

GANPATI M. NADKARNI

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Scrutiniser's Report on e-voting results

[Pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 / 21 of the Companies (Management and Administration Rules), 2014 }

To
The Chairman of the 64th Annual General Meeting,
Monsanto India Limited,
Mumbai

Sir,

After the conclusion of the e-voting period at 6 p.m. of August 16, 2014, relating to the 64th AGM of the company scheduled on August 22, 2014, in my capacity as Scrutiniser, I unblocked the votes cast under the e-voting program in the presence of 2 witnesses, and, based on an examination / download of the relevant contents of CDSL's e-voting portal www.evotingindia.com and examination of other documents, certify the results of e-voting as under:

Total number of members who cast votes through e-voting	Total number of shares held by them	Total number of valid votes
28	12990509	As detailed below

S. No.	Subject Matter (as set out in the Notice to the 64 th AGM)	Number of votes (shares)		
		For	Against	Abstained
1	Adoption of Audited Financial Statements for the year ended March 31, 2014 (Ordinary Resolution)	24 members 12786394 votes (99.999 % of valid votes)	1 member 2 votes (0.001 % of valid votes)	3 members 204113 votes
2	Confirmation of Interim Dividend and Declaration of Final Dividend (Ordinary Resolution)	27 members 12990507 votes (100 % of valid votes)	NIL	1 member 2 votes



3	Re-appointment of Mr. R.C.Khanna who retires by rotation (Ordinary Resolution)	26 members 12990167 votes (99.997% of valid votes)	2 members 342 votes (0.003 % of valid votes)	NIL
4	Appointment of M/s Deloitte Haskins & Sells LLP, Chartered Accountants, as Auditors till conclusion of 67 th AGM and fixing their remuneration (Ordinary Resolution)	22 members 12785296 votes (98.42 % of valid votes)	6 members 205213 votes (1.58 % of valid votes)	NIL
5	Appointment of Mr. H.C. Asher as Independent Director upto 66 th AGM (Ordinary Resolution)	23 members 12786054 votes (98.43 % of valid votes)	5 members 204455 votes (1.57 % of valid votes)	NIL
6	Appointment of Mr. Pradeep Poddar as Independent Director upto 66 th AGM (Ordinary Resolution)	25 members 12989409 votes (99.99 % of valid votes)	3 members 1100 votes (0.01 % of valid votes)	NIL
7	Appointment of Mr. Ravishankar Cherukuri as a Director (Ordinary Resolution)	26 members 12990167 votes (99.997 % of valid votes)	2 members 342 votes (0.003 % of valid votes)	NIL
8	Payment of remuneration to Non-Executive Directors for 5 financial years (Special Resolution)	22 members 12989369 votes (99.99 % of valid votes)	6 members 1140 votes (0.01 % of valid votes)	NIL
9	Appointment of Cost Auditors and fixing their remuneration (Ordinary Resolution)	25 members 12989409 votes	3 members 1100 votes	NIL



		(99.99 % of valid votes)	(0.01 % of valid votes)	
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Yours faithfully,

G. M. Nadkarni

GANPATI M. NADKARNI
(FCA 39297)



Place: Mumbai

Date: August 16, 2014