



25 September 2020

The Secretary
BSE Limited PJ. Towers,
25th Floor, Dalal Street,
MUMBAI-400001
Scrip Code: 532654

The Secretary
National Stock Exchange of
India Ltd,
Listing dept. Exchange Plaza,
5th Fl. Plot No. C/1,
G- Block, Bandra-Kurla
Complex, Bandra (E)
MUMBAI-400051
Scrip Code: MCLEODRUSS

The Secretary
The Calcutta Stock Exchange
Limited
7, Lyons Range
KOLKATA-700001
Scrip Code: 10023930

Dear Sirs,

Sub: Outcome of Postal Ballot and Disclosure of Voting Results of Postal Ballot through Remote e-voting, as per the requirements of Regulation 30 and 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')

This is in furtherance to our letter dated 18 August 2020, regarding Notice of Postal Ballot dated 31 July 2020 ("Notice") issued to the Members of the Company seeking their approval for **(i) To make loan(s) and to give guarantee(s), provide security(ies) or make investment(s) in excess of the prescribed limit under Section 186 of the Companies Act, 2013. (ii) Borrowing powers of the Board (iii) Creation of charge on the assets of the Company** by way of Special Resolution to be passed through the mode of remote e-voting only.

The remote e-voting period for the Postal Ballot ended on Thursday, 24 September 2020 at 5.00 P.M. (IST).

The special resolution as embodied in the Notice has been passed by the Members with requisite majority and is deemed to have been passed on the last date of remote e-voting i.e. on Thursday, 24 September 2020.

In this regard, please find enclosed the following:

Registered Office :

McLEOD RUSSEL INDIA LIMITED

Corporate Identity Number (CIN) : L51109WB1998PLC087076

FOUR MANGOE LANE, SURENDRA MOHAN GHOSH SARANI, KOLKATA - 700 001

TELEPHONE : 033-2210-1221, 2248-9434 / 35, FAX : 91-33-2248-8114 / 6265

E-mail : administrator@mcleodrusel.com Website : www.mcleodrusel.com



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- a. The Voting Results of the said Postal Ballot through remote e-voting, in relation to the aforesaid businesses, as required under Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ('Listing Regulations') as Annexure – 1.
- b. The Scrutinizer's Report dated 25 September 2020, pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as Annexure – 2.

The Voting Results along with the Scrutinizer's Report is available on the website of the Company at www.mcleodrussel.com and will also be made available on the website of Central Depository Services (India) Limited at www.evoting.cdsi.com

This information is submitted pursuant to Regulation 30 and Regulation 44(3) of the Listing Regulations.

Thanking You,

Yours faithfully,

McLEOD RUSSEL INDIA LIMITED

ALOK KUMAR SAMANT
COMPANY SECRETARY

Encl: As above



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ANNEXURE - 1

Disclosure of Voting Results

Date of the AGM/EGM/Postal Ballot	i. Date of Notice of Postal Ballot dated : 31 July 2020 ii. Deemed date of declaration of result of Postal Ballot: 24 September 2020
Total number of shareholders on Cut-off date for ascertaining voting rights of Members i.e. Friday, 21 August 2020	63870
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	Not Applicable

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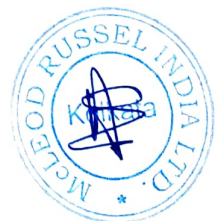
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Resolutions:

Resolution No. 1			To make loan(s) and to give guarantee(s), provide security(ies) or make investment(s) in excess of the prescribed limit under Section 186 of the Companies Act, 2013					
Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter/promoter group are interested in the agenda/resolution ?			No					
Category	Mode of Voting	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 & Promoter Group	Remote Evoting	19136935	19100347	99.80880	19100347	0	100.00000	0.000
	Poll		0	0.00000	0	0	0.0000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.0000	0.00000
	Total		19100347	99.80880	19100347	0	100.00000	0.00000
Public - Institutional holders	Remote Evoting	3111528	652727	20.97770	0	652727	0.0000	100.00000
	Poll		0	0.0000	0	0	0.00000	0.0000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.0000	0.00000
	Total		652727	20.97770	0	652727	0.0000	100.00000
Public - Non Institution	E-Vote	82207272	23778359	28.92490	19431025	4347334	81.71730	18.28270
	Poll		0	0.00000	0	0	0.0000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.0000	0.00000
	Total		23778359	28.92490	19431025	4347334	81.71730	18.28270
Total		104455735	43531433	41.67	38531372	5000061	88.51	11.49
Whether Resolution is Passed or Not								Yes

Only Valid votes has been considered.

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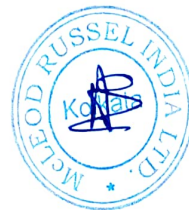


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Resolution No. 2			Borrowing powers of the Board					
Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter/promoter group are interested in the agenda/resolution ?			No					
Category	Mode of Voting	No. of shares held (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 & Promoter Group	Remote Evoting	19136935	19100347	99.80880	19100347	0	100.00000	0.0000
	Poll		0	0.00000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.0000	0.00000
	Total		19100347	99.80880	19100347	0	100.00000	0.00000
Public - Institutional holders	Remote Evoting	3111528	652727	20.97770	652727	0	100.00000	0.00000
	Poll		0	0.00000	0	0	0.0000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.0000	0.00000
	Total		652727	20.97770	652727	0	100.00000	0.00000
Public - Non Institution	E-Vote	82207272	23778359	28.92490	19430420	4347939	81.71470	18.28530
	Poll		0	0.00000	0	0	0.0000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.0000	0.00000
	Total		23778359	28.92490	19430420	4347939	81.71470	18.28530
Total		104455735	43531433	41.67	39183494	4347939	90.01	9.99
Whether Resolution is Passed or Not								Yes

Only Valid votes has been considered.



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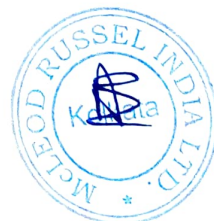
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Resolution No. 3			Creation of charge on the assets of the Company					
Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter/promoter group are interested in the agenda/resolution ?			No					
Category	Mode of Voting	No. 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 & Promoter Group	Remote Evoting	19136935	19100347	99.80880	19100347	0	100.00000	0.0000
	Poll		0	0.00000	0	0	0.0000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.0000	0.00000
	Total		19100347	99.80880	19100347	0	100.00000	0.0000
Public - Institutional holders	Remote Evoting	3111528	652727	20.97770	652727	0	100.00000	0.0000
	Poll		0	0.00000	0	0	0.0000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.0000	0.00000
	Total		652727	20.97770	652727	0	100.00000	0.00000
Public - Non Institution	E-Vote	82207272	22586984	27.47570	18298520	4288464	81.01360	18.98640
	Poll		0	0.00000	0	0	0.0000	0.00000
	Postal Ballot (if applicable)		0	0.00000	0	0	0.0000	0.00000
	Total		22586984	27.47570	18298520	4288464	81.01360	18.98640
Total		104455735	42340058	40.53	38051594	4288464	89.87	10.13
Whether Resolution is Passed or Not								Yes

Only Valid votes has been considered.



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A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

SCRUTINIZER'S REPORT

To
The Chairman
McLeod Russel India Limited
Four Mangoe Lane
Surendra Mohan Ghosh Sarani
Kolkata-700001

Dear Sir,

- (1) We have been appointed as Scrutinizer by the Company in connection with Postal Ballot conducted in terms of MCA Circular No. 14/2020 dated 8th April, 2020, MCA Circular No. 17/2020 dated 13th April, 2020 and MCA Circular No. 22/2020 dated 15th June, 2020 (collectively referred as "MCA Circulars") for the purpose of scrutinizing the electronic voting ("e-voting") process through remote e-voting in a fair and transparent manner in terms of the resolution of the Board of Directors of the Company dated 31st July, 2020.
- (2) The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and Rules relating to e-voting on the resolutions contained in the Notice of Postal Ballot dated the 31st July, 2020. Our responsibility as a scrutinizer for the voting process through e-voting is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the e-voting system of Central Depository Services (India) Limited ("CDSL"), the agency engaged by the Company to provide e-voting facility.
- (3) We submit our report as under :
 - (a) The Company has completed dispatch of the Notice of Postal Ballot through electronic mode on 25th August, 2020 to its Members, whose name(s) appeared on the Register of Members / list of beneficiaries as on the close of business hours on 21st day of August, 2020.
 - (b) Members were provided the opportunity to cast their vote(s) through electronic voting system ("remote e-voting") in terms of the platform as provided by CDSL e-voting system (www.evotingindia.com).
 - (c) The e-voting period remained open from 10:00 A.M. IST on Wednesday, the 26th day of August, 2020 up to 5:00 P.M. IST on Thursday, the 24th day of September, 2020.



A. K. LABH

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- (d) The shareholders holding shares as on the "cut off" date, i.e. 21st day of August, 2020 were entitled to vote on the proposed resolutions as mentioned in the Notice of Postal Ballot dated 31st day of July, 2020.
- (e) The result of the e-voting was downloaded after 5:00 p.m. on Thursday, the 24th day of September, 2020 from CDSL website providing the platform for e-voting system (www.evotingindia.com) and were unblocked in the presence of two witnesses, namely, Mr. Amit Kumar Labh, residing at 71, Narsingh Dutta Road, Kolkata – 700008 and Mr. Asit Kumar Labh, residing at 25, Bhuvan Mohan Roy Road, Kolkata – 700008, and has been included in our report.
- (f) The summary of the votes casted through e-voting (EVSN: 200817001) is as follows :-

SPECIAL BUSINESS:

(a) Resolution 1 : Special Resolution

To make loan(s) and to give guarantee(s), provide security(ies) or make investment(s) in excess of the prescribed limit under Section 186 of the Companies Act, 2013

(i) Voted *in favour* of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	287	38531372	88.51%

(ii) Voted *against* the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	58	5000061	11.49%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
9	4097688



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
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e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

(b) Resolution 2 : Special Resolution

Borrowing powers of the Board

(i) *Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote E-voting	288	39183494	90.01%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote E-voting	57	4347939	9.99%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
9	4097688

(c) Resolution 3 : Special Resolution

Creation of charge on the assets of the Company

(i) *Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote E-voting	267	38051594	89.87%



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Website : www.aklabh.com

(ii) Voted **against** the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	50	4288464	10.13%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
5	3995688

- The proposed resolutions have therefore been passed with requisite majority by the Shareholders of the Company.
- You may accordingly declare the result of Postal Ballot through e-voting.
- The electronic data and e-voting registers including other related papers / registers and records shall remain in our safe custody until the Chairman considers, approves and signs the minutes of Postal Ballot through e-voting.

Thanking You,

Yours truly

For A. K. LABH & Co.

Company Secretaries

(CS A. K. LABH)

Practicing Company Secretary

FCS – 4848 / CP No. – 3238

UDIN : F004848B000775068



Place: Kolkata

Dated: 25.09.2020



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practicing Company Secretary



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Website : www.aklabh.com

Witness:

1. *Amit Kumar Labh*

(Amit Kumar Labh)
71, Narsingh Dutta Road
Kolkata - 700008



2. *Asit Kumar Labh*

(Asit Kumar Labh)
25, Bhuvan Mohan Roy Road
Kolkata - 700008

Received the Report of the Scrutinizer
For Mcleod Russel India Limited

Alok Kumar Samant
(Alok Kumar Samant)
Company Secretary
FCS 9347

