



6<sup>th</sup> October 2014

Bombay Stock Exchange Ltd.  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai – 400 001.

**Sub: Disclosure of Voting Results – Clause 35A**

Dear Sir,

Pursuant to Clause 35A of the Listing Agreement, please find enclosed herewith details of the voting results at the 30<sup>th</sup> Annual General Meeting in the prescribed format.

This is for your information and records.

Thanking you,

Yours faithfully,  
**For Radico Khaitan Limited**

  
**Amit Manchanda**  
Group Head – Legal &  
Company Secretary

**Radico Khaitan Limited**

Plot No. J-1, Block B-1, Mohan Co-op. Industrial Area  
Mathura Road, New Delhi-110044

Ph : (91-11) 4097 5400/444/500/555 Fax: (91-11) 4167 8841-42

Registered Office : Bareilly Road, Rampur-244901 (U.P.)

Phones : 0595-2350601/2, 2351703 Fax : 0595-2350009

e-mail : info@radico.co.in, website : www.radicoKhaitan.com

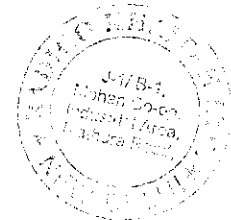
CIN No. L26941UP1983PLC027278



**Details of Voting Results**

Date of AGM	30 <sup>th</sup> September 2014
Total number of shareholders on record date	36918
No. of shareholders present in the meeting either in person or through proxy	45
Promoters and Promoter Group	11
Public	34
No. of Shareholders attended the meeting through Video Conferencing.	Not Arranged

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**Agenda wise**  
**In case of Poll/Postal Ballot/E-voting**

The mode of voting for all the resolutions was e-voting and physical ballot.

**RESOLUTION - 1 : Ordinary Resolution**

**To adopt Annual Accounts of the Company including Report of the Board of Directors and Auditors**

PROMOTER/PUBLIC	No. of Shares Held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)*100	No. of Votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	53829818	53829818	100	53829818	0	100	0
Public Institutional Holders	38861273	11633905	29.94	11633905	0	100	0
Public - Other	40347674	52890	0.13	52796	94	99.82	0.18
<b>Grand Total</b>	<b>133038765</b>	<b>65516613</b>	<b>49.25</b>	<b>65516519</b>	<b>94</b>	<b>99.9999</b>	<b>0.0001</b>

**RESOLUTION - 2 : Ordinary Resolution**

**To Declare Dividend on Equity Shares**

PROMOTER/PUBLIC	No. of Shares Held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)*100	No. of Votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	53829818	53829818	100	53829818	0	100	0
Public Institutional Holders	38861273	16584203	42.68	16584203	0	100	0
Public - Other	40347674	52890	0.13	52890	0	100	0
<b>Grand Total</b>	<b>133038765</b>	<b>70466911</b>	<b>52.97</b>	<b>70466911</b>	<b>0</b>	<b>100</b>	<b>0</b>

**RESOLUTION - 3 : Ordinary Resolution**

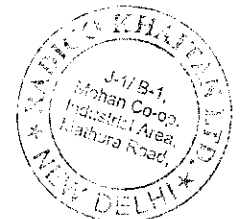
**To Reappoint Mr. K.P.Singh as Director**

PROMOTER/PUBLIC	No. of Shares Held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)*100	No. of Votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	53829818	53829818	100	53829818	0	100	0
Public Institutional Holders	38861273	11633905	29.94	8005306	3628599	68.81	31.19
Public - Other	40347674	52890	0.13	52796	94	99.82	0.18
<b>Grand Total</b>	<b>133038765</b>	<b>65516613</b>	<b>49.25</b>	<b>61887920</b>	<b>3628693</b>	<b>94.46</b>	<b>5.54</b>

**RESOLUTION - 4 : Ordinary Resolution**

**To Appoint M/s V.Shankar Aiyar & Co., Chartered Accountants, as Statutory Auditors of the Company**

PROMOTER/PUBLIC	No. of Shares Held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)*100	No. of Votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	53829818	53829818	100	53829818	0	100	0
Public Institutional Holders	38861273	11633905	29.94	11633905	0	100	0
Public - Other	40347674	52890	0.13	52796	94	99.82	0.18
<b>Grand Total</b>	<b>133038765</b>	<b>65516613</b>	<b>49.25</b>	<b>65516519</b>	<b>94</b>	<b>99.9999</b>	<b>0.0001</b>



**RESOLUTION - 5 : Ordinary Resolution****To Consider Appointment of Dr. Raghupati Singhania as an Independent Director**

PROMOTER/PUBLIC	No. of Shares Held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	53829818	53829818	100	53829818	0	100	0
Public Institutional Holders	38861273	11633905	29.94	8507896	3126009	73.13	26.87
Public - Other	40347674	52890	0.13	51796	1094	97.93	2.07
<b>Grand Total</b>	<b>133038765</b>	<b>65516613</b>	<b>49.25</b>	<b>62389510</b>	<b>3127103</b>	<b>95.23</b>	<b>4.77</b>

**RESOLUTION - 6 : Ordinary Resolution****To Consider Appointment of Mr. K.S.Mehta as an Independent Director**

PROMOTER/PUBLIC	No. of Shares Held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	53829818	53829818	100	53829818	0	100	0
Public Institutional Holders	38861273	16584203	42.68	13458194	3126009	81.15	18.85
Public - Other	40347674	52890	0.13	51796	1094	97.93	2.07
<b>Grand Total</b>	<b>133038765</b>	<b>70466911</b>	<b>52.97</b>	<b>67339808</b>	<b>3127103</b>	<b>95.56</b>	<b>4.44</b>

**RESOLUTION - 7 : Ordinary Resolution****To Consider Appointment of Mr. Ashutosh Patra as an Independent Director**

PROMOTER/PUBLIC	No. of Shares Held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	53829818	53829818	100	53829818	0	100	0
Public Institutional Holders	38861273	16584203	42.68	15424920	1159283	93.01	6.99
Public - Other	40347674	52890	0.13	51796	1094	97.93	2.07
<b>Grand Total</b>	<b>133038765</b>	<b>70466911</b>	<b>52.97</b>	<b>69306534</b>	<b>1160377</b>	<b>98.35</b>	<b>1.65</b>

**RESOLUTION - 8 : Ordinary Resolution****To consider Appointment of Mr. Sarvesh Srivastava as an Independent Director**

PROMOTER/PUBLIC	No. of Shares Held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	53829818	53829818	100	53829818	0	100	0
Public Institutional Holders	38861273	16584203	42.68	16584203	0	100	0
Public - Other	40347674	52890	0.13	51796	1094	97.93	2.07
<b>Grand Total</b>	<b>133038765</b>	<b>70466911</b>	<b>52.97</b>	<b>70465817</b>	<b>1094</b>	<b>99.998</b>	<b>0.002</b>

**RESOLUTION - 9 : Ordinary Resolution****To consider Appointment of Mrs. Shalija Saraf as a Non Executive Non Independent Director**

PROMOTER/PUBLIC	No. of Shares Held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	53829818	53829818	100	53829818	0	100	0
Public Institutional Holders	38861273	16584203	42.68	16584203	0	100	0
Public - Other	40347674	52890	0.13	51796	1094	97.932	2.068
<b>Grand Total</b>	<b>133038765</b>	<b>70466911</b>	<b>52.97</b>	<b>70465817</b>	<b>1094</b>	<b>99.998</b>	<b>0.002</b>



**RESOLUTION - 10 : Ordinary Resolution****To approve remuneration of Mr. S.N.Balasubramaniam as Cost Auditor of the Company**

PROMOTER/PUBLIC	No. of Shares Held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)*100	No. of Votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	53829818	53829818	100	53829818	0	100	0
Public Institutional Holders	38861273	16584203	42.68	16282585	301618	98.18	1.82
Public - Other	40347674	52890	0.13	52890	0	100	0
<b>Grand Total</b>	<b>133038765</b>	<b>70466911</b>	<b>52.97</b>	<b>70165293</b>	<b>301618</b>	<b>99.57</b>	<b>0.43</b>

**RESOLUTION - 11 : Special Resolution****To Consider the Resolution in respect of equitable Mortgage of moveable / immoveable properties of the Company**

PROMOTER/PUBLIC	No. of Shares Held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)*100	No. of Votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	53829818	53829818	100	53829818	0	100	0
Public Institutional Holders	38861273	16584203	42.68	14095060	2489143	84.99	15.01
Public - Other	40347674	52890	0.13	52190	700	98.68	1.32
<b>Grand Total</b>	<b>133038765</b>	<b>70466911</b>	<b>52.97</b>	<b>67977068</b>	<b>2489843</b>	<b>96.47</b>	<b>3.53</b>

**RESOLUTION - 12 : Special Resolution****To consider the Resolution in respect of Borrowing powers of the Board**

PROMOTER/PUBLIC	No. of Shares Held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)*100	No. of Votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	53829818	53829818	100	53829818	0	100	0
Public Institutional Holders	38861273	16584203	42.68	14396678	2187525	86.81	13.19
Public - Other	40347674	52890	0.13	52700	190	99.64	0.36
<b>Grand Total</b>	<b>133038765</b>	<b>70466911</b>	<b>52.97</b>	<b>68279196</b>	<b>2187715</b>	<b>96.90</b>	<b>3.10</b>

**RESOLUTION - 13 : Special Resolution****To consider the Adoption of new Articles of Association of the Company in substitution of the existing Article of Association of the Company**

PROMOTER/PUBLIC	No. of Shares Held (1)	No. of Votes Polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)*100	No. of Votes in favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	53829818	53829818	100	53829818	0	100	0
Public Institutional Holders	38861273	15480250	39.83	15382440	97810	99.37	0.632
Public - Other	40347674	52890	0.13	52790	100	99.81	0.189
<b>Grand Total</b>	<b>133038765</b>	<b>69362958</b>	<b>52.14</b>	<b>69265048</b>	<b>97910</b>	<b>99.86</b>	<b>0.141</b>



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