

ROSSELL INDIA LIMITED



REGD. OFFICE : JINDAL TOWERS, BLOCK 'B', 4TH FLOOR, 21/1A/3, DARGA ROAD, KOLKATA - 700 017
CIN : L01132WB1994PLC063513, WEBSITE : www.rossellindia.com
TEL : 91 33 4061 - 6082, 6083, E-mail : corporate@rosselltea.com

22nd August, 2025

The Department of Corporate Services BSE Limited Ground Floor, P. J. Towers Dalal Street, Fort Mumbai – 400 001 Scrip Code : 533168	National Stock Exchange of India Ltd. Listing Department, Exchange Plaza, Bandra-Kurla Complex Bandra (E), Mumbai – 400 051 Symbol: ROSSELLIND
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Dear Sirs,

Sub.: **Submission of Scrutinizer's Report along with Voting Results of the 31st Annual General Meeting of the Company**

In continuation of our letter dated 22nd August, 2025 enclosing therein the Proceedings of 31st Annual General Meeting (AGM) of the Company held through Video Conferencing / Other Audio-Visual Means, please find enclosed further:

1. The Consolidated Scrutinizer's Report in compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as received from M/s. A.K. Labh & Co. Company Secretaries, the Scrutinizer appointed for that purpose;
2. The Voting Results of the 31st AGM of the Company in the format as prescribed under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your information and further dissemination.

Yours faithfully,
For **ROSSELL INDIA LTD.**



(NIRMAL KUMAR KHURANA)
DIRECTOR (FINANCE) AND
COMPANY SECRETARY

Encl.: as above

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

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 31st Annual General Meeting of
Rossell India Limited
Jindal Towers,
Block 'B', 4th Floor,
21/1A/3, Darga Road,
Kolkata – 700 017

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 31st Annual General Meeting ("AGM") of the members of "*Rossell India Limited*" ("*Company*") held on Friday, the 22nd day of August, 2025 at 02:00 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 28th day of May, 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

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A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
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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 18th day of August, 2025 up to 5:00 P.M. IST on Thursday, the 21st day of August, 2025.
2. The shareholders holding shares as on the "cut off" date, i.e. Friday the 15th day of August, 2025 were entitled to vote on the proposed 5 (Five) resolutions as mentioned in the Notice of the AGM dated the 28th day of May, 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 votes were unblocked on Friday, the 22nd day of August, 2025 around 03:50 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 : 134536] are as under:

<A> ORDINARY BUSINESS:

a) Resolution 1 : Ordinary Resolution

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



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(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	117	2,91,53,629	
E-voting at AGM	2	6	
Total	119	2,91,53,635	99.9991

(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	16	251	
E-voting at AGM	1	5	
Total	17	256	0.0009

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

b) Resolution 2 : Ordinary Resolution

To declare Dividend of Re. 0.40 per Equity Share of Rs. 2/- each for the Financial Year ended 31st March, 2025.

(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

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**A. K. LABH & Co.****Company Secretaries**

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Remote e-voting	119	2,91,53,834	
E-voting at AGM	2	6	
Total	121	2,91,53,840	99.9998

(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	14	46	
E-voting at AGM	1	5	
Total	15	51	0.0002

(iii) Invalid Votes:

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0

c) Resolution 3 : Ordinary Resolution

To appoint a Director in place of Mr. Harsh Mohan Gupta (DIN - 00065973), who retires by rotation, and, being eligible, offers himself for re- appointment.

(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	111	2,91,53,260	
E-voting at AGM	2	6	
Total	113	2,91,53,266	99.9979



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(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	22	620	
E-voting at AGM	1	5	
Total	23	625	0.0021

(iii) Invalid Votes:

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0

** SPECIAL BUSINESS:****d) Resolution 4 : Ordinary Resolution****Appointment of Secretarial Auditor****(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	115	2,91,53,612	
E-voting at AGM	2	6	
Total	117	2,91,53,618	99.9991

(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</i>
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A. K. LABH

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 DIM, DHRD, PGHDSM, DIRPM
Practising Company Secretary

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			valid votes cast
Remote e-voting	18	268	
E-voting at AGM	1	5	
Total	19	273	0.0009

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

e) Resolution 5: Ordinary Resolution***Ratification of Cost Auditors Remuneration.*****(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	115	2,91,53,612	
E-voting at AGM	2	6	
Total	117	2,91,53,618	99.9991

(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	17	261	
E-voting at AGM	1	5	



A. K. LABH

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Total	18	266	0.0009
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(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

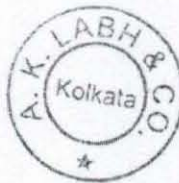
7. The proposed resolutions have therefore been passed with requisite majority by the Shareholders of the Company
8. The electronic e-voting registers and other documents related thereto are returned herewith for your safe custody.

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 : F004848G001064874

Place : Kolkata

Dated : 22.08.2025



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
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Website : www.aklabh.com

Witness:

1. *Rohit Kumar*

(Rohit Kumar)
27, Ital Gacha Road,
Kolkata - 700 079



2. *Anushree Dasgupta*

(Anushree Dasgupta)
28/N, Dwijen Mukherjee Road, Behala,
Kolkata - 700060

Received the Report of the Scrutinizer
For Rossell India Limited

N K Khurana
(N K Khurana)
Director (Finance) and
Company Secretary
FCS - 2173



Rossell India Limited									
Resolution Required :Ordinary			1 - To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2025 together with the Reports of the Directors and Auditors thereon						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	28198233	28197697	99.9981	28197697	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		28197697	99.9981	28197697	0	100.0000	0.0000	0
Public Institutions	E-Voting	1441607	912700	63.3113	912700	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		912700	63.3113	912700	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	8056635	43494	0.5399	43238	256	99.4114	0.5886	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		43494	0.5399	43238	256	99.4114	0.5886	0
Total		37696475	29153891	77.3385	29153635	256	99.9991	0.0009	0



Rossell India Limited									
Resolution Required :Ordinary			2 - To declare Dividend of Re. 0.40 per Equity Share of Rs. 2.00 each for the Financial Year ended 31st March, 2025						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	28198233	28197697	99.9981	28197697	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		28197697	99.9981	28197697	0	100.0000	0.0000	0
Public Institutions	E-Voting	1441607	912700	63.3113	912700	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		912700	63.3113	912700	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	8056635	43494	0.5399	43443	51	99.8827	0.1173	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		43494	0.5399	43443	51	99.8827	0.1173	0
Total		37696475	29153891	77.3385	29153840	51	99.9998	0.0002	0



Rossell India Limited									
Resolution Required :Ordinary			3 - To appoint a Director in place of Mr. Harsh Mohan Gupta (DIN - 00065973), who retires by rotation, and, being eligible, offers himself for re- appointment						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	28198233	28197697	99.9981	28197697	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		28197697	99.9981	28197697	0	100.0000	0.0000	0
Public Institutions	E-Voting	1441607	912700	63.3113	912700	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		912700	63.3113	912700	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	8056635	43494	0.5399	42869	625	98.5630	1.4370	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		43494	0.5399	42869	625	98.5630	1.4370	0
Total		37696475	29153891	77.3385	29153266	625	99.9979	0.0021	0



Rossell India Limited									
Resolution Required :Ordinary			4 - To appoint M/s LABH and LABH Associates, as the Secretarial Auditor 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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	28198233	28197697	99.9981	28197697	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		28197697	99.9981	28197697	0	100.0000	0.0000	0
Public Institutions	E-Voting	1441607	912700	63.3113	912700	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		912700	63.3113	912700	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	8056635	43494	0.5399	43221	273	99.3723	0.6277	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		43494	0.5399	43221	273	99.3723	0.6277	0
Total		37696475	29153891	77.3385	29153618	273	99.9991	0.0009	0



Rossell India Limited									
Resolution Required :Ordinary			5 - To ratify the remuneration payable to M/s Shome and Banerjee, Cost Accountants as Cost Auditors, for the Financial Year 2025-2026						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	28198233	28197697	99.9981	28197697	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		28197697	99.9981	28197697	0	100.0000	0.0000	0
Public Institutions	E-Voting	1441607	912700	63.3113	912700	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		912700	63.3113	912700	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	8056635	43487	0.5398	43221	266	99.3883	0.6117	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		43487	0.5398	43221	266	99.3883	0.6117	0
Total		37696475	29153884	77.3385	29153618	266	99.9991	0.0009	0

