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Ref. No.: DNIL/L&S/2024/S-17C/102

September 26, 2024

**The Manager, Listing Dept.
National Stock Exchange of India Ltd.
Exchange Plaza, 5th floor,
Plot No. C/1, G Block
Bandra-Kurla Complex
Bandra (E), Mumbai 400051
Stock Code: DENORA EQ**

**The Manager, Listing Dept.
BSE Limited
Floor 25, Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai 400 001
Scrip Code: 590031
Phone: 022 22721233**

Dear Sir,

Sub.: Disclosure of the Voting results of the 35th Annual General Meeting (AGM) of the Company held on Wednesday, September 25, 2024

We wish to inform you that the Shareholders of the Company have approved all the resolutions as set out in the Notice of 35th Annual General Meeting held on Wednesday, September 25, 2024, with the requisite majority.

The details of the voting result in the prescribed format pursuant to Regulation 44 of the Listing Regulations, 2015 and the Consolidated Scrutinizers report dated 25th September 2024 are attached herewith.

Thanking you,

Yours truly,
For **De Nora India Limited**

 **Shrikant Pai**
Company Secretary

Encl. as above

Disclosure of voting results by Listed Entities requirement under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of the Annual General Meeting	25.09.2024
Total number of shareholders on record date	16162
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoters and Promoter Group:	NIL
Public:	NIL
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	1
Public:	43

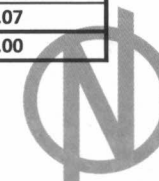
Agenda- wise disclosure

Resolution required: Ordinary		1. Adoption of Audited Financial Statements for the Financial Year ended March 31, 2024						
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	2849500	2849500	100.00	2849500	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		2849500	2849500	100.00	2849500	0	100.00
Public- Institutions	E-Voting	17261	11656	67.53	11656	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		17261	11656	67.53	11656	0	100.00
Public- Non Institutions	E-Voting	2441873	16976	0.70	16970	6	99.96	0.04
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		2441873	16976	0.70	16970	6	99.96
Grand Total		5308634	2878132	54.22	2878126	6	100.00	0.00



Resolution required: Ordinary		2.Declaration of 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	2849500	2849500	100.00	2849500	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		2849500	2849500	100.00	2849500	0	100.00
Public- Institutions	E-Voting	17261	11656	67.53	11656	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		17261	11656	67.53	11656	0	100.00
Public- Non Institutions	E-Voting	2441873	16976	0.70	16970	6	99.96	0.04
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		2441873	16976	0.70	16970	6	99.96
Grand Total		5308634	2878132	54.22	2878126	6	100.00	0.00

Resolution required: Ordinary		3.Re-appointment of Mr. Robert Scannell (DIN: 06818489) who retires by rotation, 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	2849500	2849500	100.00	2849500	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		2849500	2849500	100.00	2849500	0	100.00
Public- Institutions	E-Voting	17261	11656	67.53	11656	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		17261	11656	67.53	11656	0	100.00
Public- Non Institutions	E-Voting	2441873	16976	0.70	16964	12	99.93	0.07
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		2441873	16976	0.70	16964	12	99.93
Grand Total		5308634	2878132	54.22	2878120	12	100.00	0.00



Resolution required: Ordinary		4.Approval for Material Related Party Transactions with Industrie De Nora S.p.A., Italy						
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	2849500	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		2849500	0	0.00	0	0	0.00
Public- Institutions	E-Voting	17261	11656	67.53	11656	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		17261	11656	67.53	11656	0	100.00
Public- Non Institutions	E-Voting	2441873	16976	0.70	16970	6	99.96	0.04
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		2441873	16976	0.70	16970	6	99.96
Grand Total		5308634	28632	0.54	28626	6	99.98	0.02

Resolution required: Special		5. Adoption of new set of Articles of Association ("AoA") of the Company in accordance with the Companies Act, 2013						
Whether promoter/ promoter group are interested in		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	2849500	2849500	100.00	2849500	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		2849500	2849500	100.00	2849500	0	100.00
Public- Institutions	E-Voting	17261	11656	67.53	11656	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		17261	11656	67.53	11656	0	100.00
Public- Non Institutions	E-Voting	2441873	16976	0.70	16970	6	99.96	0.04
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		2441873	16976	0.70	16970	6	99.96
Grand Total		5308634	2878132	54.22	2878126	6	100.00	0.00



Resolution required: Special		6.Re-appointment of Mr. Vinay Chopra (DIN: 06543610) as the Managing Director and payment of remuneration to him						
Whether promoter/ promoter group are interested in		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	2849500	2849500	100.00	2849500	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		2849500	2849500	100.00	2849500	0	100.00
Public- Institutions	E-Voting	17261	11656	67.53	11656	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		17261	11656	67.53	11656	0	100.00
Public- Non Institutions	E-Voting	2441873	16976	0.70	16964	12	99.93	0.07
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		2441873	16976	0.70	16964	12	99.93
Grand Total		5308634	2878132	54.22	2878120	12	100.00	0.00

Note: Based on above details of remote e-voting and e-voting during the AGM, all aforesaid resolutions were passed with requisite majority.





Rakhee Raghunath Malkarnekar

B Com, M Com, ACS

Address: House No. 699, SBI Colony, B B. Borkar Road, Alto Torda, Porvorim, Bardez, Goa, 403521.

Email: rakhi1418@gmail.com

Mobile: 9823591054

Consolidated Scrutinizer's Report

[Pursuant to Section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules 2014]

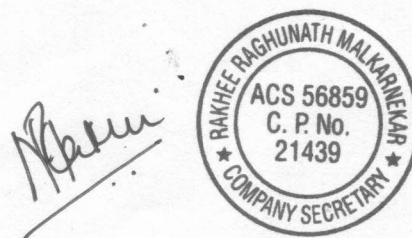
To,
The Chairperson,
35th (Thirty Fifth) Annual General Meeting (AGM) of the Equity Shareholders of
De Nora India Limited, held on Wednesday, 25th September 2024 at 11.00 A.M. (IST).
through Video Conference ('VC') / Other Audio-Visual Means ('OAVM').

Dear Sir,

I, Rakhee Raghunath Malkarnekar, Practicing Company Secretary, was appointed as the Scrutinizer by the Board of Directors of De Nora India Limited, ("the Company") pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 for the purpose of scrutinizing the remote voting and e-voting process at the AGM in respect of the resolutions as set out in the Notice of the 35th Annual General Meeting (AGM) of the Equity Shareholders which was held through Video Conference ('VC') / Other Audio-Visual Means ('OAVM') on Wednesday, 25th September 2024 at 11.00 a.m. (IST).

I submit my report as under:

1. The Company had extended the facility of e-voting to the shareholders by tying up with the Central Depository Services (India) Limited ('CDSL'). The remote e-voting remained open for the period commencing from Sunday, September 22, 2024, at 9:00 a.m. (IST) and ended on Tuesday, September 24, 2024, at 5:00 p.m. (IST) and was disabled for voting thereafter.
2. The Shareholders holding shares as on the "cut-off" date i.e. September 18th September 2024 were entitled to vote on the proposed resolutions contained in the notice of the 35th AGM.



3. The remote e-voting was also made available to the members at/ or during the AGM pursuant to the MCA Circular No. 20/2020 dated May 05, 2020 and subsequent Circulars issued in this regard latest being 09/2023 dated September 25, 2023 ('MCA Circulars').
4. After the conclusion of the AGM, using the Scrutinizer's login on the CDSL Evotingindia.com, Voting portal the votes cast through remote e-voting as above unblocked, in the presence of two witnesses, Ms. Sonam Naik and Ms. Gayatri Kamat, who are not in employment of the Company.
5. I have scrutinized and reviewed the remote e-voting and e-voting at the meeting based on the data downloaded from the CDSL e-voting system and matching with the Register of Members of the Company as on September 25, 2024 provided by the Registrar and Share Transfer Agents of the Company namely Bigshare Services Private Limited.
6. The Management of the Company is responsible to ensure the compliance/s with the requirements of the Act and rules relating to the remote e-voting and e-voting at the AGM on the resolutions contained in the notice of the AGM.
7. My responsibility as scrutinizer for the remote e-voting and the e-voting at the AGM is restricted to scrutinize votes cast and making a Scrutinizers report of the votes cast in favour or against or invalid votes with reference to the respective resolutions.
8. The consolidated summary of the result of the voting through remote voting and e-voting are as under:

ORDINARY BUSINESS

Item No. 1: Ordinary Resolution.

Adoption of Audited Financial Statements for the Financial Year ended March 31, 2024.

(i) Voted in favour of the resolution:

Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
53	2878126	100.00

(ii) Voted against the resolution:

Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
2	6	0.00




(iii) Invalid votes:

Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Item No. 2: Ordinary Resolution

Declaration of Dividend on equity shares.

(i) Voted in favour of the resolution:

Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
53	2878126	100.00

(ii) Voted against the resolution:

Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
2	6	0.00

(iii) Invalid votes:

Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Item No. 3: Ordinary Resolution

Re-appointment of Mr. Robert Scannell (DIN: 06818489) who retires by rotation, as a Director.

(i) Voted in favour of the resolution:

Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
52	2878120	100.00




(ii) Voted against the resolution:

Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
3	12	0.00

(iii) Invalid votes:

Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0

SPECIAL BUSINESS

Item No. 4: Ordinary Resolution

Approval for Material Related Party Transactions with Industrie De Nora S.p.A., Italy

(i) Voted in favour of the resolution:

Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
52	28626	99.98

(ii) Voted against the resolution:

Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
2	6	0.02



(iii) Invalid votes:

Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Item No. 5: Special Resolution

Adoption of new set of Articles of Association ("AoA") of the Company in accordance with the Companies Act, 2013

(i) Voted in favour of the resolution:

Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
53	2878126	100.00

(ii) Voted against the resolution:

Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
2	6	0.00

(iii) Invalid votes:

Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Item No. 6: Special Resolution

Re-appointment of Mr. Vinay Chopra (DIN: 06543610) as the Managing Director and payment of remuneration to him

(i) Voted in favour of the resolution:

Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
52	2878120	100.00

(ii) Voted against the resolution:

Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
3	12	0.00

(iii) Invalid votes:

Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Therefore, all the above resolutions have been passed by the Shareholders with the requisite majority.

Rakhee



All data/records related to remote e-voting and e-voting at the AGM are under my safe custody and will be handed over to the Chairperson/Company Secretary of the Company for safe keeping, after the Chairperson considers, approves and signs the minutes of the aforesaid 35th AGM.

Thanking you,


yours faithfully,




Rakhee Raghunath Malkarnekar
Practicing Company Secretary
Mem. No: 56859, C P No. 21439
P/R: 1596/2021
UDIN: A056859F001295602

Witnesses:

1.

Signature: 
Name: Gayatri Kamat
Address: 3, Kamal Nagar,
Ambica Pandurang Sadan,
Porvorim - Goa.

2.

Signature: 
Name: Soam Naik
Address: 167 Valpe Vistoda
Porvorim - Goa.

Date: 25.09.2024

Place: Porvorim- Goa.

Received the Report together with other data / records.

Signature: 
Name: Supriya Banerji
DIN: 05209284
Chairperson of the Meeting