

Ref. No.: 2021-22/87

November 02, 2021

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Bandra-Kurla Complex,
Bandra (E), Mumbai 400 051

Scrip Code: COROMANDEL

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001.

Scrip Code: 506395

Through: NSE NEAPS

Through: BSE Listing

Dear Sirs,

**Subject : Voting results and Consolidated Scrutinizer's report of the Hon'ble NCLT
Convened Meeting of the Unsecured Creditors of the Company held on
October 30, 2021**

Reference : Our letter dated 29.09.2021 submitted vide reference no. 2021-22/62

We refer to our letter dated September 29, 2021, informing you about the convening of the Meeting of the Unsecured Creditors of the Company to be held through Video Conference (VC) / Other Audio-Visual Means (OAVM) on October 30, 2021, pursuant to the directions issued by the Hon'ble National Company Law Tribunal, Hyderabad (NCLT).

In this regard, as per Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the Scrutinizers Report.

We would like to inform you that, based on the consolidated report of Scrutinizer, the Resolution as set out in the Notice of the Hon'ble NCLT convened Unsecured Creditors meeting, has been duly approved by the Unsecured Creditors with requisite majority.

We request you to kindly take this on record.

Thanking you,
Yours Sincerely

For **Coromandel International Limited**



Rajesh Mukhija
**Sr. Vice President-Legal &
Company Ssecretary**

Enclosure: As Above.

SCRUTINIZER'S REPORT

To,

Mr. Ch. Srinivasa Rao, Advocate

Chairman appointed by the Hon'ble National Company Law Tribunal, Hyderabad Bench at Hyderabad for the Meeting of the Unsecured Creditors of Coromandel International Limited in the Company Application No. C.A. (CAA) No. 25/230/HDB/2021.

Dear Sir,

Sub: Scrutinizer's Report on the resolution passed through remote e-voting and e-voting (Insta Poll) at the Hon'ble NCLT Convened Meeting of Unsecured Creditors of Coromandel International Limited held through Video Conference ("VC") / Other Audio-Visual Means ("OAVM") on Saturday, October 30, 2021 at 3.00 P.M.

I, Devaki Vasudeva Rao, Practicing Company Secretary (FCS 8888) have been appointed by the Hon'ble National Company Law Tribunal, Hyderabad Bench at Hyderabad, (NCLT) by its order dated 17th September, 2021, as "the Scrutinizer" for the purpose of scrutinizing remote e-voting process and e-voting (Insta Poll) at the NCLT Convened Meeting ("meeting") of the Unsecured Creditors of Coromandel International Limited (hereinafter referred to as "the Company") convened by order of NCLT and held through VC/OAVM on Saturday, 30th October, 2021 at 3:00 P.M., pursuant to provisions of the Companies Act, 2013 ("Act") read with applicable rule made thereunder and in accordance with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), following the operating procedure (with appropriate modifications if required) of the General Circular No. 14/2020 dated 8th April 2020; General Circular No. 17/2020 dated 13th April 2020, General Circular No. 33/2020 dated 28th September 2020, General Circular No. 39/2020 dated 31st December 2020 and General Circular No. 02/2021 dated 13th January 2021 issued by the Ministry of Corporate Affairs ("MCA"), on the resolution seeking approval of the Unsecured Creditors to the Scheme of Amalgamation of Liberty Pesticides and Fertilizers Limited ("Transferor Company-1") and Coromandel SQM (India) Private Limited ("Transferor Company-2") into and with Coromandel International Limited (Transferee Company) and their Respective Shareholders ("the Scheme"), in terms of the Notice dated 29th September, 2021, convening the said meeting.



D V RAO & ASSOCIATES COMPANY SECRETARIES

Plot No. 54, Sri Sai Residency, Mega Hills, Madhapur, Hyderabad, Telangana – 500 081
+91 40 4025 1888 | 4021 1888 | +91 9989 345 999 | info@dvraoassociates.com
www.dvraoassociates.com



As mentioned in the Notice, the proceedings of the meeting were deemed to be conducted at the Registered Office of the Company located at "Coromandel House", 1-2-10, Sardar Patel Road, Secunderabad, Telangana- 500003, India and the same was deemed to be the venue of NCLT Convened meeting.

I do hereby submit my Report as under: -

1. The Company had appointed KFin Technologies Private Limited ("KFin") as the Service Provider for providing the facility for voting by the Unsecured Creditors through remote e-voting and e-voting during the Meeting (Insta Poll).
2. KFin is also the Registrar and Transfer Agent ("RTA") of the Company.
3. KFin had provided a system for recording the votes of the Unsecured Creditors electronically through remote e-voting as well as at the meeting on the item of the business sought to be transacted at the meeting of the Unsecured Creditors the Company, which was held on Saturday, 30th October, 2021 at 3.00 P.M.
4. KFin had set up remote e-voting facility at <https://evoting.kfintech.com>. The Company had uploaded Notice of the meeting, inter-alia, containing the item of the business to be transacted at the meeting on the website of the Company and also its Service Provider and also on the websites of Stock Exchanges viz BSE Limited and National Stock Exchange of India Limited to facilitate their Unsecured Creditors to cast their vote through remote e-voting.
5. The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules made there under and SEBI Listing Regulations relating to the voting done through the remote e-voting and e-voting at the Meeting (Insta Poll) on the resolution contained in the Notice of the Meeting.
6. My responsibility as a Scrutinizer for the voting process [through remote e-voting and e-voting at the Meeting (Insta Poll)], was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in Favour or Against the resolution stated in the Notice, based on the reports generated from the e-voting system provided by KFin.



7. The Company completed the dispatch of the Notice of the meeting by electronic mode to those Unsecured Creditors whose email IDs are registered with the Company by 29th September, 2021 and has also published in "Business Standard", English Daily, Hyderabad Edition on Thursday, 30th September, 2021 and translation thereof in Telugu Edition in "Nava Telangana", Hyderabad on Thursday, 30th September, 2021 respectively.
8. The Cut-off date was Tuesday, 31st August, 2021 for the purpose of deciding the Unsecured Creditors entitled to vote through remote e-voting and e-voting at the Meeting (Insta Poll) on the resolution seeking their approval.
9. The remote e-voting period had commenced at 9:00 A.M. (IST) on Wednesday, 27th October, 2021 and has closed at 5:00 P.M. (IST) on Friday, 29th October, 2021.
10. The e-voting module was disabled and blocked by KFin for voting on 29th October, 2021 at 5:00 P. M.
11. At the meeting of the Unsecured Creditors of the Company held through VC/OAVM, on Saturday, 30th October, 2021, after considering the item of business, the facility to vote electronically through Insta Poll was provided to facilitate those Unsecured Creditors who are attending the meeting through VC/OAVM but could not exercise their vote through remote e-voting, to cast their votes electronically. On 30th October, 2021, after tabulating the votes cast electronically by the system provided by KFin, the votes cast through remote e-voting facility was duly unblocked by me as a Scrutinizer in the presence of Mr. Vishal Kumar Jethwa and Mr. Rahul Gour who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20. After the voting by electronic means the votes cast through remote e-voting process was tabulated for the purpose of considering the total votes cast by the Unsecured Creditors through both ways.

Thereafter, I as a Scrutinizer duly compiled details of the remote e-voting carried out by the Unsecured Creditors and the e-voting done at the meeting (Insta Poll)

12. The results of the voting seeking approval of the Unsecured Creditors of the Company to the Scheme is as under:



Resolution:

Scheme of Amalgamation of Liberty Pesticides and Fertilizers Limited ("Transferor Company-1") and Coromandel SQM (India) Private Limited ("Transferor Company-2") into and with Coromandel International Limited (Transferee Company and their Respective Shareholders.

Report on result of voting through remote e-voting and e-voting at the Meeting (Insta Poll) by the Unsecured Creditors:

(a) Votes in favour of the Resolution:

Manner of Voting	Number of Unsecured Creditors voted	No. of votes cast by Unsecured Creditors
Remote e-voting	53	27,16,10,638
e-voting at the meeting (Insta Poll)	3	1,31,181
Total	56	27,17,41,819
% of the total number of votes in favour		100

(b) Votes against the Resolution:

Manner of Voting	Number of Unsecured Creditors voted	No. of votes cast by Unsecured Creditors
Remote e-voting	0	0
e-voting at the meeting (Insta Poll)	0	0
Total	0	0
% of the total number of votes against		0



(c) Invalid Votes:

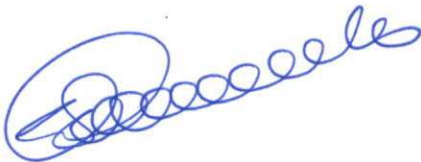
Manner of Voting	Number of Unsecured Creditors voted	No. of votes cast by Unsecured Creditors
Remote e-voting	0	0
e-voting at the meeting (Insta Poll)	0	0
Total	0	0

All the above details are attached hereto as Annexure -A to this report

13. All relevant records of the voting conducted through remote e-voting and e-voting at the meeting (Insta Poll) are handed over to the Company Secretary of the Company for record and safe keeping.

You may accordingly declare the results of the Electronic Voting conducted in the meeting & voting done by the Unsecured Creditors through remote e-voting

Thanking you,
Yours Faithfully



Devaki Vasudeva Rao
Scrutinizer
Practicing Company Secretary
FCS # F8888 | COP # 12123
UDIN: F008888C001350492

Place: Hyderabad
Date: 02/11/2021