



6<sup>th</sup> October 2014

National Stock Exchange of India Ltd.  
Exchange Plaza, 5<sup>th</sup> Floor  
Plot no.C/1, G Block  
Bandra-Kurla Complex, Bandra (E)  
Mumbai – 400 051.

**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](mailto:info@radico.co.in), website : [www.radicokhaitan.com](http://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**

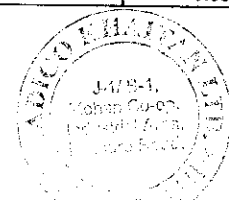
| PROMOTER/PUBLIC              | No. of Shares Held (1) | No. of Votes Polled (2) | % of votes polled on outstanding shares (3)=[(2)/(1)*100 | No. of Votes in favour (4) | No. of Votes against (5) | % of votes in favour on votes polled (6)=[(4)/(2)]*100 | % of votes against on votes polled (7)=[(5)/(2)]*100 |
|------------------------------|------------------------|-------------------------|----------------------------------------------------------|----------------------------|--------------------------|--------------------------------------------------------|------------------------------------------------------|
| 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. Shailja 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>                                         |

