



GRAPHITE INDIA LIMITED

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WEBSITE : www.graphiteindia.com, CIN : L10101WB1974PLC094602

GIL:SEC/SM/21-22/28

August 20, 2021

Bombay Stock Exchange Limited
The Corporate
Relationship Department
1st Floor, New Trading Ring,
Rotunda Bldg., P.J.Towers,
Dalal Street, **Mumbai 400 001.**
DCS-CRD
Scrip Code - 509488

The Manager
Listing Department
National Stock Exchange
Exchange Plaza, 5th Floor,
Plot No-C/1, G Block,
Bandra-Kurla Complex,
Bandra (E)
Mumbai 400 051
Scrip Code - GRAPHITE

Sir,

Sub: Combined Scrutinizer's Report – 46th Annual General Meeting of the Company held on 20th August, 2021

The 46th Annual General Meeting ("AGM") of Graphite India Limited was held on August 20, 2021 at 11.00 a.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

We hereby are forwarding herewith the Combined Scrutinizers Report on Remove E-voting & e-voting conducted during the AGM .

Kindly take the same on record.

Thanking you,

Yours faithfully,
For Graphite India Limited

S. Marda
Asst. Company Secretary

Encl. : As above.

Consolidated Scrutinizer's Report
[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of the 46th Annual General Meeting of the Members of
Graphite India Limited (the Company)
held on 20th August, 2021 at 11 A.M.
through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")

Dear Sir,

1. I, Swati Bajaj, Partner, M/s. Bajaj Todi & Associates, Practising Company Secretaries, have been appointed by the Board of Directors of the Company as the Scrutinizer for the purpose of scrutinizing the voting and remote e-voting process, in a fair and transparent manner, and ascertaining the results on voting and remote e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 (Act) and Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the Notice for the 46th Annual General Meeting (AGM) of the members of the Company held on 20th August, 2021 through VC/OAVM.
2. The Management of the Company is responsible for ensuring the compliance with the requirements of the Act and Rules relating to voting through electronic means and voting at the AGM on the resolutions contained in the Notice for the AGM of the members of the Company.
3. My responsibility as a Scrutinizer, for the voting and remote e-voting process, is restricted to
 - a. Conducting the voting at the AGM, as provided in sub-rule (1) of rule 21 of the Rules as applicable, after the end of the discussions on all the resolutions and
 - b. to make a Consolidated Scrutinizer's Report of the votes cast in "favour" or "against" the resolutions based on:
 - i. the reports generated from the E-voting system as provided by Central Depository Services (India) Limited (CDSL), the authorised agency engaged by the Company to provide E-voting facility.
 - ii. Voting conducted at the AGM, e-voting facility provided by CDSL
4. Further to the above, I submit my report as under:-
 - i) The e-voting period remained open from Tuesday, 17th August 2021 (9.00 am) and ended on Thursday, 19th August 2021 (5:00 p.m.).



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- ii) The members of the Company as on the “cut-off” date i.e. 13th August 2021 were entitled to vote on the resolutions (item nos. 01 to 06) as set out in the Notice dated 28th June 2021, of the AGM of the members of the Company.
- iii) The members who were present at the AGM but had not cast their votes by availing the remote e-voting facility, also voted at the end of the discussions at the AGM, by using E-Voting facility.
- iv) Immediately after the conclusion of voting at the AGM, the votes cast through remote e-voting were unblocked and counted.
- v) Thereafter, the results of the resolutions that were put to vote at the AGM, have been generated by consolidating the E-voting prior to and during the AGM and are as under:

Total Nos of <u>valid</u> Folios that have cast their vote		:	285
Breakup:			
Through remote e-voting	281		
Voting at the AGM	4		
Total No of Shares representing the 285 <u>valid folios</u> that have voted		:	150817970
Breakup:			
Through remote e-voting	150817829		
Voting at the AGM	141		
Total No of Folios who have voted through physical ballot forms		:	NIL



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Item No. 1(a):-

Ordinary Resolution for adoption of Audited Financial Statement of the Company for the financial year ended 31st March, 2021 and the Reports of the Board of Directors and Auditors thereon

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	through remote E-voting	Voting at AGM		
Number of votes cast in favour	150267434	141	150267575	99.63506
Number of votes cast against	510520	0	510520	0.33850
Number of votes that abstained	39875	0	39875	0.02644
Total	150817829	141	150817970	100.00000

Item No. 1(b):-

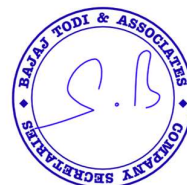
Ordinary Resolution for adoption of the Audited Consolidated Financial Statement of the Company for the financial year ended 31st March, 2021 and the Report of the Auditors thereon

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	through remote E-voting	Voting at AGM		
Number of votes cast in favour	150267434	141	150267575	99.63506
Number of votes cast against	510520	0	510520	0.33850
Number of votes that abstained	39875	0	39875	0.02644
Total	150817829	141	150817970	100.00000

Item No. 2:-

Ordinary Resolution to declare dividend on equity shares for the financial year ended 31st March 2021

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	through remote E-voting	Voting at AGM		
Number of votes cast in favour	150817763	141	150817904	99.99996
Number of votes cast against	66	0	66	0.00004
Number of votes that abstained	0	0	0	0.00000
Total	150817829	141	150817970	100.00000



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Item No. 3:-

Ordinary Resolution for re-appointment of Mr. A V Lodha, (DIN: 00036158), Director retiring by rotation

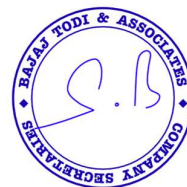
Particulars	No of Shares		Total No of Shares	% based on total votes cast
	through remote E-voting	Voting at AGM		
Number of votes cast in favour	139559575	141	139559716	92.53520
Number of votes cast against	10343302	0	10343302	6.85814
Number of votes that abstained	914952	0	914952	0.60666
Total	150817829	141	150817970	100.00000

Special Business:

Item No. 4:-

Ordinary Resolution for Vacancy caused by retirement by rotation of Mr J D Curravala (DIN 00277426) be not filled up.

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	through remote E-voting	Voting at AGM		
Number of votes cast in favour	150817313	106	150817419	99.99963
Number of votes cast against	516	35	551	0.00037
Number of votes that abstained	0	0	0	0.00000
Total	150817829	141	150817970	100.00000



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Item No. 5:-

Ordinary Resolution for payment of remuneration to Cost Auditors for cost audit for financial year 2021-2022

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	through remote E-voting	Voting at AGM		
Number of votes cast in favour	150817676	141	150817817	99.99990
Number of votes cast against	153	0	153	0.00010
Number of votes that abstained	0	0	0	0.00000
Total	150817829	141	150817970	100.00000

Item No. 6:-

Special Resolution for issue of Non-Convertible Debentures/Bonds up to Rs. 5,000 Crores on private placement basis

Particulars	No of Shares		Total No of Shares	% based on total votes cast
	through remote E-voting	Voting at AGM		
Number of votes cast in favour	149881986	141	149882127	99.37949
Number of votes cast against	20991	0	20991	0.01392
Number of votes that abstained	914852	0	914852	0.60659
Total	150817829	141	150817970	100.00000

Thanking You,
For Bajaj Todi & Associates



(Swati Bajaj), Partner
C.P.No.3502, ACS: 13216
Date: 20th August 2021

