

30th June 2025

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400001
BSE Scrip Code: 500163

National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra (East), Mumbai 400051
Symbol: GODFRYPHLP

Sub.: Scrutinizer's Report with respect to Postal Ballot.

Dear Sirs,

This is in reference to our intimation dated 29th May 2025, wherein the Company had sought the approval of the Shareholders through Postal Ballot on the following matter:

Sl. No.	Type of Resolution	Particulars
1	Ordinary Resolution	Appointment of Mr. Paul Janelle (DIN: 03489805) as a Director (Non-Executive and Non-Independent) of the Company.

The e-voting in this regard commenced at 9:00 A.M. (IST) on Friday, 30th May 2025 and concluded at 5:00 P.M. (IST) on Saturday, 28th June 2025. The said resolution has been passed by the members of the Company with the requisite majority.

In this regard, please find enclosed the details of Voting Results and scrutinizer's report dated 30th June 2025. The same shall also be made available on the Company's website at www.godfreyphillips.co.in and the website of MUFG Intime India Private Limited (Formerly Link Intime India Private Limited) (e-voting agency).

Pursuant to the provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the detailed voting results shall also be uploaded in the XBRL format separately.

We request you to kindly take the above information on your record.

Thanking you,
Yours faithfully,
For Godfrey Phillips India Limited

Punit Kumar Chellaramani
Company Secretary & Compliance Officer

Encl.: As above

V.R. ASSOCIATES

Company Secretaries

Resi: G-5/3 Jal Padma, Bangur Nagar, Goregaon West, Mumbai 400 104
Admn office: 31 Topiwala Center, Goregaon West, Mumbai 400 062
Tel: 022-28774306; Mobile 98214 47548; e-mail: cs.ram25@gmail.com
GST No. 27ACSPV8251A1Z7 ; MSME Regn no. UDAYAM-MH-18-0050392

30th June 2025

**Scrutinizer's Report on Postal Ballot process conducted through remote e-voting
pursuant to provisions of Sections 110, 108 of Companies Act, 2013 read with Rule 20, 22
of Companies (Management and Administration) Rules, 2014 as amended of
Godfrey Phillips India Limited**

To,
The Chairperson
Godfrey Phillips India Limited

I, V. Ramachandran, proprietor of M/s V.R. Associates, Company Secretaries (Membership no. ACS 7731, CP no. 4731) have been appointed as Scrutinizer by Godfrey Phillips India Limited (the Company) as per Board Resolution dated **15th May 2025** for the purpose of scrutinizing the Postal Ballot process, in respect of the resolution set out in the Postal Ballot Notice dated **26th May 2025** ('Notice') which was conducted only through remote voting by electronic means ('Remote E-voting'), in a fair and transparent manner pursuant to Sections 110, 108 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, (as amended) ('the Rules') and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and in compliance with the framework issued by Ministry of Corporate Affairs through its General Circular Nos. 14/2020 dated 08th April 2020, 17/2020 dated 13th April 2020 along with subsequent circulars issued in this regard and the latest Circular No. 9/2024 dated 19th September 2024 ('MCA Circulars').

The Company has engaged the services of MUFG Intime India Private Limited ('MUFG Intime') (previously known as Link Intime India Private Limited) for facilitating e-voting to enable the Members to cast their votes electronically.

The Management of the Company is responsible to ensure the compliance with the requirements of the Act and the Rules including MCA Circulars and Listing Regulations relating to Remote E-voting for the resolution contained in the Postal Ballot Notice dated **26th May 2025**. Our responsibility as a Scrutinizer is to ensure that the Remote E-voting is carried out in a fair and transparent manner and to make a scrutinizer's report on the votes cast "IN FAVOUR" or "AGAINST" on the resolution contained in the Postal Ballot Notice dated **26th May 2025** based on the reports generated from the e-voting system provided by MUFG Intime.

Members holding shares as on **23rd May 2025**, "cut-off date", were entitled to vote on the resolution stated in the Notice.

The remote e-voting period was open from **Friday, 30th May 2025** at 9:00 A.M. (IST) and was closed on **Saturday, 28th June 2025** at 5:00 P.M. (IST). After closure of the voting period on

V.R. ASSOCIATES

Company Secretaries

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Saturday, 28th June 2025 at 5:00 P.M. (IST), the portal of MUG Intime was blocked for voting.

The e-voting results / list of members who have voted for and / or against were downloaded from the e-voting website of MUG Intime.

The register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of name, folio number or client ID of the shareholders, number of shares held by them. There were no invalid votes.

The details containing, inter alia, list of equity shareholders, who voted "For" or "Against" the resolution put to vote, were generated from the e-voting website of MUG Intime and based on such reports generated, the result of the e-voting is as under:

Items of the Postal Ballot Notice dated 26th May 2025:

Item No. 1

ORDINARY RESOLUTION

Appointment of Mr. Paul Janelle (DIN: 03489805) as a Director (Non-Executive and Non-Independent) of the Company:

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	430	4,41,50,584	99.9942%

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	18	2,564	00.0058%

Total number of Valid votes casted under Remote E-voting	4,41,53,148
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(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	NIL	NIL

Based on above results, I report that, the resolution as per the Notice stands passed with requisite majority.

The electronic data and all other relevant records relating to the remote e-voting will be handed over to the Company Secretary and Compliance officer of the Company for safe preservation.

Thank You.

Yours Faithfully,

For **V.R. Associates**

Company Secretaries

V.Ramachandran
Digitally signed by
V.Ramachandran
Date: 2025.06.30
12:11:54 +05'30'

V. Ramachandran

Proprietor

ACS 7731/ CP 4731

UDIN: L16004MH1936PLC008587

Peer Review Certificate No. 1662/2022

Place: Mumbai

Date: 30th June 2025

General information about company	
Scrip code	500163
NSE Symbol	GODFRYPHLP
MSEI Symbol	NOTLISTED
ISIN	INE260B01028
Name of the company	GODFREY PHILLIPS INDIA LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	28-06-2025
Start time of the meeting	
End time of the meeting	

Scrutinizer Details	
Name of the Scrutinizer	V. Ramachandran
Firms Name	V.R. Associates Company Secretaries
Qualification	CS
Membership Number	ACS7731
Date of Board Meeting in which appointed	15-05-2025
Date of Issuance of Report to the company	30-06-2025

Voting results	
Record date	23-05-2025
Total number of shareholders on record date	72914
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Paul Janelle (DIN: 03489805) as a Director (Non-Executive and Non-Independent) of the Company.				
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	37737479	37636289	99.7319	37636289	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	37737479	37636289	99.7319	37636289	0	100	0
Public-Institutions	E-Voting	6919282	6288960	90.8904	6287290	1670	99.9734	0.0266
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6919282	6288960	90.8904	6287290	1670	99.9734	0.0266
Public- Non Institutions	E-Voting	7337159	227899	3.1061	227005	894	99.6077	0.3923
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	7337159	227899	3.1061	227005	894	99.6077	0.3923
Total		51993920	44153148	84.9198	44150584	2564	99.9942	0.0058
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								