

Consolidated Report

To

The Chairman
Radico Khaitan Limited
Bareilly road
Rampur- 244 901
Uttar Pradesh

Result of voting through electronic means 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 and Poll conducted pursuant to Section 109 of the Companies Act read with Rule 21 of the Companies (Management and Administration) Rules, 2014 for the 30th Annual General Meeting of the Company held on Tuesday, September 30, 2014 at 1:00 P.M. at Rampur Distillery, Bareilly Road, Rampur-244901, Uttar Pradesh

Dear Sir,

I, Tanuj Vohra, Practicing Company Secretary, appointed as scrutinizer of Radico Khaitan Limited (the Company), with respect to the captioned subject hereby submit my consolidated report as under:

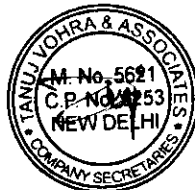
Ordinary Business

Resolution-1 : Ordinary Resolution

Adoption of Annual Accounts of the Company including Report of the Board of Directors and Auditors

Particulars	Number of Members casted valid votes			Number of valid votes casted			Total (%)
	E-voting	Poll	Total	E- voting	Poll	Total	
Assent	47	25	72	64940146	576373	65516519	99.99985652
Dissent	1	0	1	94	0	94	0.000143475
Total	48	25	73	64940240	576373	65516613	100

Based on the above, the Resolution has been passed with requisite majority



Resolution-2 : Ordinary Resolution
To Declare Dividend on Equity Shares

Particulars	Number of Members casted valid votes			Number of valid votes casted			Total (%)
	E-voting	Poll	Total	E- voting	Poll	Total	
Assent	57	25	82	69890538	576373	70466911	100
Dissent	0	0	0	0	0	0	0
Total	57	25	82	69890538	576373	70466911	100

Based on the above, the Resolution has been passed with requisite majority

Resolution-3 : Ordinary Resolution
To Reappoint Mr. K.P. Singh as Director

Particulars	Number of Members casted valid votes			Number of valid votes casted			Total (%)
	E-voting	Poll	Total	E- voting	Poll	Total	
Assent	29	18	47	61870394	17526	61887920	94.46141546
Dissent	19	7	26	3069846	558847	3628693	5.538584542
Total	48	25	73	64940240	576373	65516613	100

Based on the above, the Resolution has been passed with requisite majority

Resolution-4 : Ordinary Resolution
To Appoint M/s. V. Sankar Aiyar & Co., Chartered Accountants, as Statutory Auditors of the Company

Particulars	Number of Members casted valid votes			Number of valid votes casted			Total (%)
	E-voting	Poll	Total	E- voting	Poll	Total	
Assent	47	25	72	64940146	576373	65516519	99.99985652
Dissent	1	0	1	94	0	94	0.000143475
Total	48	25	73	64940240	576373	65516613	100

Based on the above, the Resolution has been passed with requisite majority

Special Business

Resolution-5 : Ordinary Resolution
Appointment of Dr. Raghupati Singhania as an Independent Director

Particulars	Number of Members casted valid votes			Number of valid votes casted			Total (%)
	E-voting	Poll	Total	E- voting	Poll	Total	
Assent	29	24	53	61873376	516134	62389510	95.22700754
Dissent	19	1	20	3066864	60239	3127103	4.772992462
Total	48	25	73	64940240	576373	65516613	100

Based on the above, the Resolution has been passed with requisite majority



Resolution-6 : Ordinary Resolution

Appointment of Mr. K.S. Mehta as an Independent Director

Particulars	Number of Members casted valid votes			Number of valid votes casted			Total (%)
	E-voting	Poll	Total	E- voting	Poll	Total	
Assent	38	24	62	66823674	516134	67339808	95.56231009
Dissent	19	1	20	3066864	60239	3127103	4.437689911
Total	57	25	82	69890538	576373	70466911	100

Based on the above, the Resolution has been passed with requisite majority

Resolution-7 : Ordinary Resolution

Appointment of Mr. Ashutosh Patra as an Independent Director

Particulars	Number of Members casted valid votes			Number of valid votes casted			Total (%)
	E-voting	Poll	Total	E- voting	Poll	Total	
Assent	52	25	77	68730161	576373	69306534	98.3533023
Dissent	5	0	5	1160377	0	1160377	1.646697696
Total	57	25	82	69890538	576373	70466911	100

Based on the above, the Resolution has been passed with requisite majority

Resolution-8 : Ordinary Resolution

Appointment of Mr. Sarvesh Srivastava as an Independent Director

Particulars	Number of Members casted valid votes			Number of valid votes casted			Total (%)
	E-voting	Poll	Total	E- voting	Poll	Total	
Assent	55	25	80	69889444	576373	70465817	99.9984475
Dissent	2	0	2	1094	0	1094	0.001552502
Total	57	25	82	69890538	576373	70466911	100

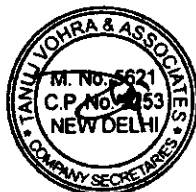
Based on the above, the Resolution has been passed with requisite majority

Resolution-9 : Ordinary Resolution

Appointment of Mrs. Shailja Saraf as a Non Executive Non Independent Director

Particulars	Number of Members casted valid votes			Number of valid votes casted			Total (%)
	E-voting	Poll	Total	E- voting	Poll	Total	
Assent	55	25	80	69889444	576373	70465817	99.9984475
Dissent	2	0	2	1094	0	1094	0.001552502
Total	57	25	82	69890538	576373	70466911	100

Based on the above, the Resolution has been passed with requisite majority



Resolution-10 : Ordinary Resolution

Appointment of Mr. S.N. Balasubramanian as Cost Auditor of the Company

Particulars	Number of Members casted valid votes			Number of valid votes casted			
	E-voting	Poll	Total	E- voting	Poll	Total	(%)
Assent	57	24	81	69890538	274755	70165293	99.57197216
Dissent	0	1	1	0	301618	301618	0.428827844
Total	57	25	82	69890538	576373	70466911	100

Based on the above, the Resolution has been passed with requisite majority

Resolution-11 : Special Resolution

Mortgage of moveable / immoveable properties of the Company

Particulars	Number of Members casted valid votes			Number of valid votes casted			
	E-voting	Poll	Total	E- voting	Poll	Total	(%)
Assent	40	18	58	67959542	17526	67977068	96.46664943
Dissent	17	7	24	1930996	558847	2489843	3.533350568
Total	57	25	82	69890538	576373	70466911	100

Based on the above, the Resolution has been passed with requisite majority

Resolution-12 : Special Resolution

Borrowing powers of the Board

Particulars	Number of Members casted valid votes			Number of valid votes casted			
	E-voting	Poll	Total	E- voting	Poll	Total	(%)
Assent	40	19	59	67960052	319144	68279196	96.89540102
Dissent	17	6	23	1930486	257229	2187715	3.10459898
Total	57	25	82	69890538	576373	70466911	100

Based on the above, the Resolution has been passed with requisite majority

Resolution-13 : Special Resolution

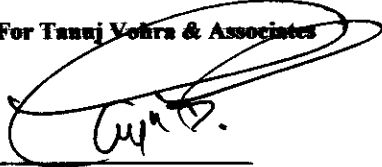
Adoption of new Articles of Association of the Company in substitution of the existing Articles of Association of the Company



Particulars	Number of Members casted valid votes			Number of valid votes casted			Total (%)
	E-voting	Poll	Total	E- voting	Poll	Total	
Assent	52	25	77	68688675	576373	69265048	99.85884397
Dissent	3	0	3	97910	0	97910	0.141156033
Total	55	25	80	68786585	576373	69362958	100

Based on the above, the Resolution has been passed with requisite majority

For Tanuj Vohra & Associates




Scrutinizer

Name: Tanuj Vohra
Practicing Company Secretary
FCS: 5621 CP No.: 5253

Place: Delhi

Date: October 01, 2014