



M B SUNEEL
Practising Company Secretary

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CONSOLIDATED SCRUTINIZER'S REPORT

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

To

The Chairman of 61st Annual General Meeting of members of **CCL Products (India) Limited** (the Company) held on Tuesday, August 30, 2022 at 12:05 P.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVCM").

Dear Sir/Madam,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and Secretarial Standards on General Meetings for the 61st Annual General Meeting of CCL Products (India) Limited held on Tuesday, August 30, 2022 at 12:05 P.M. through video conferencing ('VC') / other audio visual means ('OAVM').

With reference to the above subject, I, M B Suneel, Practising Company Secretary, state that I was appointed as the scrutinizer for the 61st Annual General Meeting of the Company, by the Board of Directors of CCL Products (India) Limited pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process held during the period 27.08.2022 to 29.08.2022 and at the 61st Annual General Meeting ("AGM"), conducted through video conference ('VC') / other audio visual means ('OAVM') mode, held on Tuesday, August 30, 2022 at 12:05 P.M. in a fair and transparent manner, for ascertaining the requisite majority and for giving my report in connection with the items of business as provided in the notice dated 05th August, 2022. In this regard I report as under:



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1. The notice dated 05th August, 2022, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA circulars circular Nos.14/2020, 17/2020,20/2020,02/2021 and 21/2021 (collectively referred to as "MCA Circulars") issued by the Ministry of Corporate Affairs ("MCA") and in compliance with the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), 2015.
2. The Company has availed the services of M/s. Central Depository Services (India) Limited ("CDSL") (hereinafter referred to as the "**Service Provider**") to offer the electronic voting facility to its shareholders. The e-voting facility was offered and kept open by the Company to its Shareholders for the period commencing on Saturday, August 27, 2022 (9:00 hrs) to Monday, August 29, 2022 (17:00 hrs). The shareholders whose names appeared in the Register of Members / List of Beneficial Owners as on Tuesday, 23rd day of August, 2022 (i.e. cut – off date) were allowed to participate and vote electronically on all the items of business during the aforesaid period of e-voting.
3. At the 61st AGM of the Company held on Tuesday, August 30, 2022, at 12:05 P.M. the Company had also provided remote e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not participated in the e-voting facility provided during 27th August, 2022 (9:00 hrs) to 29th August, 2022 (17:00 hrs) to cast their votes.
4. After the closure of remote e-voting at the AGM, the report on voting done at the AGM and the votes cast through remote e-voting facility prior to the AGM were unblocked and reconciled with the records maintained by the Company / Registrar and Share Transfer Agents of the Company and with the authorizations/ proxies lodged with the Company and the combined report has been generated based on the data downloaded from the CSDL e-voting system.
5. I have scrutinized and reviewed the remote e-voting prior and during the AGM and the votes cast therein, based on the data downloaded from the CDSL e-voting system.
6. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the notice to the 61st Annual General Meeting (AGM) of the Equity



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Shareholders of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated in the AGM notice, based on the reports generated from e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the Company.

7. I now submit my consolidated Report as under on the result of the remote e-voting and e-voting at AGM in respect of the said resolutions.



A handwritten signature in blue ink, appearing to be "Suneel", written over the circular stamp.

Resolution No.1: Ordinary resolution

To receive, consider and adopt

(a) the audited Standalone Financial Statement of the Company for the financial year 2021-22 together with the Report of the Board of Directors and Auditors thereon; and

(b) the audited Consolidated Financial Statement of the Company for the financial year 2021-22 together with the Report of the Auditors thereon

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
246	98209484	100% (Rounded off)

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
4	53	0.00%

(ii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



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Resolution No.2: Ordinary resolution

(a) To confirm the interim dividend of Rs.3.00/- per Equity Share of Rs. 2.00/- each to the shareholders, declared by the Board of Directors in their meeting held on 19th January, 2022 for the financial year 2021-22.

(b) To declare final dividend of Rs. 2.00/- per Equity Share of Rs. 2.00/- each to the shareholders for the financial year 2021-22

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
246	98209484	100%(Rounded off)

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
4	53	0.00

(ii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



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Resolution No.3: Ordinary resolution

To appoint a director in place of Mr. B. Mohan Krishna (DIN: 03053172), who retires by rotation and being eligible, offers himself for re-appointment to the office of Director.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
211	89212654	90.84%

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
41	8996883	9.16%

(ii) **Invalid Votes:**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



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Resolution No.4: Ordinary resolution

To appoint a director in place of Dr. Lanka Krishnanand (DIN: 07576368), who retires by rotation and being eligible, offers himself for re-appointment to the office of Director.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
199	88515209	90.13%

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
51	9694328	9.87%

(ii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



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Resolution No.5: Ordinary resolution

To reappoint M/s. Ramanatham & Rao, Chartered Accountants, (Registration No. 206421) as the Statutory Auditors of the company.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
189	85686038	87.26%

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
59	12514906	12.74%

(ii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



Resolution No.6: Special resolution

Re-appointment of Mr. Challa Rajendra Prasad as an Executive Chairman

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
219	94165743	95.88%

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
33	4043794	4.12%

(ii) **Invalid** Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



Resolution No.7: Ordinary resolution

Ratification of Remuneration to Cost Auditors (Financial year 2021-22)

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
237	97883932	99.67%

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
13	325605	0.33%

(ii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



Resolution No.8: Ordinary resolution

Ratification of Remuneration to Cost Auditors (Financial year 2022-23)

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
238	97884932	99.67%

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
12	324605	0.33%

(ii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



Resolution No.9: Special resolution

Approval of CCL Employee Stock Option Scheme - 2022 (the CCL Scheme 2022/ the Scheme)
and Grant of options under the Scheme

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

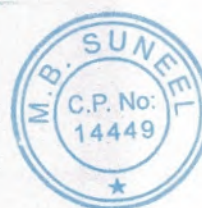
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
184	78511988	79.94%

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
66	19697549	20.06%

(ii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



Resolution No.10: Special resolution

Approval for Grant of options pursuant to CCL Employee Stock Option Scheme - 2022 (the CCL Scheme 2022/ the Scheme) to the employees of the subsidiary companies

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
183	78511978	79.94%

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
66	19695984	20.06%

(ii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



Resolution No.11: Special resolution

Approval of the implementation of "CCL Employee Stock Option Scheme - 2022" through Trust

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
184	78511988	79.94%

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
66	19697549	20.06%

(ii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



Resolution No.12: Special resolution

Approval for grant of loan (money) to CCL Employees Trust by the Company for implementation of CCL Employee Stock Option Scheme - 2022

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
181	78510970	79.94%

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
69	19698567	20.06%

(ii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

Thanking You,

Yours faithfully

Place: Hyderabad
Date: 30.08.2022



M. B. Suneel
Company Secretary
C.P. No. 14449
UDIN: A031197D000876745