

October 9, 2025

The Secretary,
Listing Department,
BSE Limited,
1st Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001
Scrip Code: 531642

The Manager,
Listing Department,
National Stock Exchange of India Limited,
'Exchange Plaza', C-1 Block G,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400051
Scrip Symbol: MARICO

Sub: Minutes of the Resolution passed by way of Postal Ballot through remote e-voting process

Dear Sir/Madam,

Please find enclosed the minutes of resolution passed by way of Postal Ballot through remote e-voting process on September 22, 2025. The results of the Postal Ballot were announced vide our earlier letter dated September 23, 2025.

This intimation will also be made available on the Company's website under the following link:
<https://marico.com/india/investors/documentation/agm>

Kindly take the same on record.

Thank you.

Yours faithfully,
For **Marico Limited**

Vinay M A
Company Secretary & Compliance Officer

Encl: As above

MINUTES OF THE RESOLUTION PASSED BY WAY OF POSTAL BALLOT BY REMOTE E-VOTING PROCESS BY MEMBERS OF MARICO LIMITED ON SEPTEMBER 22, 2025, RESULTS OF WHICH WERE DECLARED ON SEPTEMBER 23, 2025.

The Board of Directors of the Company (“**Board**”) on August 13, 2025, approved the proposal to conduct a postal ballot (“**Postal Ballot**”) by remote e-voting process (“**Remote E-voting**”) pursuant to Section 110 of the Companies Act, 2013 (“**Act**”), Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with the General Circular No. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, No. 9/2024 dated September 19, 2024 and other related circulars, issued by the Ministry of Corporate Affairs (collectively referred to as “**MCA Circulars**”) to seek approval of the Members on a special resolution relating to appointment of Mr. Bhaskar Bhat (DIN: 00148778) as an Independent Director of the Company w.e.f. October 1, 2025.

The following actions were conducted pursuant to the approval of the Board and in compliance with the provisions of the Act and MCA Circulars:

- i. Mr. Makarand M. Joshi (Membership No: 5533) and in his absence Mrs. Kumudini Bhalerao (Membership No: 6667), Partners of M/s. Makarand M. Joshi & Co., Practising Company Secretaries, Mumbai, were appointed as the Scrutinizer for conducting the Postal Ballot only through Remote E-voting in a fair and transparent manner;
- ii. The Company availed the services of Central Depositories Services (India) Limited (“**CDSL**”) for providing Remote E-voting facility to the Members;
- iii. A newspaper advertisement as required under the Act and the MCA Circulars was published on Saturday, August 23, 2025 in English and Marathi editions of Business Standard and Navshakti, respectively;
- iv. The Remote E-voting period commenced at 9:00 a.m. (IST) on Sunday, August 24, 2025 and ended at 5:00 p.m. (IST) on Monday, September 22, 2025.

1. Summary of the Scrutinizer’s report:

Mr. Harsh Mariwala, Chairman of the Board, duly authorized Mr. Vinay M A, Company Secretary & Compliance Officer, to receive and countersign the Scrutinizer’s Report (“**Report**”) and further declare the voting results of the Postal Ballot on behalf of the Company.

Based on analysis of the votes received, the Scrutinizer submitted his Report dated September 23, 2025. Based on the Report, the special resolution as set out in the Notice of the Postal Ballot dated August 13, 2025 (“**Postal Ballot Notice**”) was passed with requisite majority. A summary of the Report is as under:

- i. Pursuant to the MCA Circulars, the Postal Ballot Notice along with explanatory statement was sent on August 22, 2025 to those Members whose name(s) appeared on the Register of Members/list of Beneficial Owners as on the Cut-off Date i.e. Thursday, August 14, 2025.
- ii. The Members were required to communicate their assent or dissent only through Remote E-Voting system in terms of the MCA Circulars.

- iii. The Remote E-Voting period commenced on Sunday, August 24, 2025 at 9:00 A.M. (IST) and ended on Monday, September 22, 2025 at 5:00 P.M. (IST).
- iv. The Remote E-Voting was disabled at 5:00 P.M. (IST) on Monday, September 22, 2025 and the e-voting summary statement was downloaded from e-voting website of CDSL.
- v. Only those Members who held shares as on the Cut-off Date i.e. Thursday, August 14, 2025 were entitled to vote on the resolution.
- vi. The register in accordance with Rules 20(4)(xiv) and 22(10) of the Companies (Management and Administration) Rules, 2014 was maintained electronically to record the assent or dissent received. There were no shares with differential voting rights in the Company and hence, maintaining the list of shares with differential voting rights was not required.
- vii. Voting rights on the shares transferred to 'Unclaimed Suspense Account' and those shares transferred to the 'Investor Education and Protection Fund' were frozen. The votes cast did not include any invalid votes and abstained votes.

2. Postal Ballot results as per the Report:

Item No. 1: Special Resolution - Appointment of Mr. Bhaskar Bhat (DIN: 00148778) as an Independent Director of the Company

“RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the rules framed thereunder and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company, and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors (“Board”), Mr. Bhaskar Bhat (DIN: 00148778), who is appointed as an Additional Director of the Company (in the capacity of Independent Director) by the Board with effect from October 1, 2025 in terms of Section 161 of the Act, and in respect of whom the Company has received a notice from a Member proposing his candidature for the office of Director under Section 160 of the Act, and who has submitted a declaration that he meets the criteria of independence as prescribed under the Act and the SEBI Listing Regulations and being eligible for appointment as an Independent Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years with effect from October 1, 2025 to September 30, 2030 (both days inclusive), not liable to retire by rotation, upon such remuneration as detailed in the explanatory statement hereto and as may be determined by the Board from time to time within the overall limits of remuneration under the Act.

RESOLVED FURTHER THAT pursuant to Regulation 17(1A) of the SEBI Listing Regulations, approval of the Members be and is hereby granted for continuation of Directorship of Mr. Bhaskar Bhat (DIN: 00148778) as an Independent Director after he attains the age of 75 (seventy-five) years in the financial year 2029-30.”

The result of Remote E-Voting was as under:

No. of votes polled (A)	% of votes polled on outstanding shares	No. of votes - in favour (B)	% of votes in favour on votes polled (% of B/A)	No. of votes - Against (C)	% of votes against on votes polled (% of C/A)
1,18,93,83,541	91.6394	1,18,79,45,881	99.8791	14,37,660	0.1209

3. Passing of resolution:

The Chairman noted the result of Remote E-Voting as stated above and it was declared and recorded that the special resolution as set out in the Postal Ballot Notice was duly passed by the Members on Monday, September 22, 2025 with requisite majority.

Entered on: October 9, 2025

Place: Mumbai
Date: October 9, 2025

Chairman