre, 5th Floor, 96, Mahakali Caves Road,
Andheri (East), Mumbai – 400 093.

COMBINED SCRUTINIZER'S REPORT

ON

**REMOTE E-VOTING & ELECTRONIC VOTING CONDUCTED AT THE
69TH ANNUAL GENERAL MEETING OF MONSANTO INDIA LIMITED**

HELD ON THURSDAY,

JULY 4, 2019

Report of the Scrutinizer's

To,

The Chairman

of the 69th Annual General Meeting of the Equity Shareholders of MONSANTO INDIA LIMITED held on July 4, 2019, at 11.00 a.m at Rangaswar Hall, Y. B. Chavan Centre, 4th Floor, Gen. Jaganath Bhosale Marg, Nariman Point, Near Sachivalay Gymkhana, Mumbai – 400 021.

Sub: Passing of Resolution(s) through electronic voting pursuant to section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.

Dear Sir,

We, Ganpati Nadkarni, Chartered Accountant, Mumbai, appointed by the Board of Directors of **Monsanto India Limited** ("the Company") as the Scrutinizer for the Remote e-Voting process as well as to scrutinize the electronic voting conducted at the venue of the Annual General Meeting (AGM) (**hereinafter referred to as "the e-Voting"**) pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015.

And Mr. Alwyn Prakash D'souza, member having DP ID IN302814 and Client ID 10266983 and having address at Flat No.A/32, Sarad, Srishti Sector-3 Srishti Complex, , Mira Road East, Thane 401107, appointed as Scrutinizer by the Chairman of the meeting for the purpose of scrutinizing the electronic voting (e-Voting) process of the Company in a fair and transparent manner for the below mentioned resolutions at the 69th Annual General Meeting ("AGM") of the Company held on Thursday, July 4, 2019, at 11.00 a.m at Rangaswar Hall, Y. B. Chavan Centre, 4th Floor, Gen. Jaganath Bhosale Marg, Nariman Point, Near Sachivalay Gymkhana, Mumbai – 400 021.

We say that, we are familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and we submit our report as under:

- a) The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to e-Voting (which includes remote e-Voting and the electronic voting provided at the venue of the AGM) to the Members on the resolutions proposed in the Notice calling the 69th AGM of the Company was the responsibility of the management. Our responsibility as scrutinizers is to ensure that the voting process is conducted in a fair and transparent manner, and render a consolidated scrutinizer's report on the voting to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by the Company's R&T Agents, M/s. Link Intime India Private Limited.
- b) The remote e-voting was concluded on July 3, 2019, at 5.00 p.m.

- c) At the 69th AGM of the Company held on Thursday, July 4, 2019, the Chairman at the end of the discussions on the resolutions, announced that the facility to vote electronically has been provided to facilitate voting for those Members who were present at the Meeting but could not participate in the Remote e-Voting to record their votes on the resolutions to be passed.
- d) The votes were unblocked on July 4, 2019, at 12.50 P.M. in the presence of two witnesses viz., **Mr. Jay Prabhu D'Souza**, having address at H-503 Timber Green Park, Off. W E Highway, Nr. Toll Naka, Dahisar (E), Mumbai 400068 and **Mr. Shailesh Veer**, having address at D/13, Janardan Apts, Shankar Ghanekar Marg, Dadar (W), Mumbai 400028, both of whom are not in the employment of the Company
- e) We have issued separate scrutinizer's reports dated July 4, 2019, on the remote e-Voting and e-voting conducted at the venue of the AGM and we hereby submit a consolidated scrutinizer's report pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014, on the resolutions contained in the Notice of the aforesaid 69th AGM.
- f) The results of the Remote e-Voting together with that of the voting conducted at venue of the AGM by way of electronic voting are as under.

1. RESOLUTION NO.1 AS AN ORDINARY RESOLUTION:

To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2019, comprising the audited Balance Sheet as at March 31, 2019, and the Statement of Profit and Loss for the year ended on that date together with Notes and the Reports of the Directors and the Statutory Auditors thereon

- (i) Voted in **favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	32	14770284	-
Electronic voting at the AGM	61	7201	-
TOTAL	93	14777485	100.00

- (ii) Voted **against** the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	01	70	-
Electronic voting at the AGM	04	05	-
TOTAL	05	75	0.00

(iii) **Invalid / abstain votes:**

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	NIL	NIL
Electronic voting at the AGM	NIL	NIL
TOTAL	NIL	NIL

2. RESOLUTION NO.2 AS AN ORDINARY RESOLUTION:

To declare a Final Dividend on equity shares

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

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	33	14770354	-
Electronic voting at the AGM	62	7202	-
TOTAL	95	14777556	100.00

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

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	NIL	NIL	-
Electronic voting at the AGM	03	04	-
TOTAL	03	04	0.00

(iii) **Invalid / abstain votes:**

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	NIL	NIL
Electronic voting at the AGM	NIL	NIL
TOTAL	NIL	NIL

3. **RESOLUTION NO.3 AS AN ORDINARY RESOLUTION:**

To appoint a Director in place of Mr. Bangla Bose Radha Krishna Mallipeddi (DIN 07999286) who retires by rotation and being eligible, offers himself for re-appointment.

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

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	23	14735595	-
Electronic voting at the AGM	62	7202	-
TOTAL	85	14742797	99.76

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

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	10	34759	-
Electronic voting at the AGM	03	04	-
TOTAL	13	34763	0.24

(iii) **Invalid / abstain** votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	NIL	NIL
Electronic voting at the AGM	NIL	NIL
TOTAL	NIL	NIL

4. **RESOLUTION NO.4 AS AN ORDINARY RESOLUTION:**

To appoint Mr. Ravishankar Cherukuri (DIN:06755061) as a Director

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

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	32	14770284	-
Electronic voting at the AGM	62	7202	-
TOTAL	94	14777486	100.00

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

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	01	70	-
Electronic voting at the AGM	03	04	-
TOTAL	04	74	0.00

(iii) **Invalid / abstain** votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	NIL	NIL
Electronic voting at the AGM	NIL	NIL
TOTAL	NIL	NIL

5. RESOLUTION NO.5 AS A SPECIAL RESOLUTION:

To approve the appointment and remuneration etc. of Mr. Ravishankar Cherukuri (DIN:06755061) as a Managing Director

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

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	32	14770284	-
Electronic voting at the AGM	62	7202	-
TOTAL	94	14777486	100.00

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

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	01	70	-
Electronic voting at the AGM	03	04	-
TOTAL	04	74	0.00

(iii) **Invalid / abstain votes:**

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	NIL	NIL
Electronic voting at the AGM	NIL	NIL
TOTAL	NIL	NIL

6. RESOLUTION NO.6 AS AN ORDINARY RESOLUTION:

To appoint Ms. Aarti Arun Sathe (DIN: 06925030) as a Director / Independent Director

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

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	31	14769909	-
Electronic voting at the AGM	62	7202	-
TOTAL	93	14777111	100.00

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

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	02	445	-
Electronic voting at the AGM	03	04	-
TOTAL	05	449	0.00

(iii) **Invalid / abstain votes:**

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	NIL	NIL
Electronic voting at the AGM	NIL	NIL
TOTAL	NIL	NIL

7. RESOLUTION NO.7 AS AN ORDINARY RESOLUTION:

Approval of Related Party Transactions with Monsanto Company, USA, for purchases, various payments etc. within specified limits

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

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	18	324366 (*)	-
Electronic voting at the AGM	61	7201	-
TOTAL	79	331567	51.03

(*) The Votes of two Shareholders holding a total of 12454044 shares / votes have not been considered since they are related parties to the resolution

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

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	11	318160	-
Electronic voting at the AGM	04	05	-
TOTAL	15	318165	48.97

(iii) **Invalid / abstain** votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	02	1673784
Electronic voting at the AGM	NIL	NIL
TOTAL	02	1673784

8. **RESOLUTION NO.8 AS A SPECIAL RESOLUTION:**

To approve the payment of remuneration to Non-executive Directors (except some Nominee Directors) within specified limits

(i) Voted in favour of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	32	14770284	-
Electronic voting at the AGM	61	7201	-
TOTAL	93	14777485	100.00

(ii) Voted against the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	01	70	-
Electronic voting at the AGM	04	05	-
TOTAL	05	75	0.00

(iii) Invalid / abstain votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	NIL	NIL
Electronic voting at the AGM	NIL	NIL
TOTAL	NIL	NIL

9. **RESOLUTION NO.9 AS AN ORDINARY RESOLUTION:**

Ratification of remuneration payable to M/s ABK & Associates, Cost Accountants, for the financial year ending March 31, 2020

(i) Voted in favour of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	32	14770284	-
Electronic voting at the AGM	61	7201	-
TOTAL	93	14777485	100.00

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

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	01	70	-
Electronic voting at the AGM	04	05	-
TOTAL	05	75	0.00

(iii) **Invalid / abstain** votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	NIL	NIL
Electronic voting at the AGM	NIL	NIL
TOTAL	NIL	NIL

10. RESOLUTION NO.10 AS A SPECIAL RESOLUTION:

To approve shifting of Registered Office of the Company

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

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	32	14770284	-
Electronic voting at the AGM	61	7201	-
TOTAL	93	14777485	100.00

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

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	01	70	-
Electronic voting at the AGM	04	05	-
TOTAL	05	75	0.00

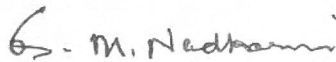
(iii) **Invalid / abstain votes:**

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	NIL	NIL
Electronic voting at the AGM	NIL	NIL
TOTAL	NIL	NIL

All the relevant records of Voting are under our safe custody until the Chairman considers, approves and signs the Minutes of the 69th Annual General Meeting and the same shall be handed over thereafter to the Chairman or the Company Secretary of the Company for safe keeping.

Thanking you,

Yours faithfully,



Ganpati M. Nadkarni
Chartered Accountant
FCA no.39297

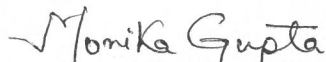


Alwyn Prakash D'souza
Member
DP ID : IN302814
Client ID : 10266983

Place : Mumbai

Date : July 4, 2019

Countersigned by :



For **MONSANTO INDIA LIMITED**
Company Secretary

MONSANTO INDIA LIMITED

Registered Office: Ahura Centre, 5th Floor, 96, Mahakali Caves Road,
Andheri (East), Mumbai – 400 093.

SCRUTINIZER'S REPORT

**ELECTRONIC VOTING FACILITY AT THE VENUE OF THE 69TH
ANNUAL GENERAL MEETING OF MONSANTO INDIA LIMITED**

HELD ON THURSDAY

JULY 4, 2019

Report of the Scrutinizer

To,

The Chairman

of the 69th Annual General Meeting ("AGM") of the Equity Shareholders of MONSANTO INDIA LIMITED held on July 4, 2019, at 11.00 a.m at Rangaswar Hall, Y. B. Chavan Centre, 4th Floor, Gen. Jaganath Bhosale Marg, Nariman Point, Near Sachivalay Gymkhana, Mumbai – 400 021.

Dear Sir,

We, Ganpati Nadkarni, Chartered Accountant, Mumbai, and **Mr. Alwyn Prakash D'Souza**, Member, appointed by the Chairman as Scrutinizers for the purpose of scrutinizing the electronic voting (e-Voting) process of **MONSANTO INDIA LIMITED** ("the Company") in a fair and transparent manner for the below mentioned resolutions at the 69th AGM of the Company held on Thursday, July 4, 2019, at 11.00 a.m. at Rangaswar Hall, Y. B. Chavan Centre, 4th Floor, Gen. Jaganath Bhosale Marg, Nariman Point, Near Sachivalay Gymkhana, Mumbai – 400 021, submit our report as under:

- a) After the announcement by the Chairman of the AGM, the facility to vote electronically at the AGM venue was provided from around 12.20 P.M. to 12.50 P.M. in order to facilitate those Members present at the AGM who could not vote through Remote e-Voting to record their votes on the proposed resolutions. We took charge of the e-Voting process as the scrutinizers along with the authorized representatives of M/s Link Intime India Private Limited;
- b) The e-Voting platform at the AGM venue was provided by Link Intime India Private Limited.
- c) After the e-Voting at the AGM was concluded, the polling pads were taken over by the service provider and the votes casted electronically at the AGM venue were tabulated for the purpose of considering the total votes casted by the Members at the AGM venue. After the e-Voting at the AGM venue was completed, the votes were unblocked on July 4, 2019 around 12.50 P.M. in the presence of two witnesses viz., **Mr. Jay Prabhu D'souza**, having address at H-503 Timber Green Park, Off. W E Highway, Nr. Toll Naka, Dahisar (E), Mumbai 400068, and **Mr. Shailesh Veer**, having address at D/13, Janardan Apts, Shankar Ghanekar Marg, Dadar (W), Mumbai 400028, both of whom are not in the employment of the Company;
- d) The Equity Shareholders holding shares as on **June 28, 2019**, "**Cut-off date/relevant date**", were entitled to vote on the resolutions stated in the Notice calling the 69th Annual General Meeting of the Company.
- e) The results of e-Voting along with the list of shareholders who voted "For" and "Against" the below resolutions were provided by the Registrar & Transfer Agents, Link Intime India Private Limited.
- f) The results of the e-Voting conducted at venue of the AGM are as under:

1. RESOLUTION NO.1 AS AN ORDINARY RESOLUTION:

To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2019, comprising the audited Balance Sheet as at March 31, 2019, and the Statement of Profit and Loss for the year ended on that date together with Notes and the Reports of the Directors and the Statutory Auditors thereon

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
61	7201	100.0

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
04	05	0.00

(iii) **Invalid/abstain** votes:

Total number of members whose votes were declared invalid/abstain	Total number of votes cast by them
NIL	NIL

2. RESOLUTION NO.2 AS AN ORDINARY RESOLUTION:

To declare Final Dividend on equity shares

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
62	7202	100.0

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
03	04	0.00

(iii) **Invalid/abstain votes:**

Total number of members whose votes were declared invalid/abstain	Total number of votes cast by them
NIL	NIL

3. **RESOLUTION NO.3 AS AN ORDINARY RESOLUTION:**

To appoint a Director in place of Mr. Bangla Bose Radha Krishna Mallipeddi (DIN 07999286) who retires by rotation and being eligible, offers himself for re-appointment.

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
62	7202	100.0

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
03	04	0.00

(iii) **Invalid/abstain votes:**

Total number of members whose votes were declared invalid/abstain	Total number of votes cast by them
NIL	NIL

4. **RESOLUTION NO.4 AS AN ORDINARY RESOLUTION:**

To appoint Mr. Ravishankar Cherukuri (DIN:06755061) as a Director

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
62	7202	100.0

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
03	04	0.00

(iii) **Invalid/abstain votes:**

Total number of members whose votes were declared invalid/abstain	Total number of votes cast by them
NIL	NIL

5. **RESOLUTION NO.5 AS A SPECIAL RESOLUTION:**

To approve the appointment and remuneration etc. of Mr. Ravishankar Cherukuri (DIN:06755061) as a Managing Director

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
62	7202	100.0

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
03	04	0.00

(iii) **Invalid/abstain votes:**

Total number of members whose votes were declared invalid/abstain	Total number of votes cast by them
NIL	NIL

6. **RESOLUTION NO.6 AS AN ORDINARY RESOLUTION:**

To appoint Ms. Aarti Arun Sathe (DIN: 06925030) as a Director / Independent Director

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
62	7202	100.0

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
03	04	0.00

(iii) **Invalid/abstain votes:**

Total number of members whose votes were declared invalid/abstain	Total number of votes cast by them
NIL	NIL

7. RESOLUTION NO.7 AS AN ORDINARY RESOLUTION:

Approval of Related Party Transactions with Monsanto Company, USA, for purchases, various payments etc. within specified limits

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
61	7201	100.0

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
04	05	0.00

(iii) **Invalid/abstain votes:**

Total number of members whose votes were declared invalid/abstain	Total number of votes cast by them
NIL	NIL

8. RESOLUTION NO.8 AS A SPECIAL RESOLUTION:

To approve the payment of remuneration to Non-executive Directors (except some Nominee Directors) within specified limits

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
61	7201	100.0

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
04	05	0.00

(iii) **Invalid/abstain votes:**

Total number of members whose votes were declared invalid/abstain	Total number of votes cast by them
NIL	NIL

9. RESOLUTION NO.9 AS AN ORDINARY RESOLUTION:

Ratification of remuneration payable to M/s ABK & Associates, Cost Accountants, for the financial year ending March 31, 2020

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
61	7201	100.0

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
04	05	0.00

(iii) **Invalid/abstain votes:**

Total number of members whose votes were declared invalid/abstain	Total number of votes cast by them
NIL	NIL

10. RESOLUTION NO. 10 AS A SPECIAL RESOLUTION:

To approve shifting of Registered Office of the Company

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
61	7201	100.0

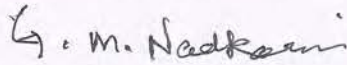
(ii) Voted **against** the resolution:

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
04	05	0.00

(iii) **Invalid/abstain votes:**

Total number of members whose votes were declared invalid/abstain	Total number of votes cast by them
NIL	NIL

The relevant records relating to the e-Voting conducted at the AGM venue shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the 69th AGM and, the same shall thereafter be handed over to the Chairman or the Company Secretary of the Company for safe keeping.



Ganpati M. Nadkarni

Chartered Accountant

FCA no.39297



Alwyn Prakash D'souza

Member

DP ID : IN302814

Client ID : 10266983

Place : Mumbai

Date : July 4, 2019

We the undersigned witnesseth that the votes were unblocked from the e-Voting in our presence at 12.50 P.M. on July 4, 2019 at the venue of the 69th Annual General Meeting of MONSANTO INDIA LIMITED.



Mr. Jay Prabhu D'Souza

H-503 Timber Green Park, Off. W E Highway, Nr. Toll Naka, Dahisar (E), Mumbai 400068



Mr. Shailesh Veer

D/13, Janardan Apts, Shankar Ghanekar Marg, Dadar (W), Mumbai 400028

MONSANTO INDIA LIMITED

Registered Office: Ahura Centre, 5th Floor, 96, Mahakali Caves Road,
Andheri (East), Mumbai – 400 093.

SCRUTINIZER'S REPORT

**REMOTE ELECTRONIC VOTING FOR THE 69TH ANNUAL GENERAL
MEETING OF MONSANTO INDIA LIMITED HELD ON JULY 4, 2019**

Report of the Scrutinizer

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

To,

The Chairman

of the 69th Annual General Meeting of the Equity Shareholders of MONSANTO INDIA LIMITED held on July 4, 2019, at 11.00 a.m at Rangaswar Hall, Y. B. Chavan Centre, 4th Floor, Gen. Jaganath Bhosale Marg, Nariman Point, Near Sachivalay Gymkhana, Mumbai – 400 021.

Dear Sir,

I, Ganpati M. Nadkarni, Chartered Accountant, Mumbai, appointed as the Scrutinizer by the Board of Directors of the Monsanto India Limited for the purpose of scrutinizing the remote electronic voting ("e-voting") process of **MONSANTO INDIA LIMITED** ("the Company") in a fair and transparent manner, for the below mentioned resolution(s) as contained in the Notice calling the 69th Annual General Meeting of the Company held on July 4, 2019, submit my report as under:

- a) The remote e-voting period commenced on June 30, 2019, from 9.00 AM and concluded on July 3, 2019, at 5.00 PM. The remote e-voting services were provided by Link Intime India Private Limited (LI IPL).
- b) The votes were unblocked on July 4, 2019, after the conclusion of the Annual General Meeting in the presence of two witnesses, whose details are given below, and who are not in the employment of the Company.
- c) The Equity Shareholders holding shares as on June 28, 2019, ("Cut off date/relevant date") were entitled to vote on the resolutions stated in the Notice calling the 69th Annual General Meeting of the Company.
- d) The results of remote e-Voting along with the list of shareholders who voted "For" and "Against" the below resolutions were downloaded from the e-voting website of LI IPL.
- e) The results of the remote e-voting are as under:

1. **RESOLUTION NO.1 AS AN ORDINARY RESOLUTION:**

To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2019, comprising the audited Balance Sheet as at March 31, 2019, and the Statement of Profit and Loss for the year ended on that date together with Notes and the Reports of the Directors and the Statutory Auditors thereon

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
32	14770284	100.00

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
01	70	0.00

(iii) **Invalid/abstain** votes:

Total number of members whose votes were declared invalid/abstain	Total number of votes cast by them
NIL	NIL

2. **RESOLUTION NO.2 AS AN ORDINARY RESOLUTION:**

To declare a Final Dividend on equity shares

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
33	14770354	100.00

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid/abstain** votes:

Total number of members whose votes were declared invalid/abstain	Total number of votes cast by them
NIL	NIL

3. **RESOLUTION NO.3 AS AN ORDINARY RESOLUTION:**

To appoint a Director in place of Mr. Bangla Bose Radha Krishna Mallipeddi (DIN 07999286) who retires by rotation and being eligible, offers himself for re-appointment.

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
23	14735595	99.76

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
10	34759	0.24

(iii) **Invalid/abstain** votes:

Total number of members whose votes were declared invalid/abstain	Total number of votes cast by them
NIL	NIL

4. **RESOLUTION NO.4 AS AN ORDINARY RESOLUTION:**

To appoint Mr. Ravishankar Cherukuri (DIN:06755061) as a Director

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
32	14770284	100.00

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
01	70	0.00

(iii) **Invalid/abstain** votes:

Total number of members whose votes were declared invalid/abstain	Total number of votes cast by them
NIL	NIL

5. **RESOLUTION NO.5 AS A SPECIAL RESOLUTION:**

To approve the appointment and remuneration etc. of Mr. Ravishankar Cherukuri (DIN:06755061) as a Managing Director

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
32	14770284	100.00

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
01	70	0.00

(iii) **Invalid/abstain** votes:

Total number of members whose votes were declared invalid/abstain	Total number of votes cast by them
NIL	NIL

6. **RESOLUTION NO.6 AS AN ORDINARY RESOLUTION:**

To appoint Ms. Aarti Arun Sathe (DIN: 06925030) as a Director / Independent Director

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
31	14769909	100.00

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
02	445	0.00

(iii) **Invalid/abstain** votes:

Total number of members whose votes were declared invalid/abstain	Total number of votes cast by them
NIL	NIL

7. **RESOLUTION NO.7 AS AN ORDINARY RESOLUTION:**

Approval of Related Party Transactions with Monsanto Company, USA, for purchases, various payments etc. within specified limits

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
18	324366 (*)	51.03

(*) The Votes of two Shareholders holding a total of 12454044 shares / votes have not been considered since they are related parties to the resolution

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
11	318160	48.97

(iii) **Invalid/abstain** votes:

Total number of members whose votes were declared invalid/abstain	Total number of votes cast by them
02	1673784

8. **RESOLUTION NO.8 AS A SPECIAL RESOLUTION:**

To approve the payment of remuneration to Non-executive Directors (except some Nominee Directors) within specified limits

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
32	14770284	100.00

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
01	70	0.00

(iii) **Invalid/abstain votes:**

Total number of members whose votes were declared invalid/abstain	Total number of votes cast by them
NIL	NIL

9. **RESOLUTION NO.9 AS AN ORDINARY RESOLUTION:**

Ratification of remuneration payable to M/s ABK & Associates, Cost Accountants, for the financial year ending March 31, 2020

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
32	14770284	100.00

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
01	70	0.00

(iii) **Invalid/abstain votes:**

Total number of members whose votes were declared invalid/abstain	Total number of votes cast by them
NIL	NIL

10. **RESOLUTION NO. 10 AS A SPECIAL RESOLUTION:**

To approve shifting of Registered Office of the Company

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

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
32	14770284	100.00

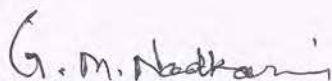
(ii) Voted **against** the resolution:

Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
01	70	0.00

(iii) **Invalid/abstain votes:**

Total number of members whose votes were declared invalid/abstain	Total number of votes cast by them
NIL	NIL

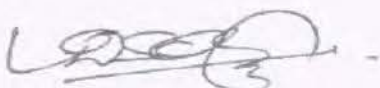
The relevant records relating to the remote electronic voting shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the 69th Annual General Meeting and the same shall thereafter be handed over to the Chairman or the Company Secretary of the Company for safe keeping.



Ganpati M. Nadkarni
Chartered Accountant
FCA no.39297

Date : July 4, 2019
Place : Mumbai

We the undersigned witnesseth that the votes were unblocked from the e-voting website of the Link Intime India Private Limited (<https://instavote.linkintime.co.in>) in our presence at 12.50 P.M. on July 4, 2019, at the venue of the 69th Annual General Meeting of MONSANTO INDIA LIMITED.



Mr. Jay Prabhu D'Souza
H-503 Timber Green Park, Off. W E Highway, Nr. Toll Naka, Dahisar (E), Mumbai 400068



Mr. Shailesh Veer
D/13, Janardan Apts, Shankar Ghanekar Marg, Dadar (W), Mumbai 400028