



Ref: SEC/SE/2026-27

Date: May 04, 2026

To,
Corporate Relations Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001

Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, G Block, Bandra Kurla Complex
Bandra (E), Mumbai - 400051

BSE Scrip Code: 500096

NSE Scrip Symbol: DABUR

Sub: Voting results and report of Scrutinizer on the National Company Law Tribunal, New Delhi Bench ("NCLT"), convened meeting of the unsecured creditors of Dabur India Limited ("Company") held on May 02, 2026

Ref.: Disclosure under Regulation 44 of the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("SEBI Listing Regulations")

Dear Sir/ Madam,

This is in furtherance to our intimations dated May 02, 2026, April 01, 2026, March 31, 2026, March 30, 2026, March 13, 2026, December 05, 2025 and May 26, 2025 regarding the proposed Scheme of Amalgamation between Sesa Care Private Limited ("Transferor Company") and Dabur India Limited ("Company" or "Transferee Company") and their respective shareholders and creditors under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ("Act") read with rules made thereunder ("Scheme").

We are pleased to inform that the meeting of the unsecured creditors of the Company was held on May 02, 2026, at 01:00 P.M. (IST) through video conferencing ("VC")/ other audio-visual means ("OAVM"), pursuant to the directions of Hon'ble NCLT ("Meeting"), vide its order dated March 12, 2026 ("Order").

In terms of the provisions of the Companies Act, 2013 and rules made thereunder and provisions of the SEBI Listing Regulations, the Company had provided remote e-voting and e-voting facility at the Meeting ("E-Voting"). The Hon'ble NCLT had appointed Mr. Pratish Sinha (Advocate) as the Scrutinizer to scrutinize the E-Voting process.

The report of Scrutinizer dated May 04, 2026, including the details of the Voting results is enclosed.

You are requested to take the same on your records.

Thanking you,

Yours faithfully,
For **Dabur India Limited**


(Ashok Kumar Jain)
Group Company Secretary and Chief Compliance officer

Encl.: As above

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PRATISH SINHA
ADVOCATE



SCRUTINIZER'S REPORT

Pursuant to Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("Management Rules"), Regulation 44 of the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with amendments made thereto and order passed by the Hon'ble National Company Law Tribunal, New Delhi Bench

To,

Dr. Shashank Saksena

Chairperson appointed by the Hon'ble National Company Law Tribunal, New Delhi Bench ("Tribunal"), for the meeting of the unsecured creditors of Dabur India Limited pursuant to order dated March 12, 2026, in Company Application No. (CAA)-1/(ND)/2026 (hereinafter referred to as the "Order").

Sub: Consolidated Scrutinizer's report on the remote e-voting and e-voting during the meeting of the unsecured creditors of Dabur India Limited held on Saturday, May 02, 2026, at 01:00 P.M. (IST) through video conferencing/ other audio-visual means ("VC"/ "OAVM") pursuant to the Hon'ble Tribunal Order.

Dear Sir,

I, **Pratish Sinha**, Advocate, have been appointed by the Hon'ble Tribunal vide its Order as Scrutinizer for the purpose of scrutinizing the remote e-voting process (prior to the meeting) and e-voting during the meeting of the unsecured creditors of Dabur India Limited ("Company" or "Transferee Company"), held on Saturday, May 02, 2026, at 01:00 P.M. (IST) through VC/OAVM ("Meeting"), in connection with the Scheme of Amalgamation between Sesa Care Private Limited ("Transferor Company") and the Company and their respective shareholders and creditors ("Scheme"), under Sections 230 to 232 and other

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applicable provisions of the Act, for the notice convening the said Meeting, submit my report as under:

1. That as directed by the Hon'ble Tribunal, the meeting commenced at 01:00 P.M., and due to the want of requisite quorum, the meeting was adjourned for 30 minutes and thereafter, the meeting resumed at 01:35 P.M. and the requisite quorum was met. The meeting was then called to order.
2. As per directions issued by the Hon'ble Tribunal in the aforesaid Order and in compliance with Section 108 of the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and Management Rules made thereunder, and also read with General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 05, 2020 and subsequent circulars issued in this regard, the latest one being General Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs, (collectively referred to as the "MCA Circulars"), as per Regulation 44 of the SEBI Listing Regulations and the directions issued by Hon'ble Tribunal vide its Order the Meeting was convened through VC/OAVM, without the physical presence of the unsecured creditors, at 8/3 Asaf Ali Road, New Delhi, Delhi - 110002, India, which is the deemed venue for the Meeting.
3. The notice dated March 27, 2026 along with the explanatory statement under Section 230(3) read with Section 102 and other applicable provisions of the Act and Rule 6 of Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 along with copy of the Scheme and the documents (annexures as stated in the index of the notice) were sent through electronic mode to all the unsecured creditors as on Sunday, November 30, 2025 under Section 230(3) read with Section 102 and other applicable provisions of the Act.
4. The notice of the Meeting, along with all annexures were also made available on the website of the Company www.dabur.com, on the website of the stock exchanges, i.e., BSE Limited ("BSE") at www.bseindia.com, National Stock Exchange of India Limited ("NSE") at www.nseindia.com ("collectively referred to as the "Stock Exchanges") and

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on the website of National Securities Depository Limited (“NSDL”) at www.evoting.nsdl.com, being the agency appointed by the Company to provide e-voting and other facilities for the Meeting.

5. As directed by the Hon’ble Tribunal vide its Order the Company has published a notice by way of advertisement intimating, the convening and holding of the meetings of equity shareholders and unsecured creditors of the Company, in the Business Standard National Edition (English) on March 31, 2026 and the Jansatta, Delhi Edition on March 31, 2026 and April 01, 2026. The same was also submitted with Stock Exchanges on March 31, 2026 and April 01, 2026 and made available on the website of the Company www.dabur.com.
6. The unsecured creditors of the Company whose name appears in the list of unsecured creditors as on Sunday, November 30, 2025 were entitled to attend and to vote on the resolution stated in the notice of the Meeting.
7. The remote e-voting commenced on Tuesday, April 28, 2026, at 09:00 A.M. (IST) and was closed for voting on Friday, May 1, 2026, at 05:00 P.M. (IST). The remote e-voting module was disabled by NSDL for voting thereafter.
8. The Company had also provided e-voting facility to the unsecured creditors present at the Meeting and who did not cast their vote through remote e-voting, during the Meeting from the time of commencement of Meeting till 30 minutes after the conclusion of the Meeting i.e. 01:43 P.M. to 02:13 P.M. After the e-voting period, the Meeting was closed.
9. The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules framed there under and the SEBI Listing Regulations as applicable relating to voting through remote e-voting, and e-voting during the Meeting on the resolution contained in the notice of the Meeting.
10. My responsibility as a Scrutinizer was to ensure that the voting process is conducted in a fair and transparent manner and to prepare a Consolidated Scrutinizer's report on the votes cast “in favour” or “against” the resolution and "invalid" votes cast by the unsecured creditors.

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11. After the closure of the e-voting facility, the votes cast by the unsecured creditors were unblocked by me on the e-voting platform of NSDL.

The copy of the report generated from NSDL e-voting system is annexed herewith and marked as **Annexure - 1**.

12. I have scrutinized and reviewed the remote e-voting and e-voting during the Meeting based on the data downloaded from the NSDL e-voting system and the same was also reconciled with the records maintained by the Company.

13. Copy of the attendance of the unsecured creditors of the Company extracted from the website of NSDL is enclosed as **Annexure - 2**.

14. The resolution placed before the unsecured creditors and consolidated result of the remote e-voting and e-voting during the Meeting seeking approval of the unsecured creditors of the Company on the resolution, is given below:

***“RESOLVED THAT** pursuant to the provisions of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), applicable circulars and notifications issued by the Ministry of Corporate Affairs (“MCA”), the rules, circulars and notifications made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Section 2(1B) of the Income-tax Act, 1961, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Securities and Exchange Board of India Master Circular No. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023, subject to: (a) the provisions of the Memorandum of Association and Articles of Association of Dabur India Limited (“Company”); (b) the approval of Hon’ble National Company Law Tribunal, New Delhi Bench (“Tribunal”); (c) such other approvals, permissions and*

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sanctions of regulatory and other authorities, as may be necessary; and (d) such conditions and modifications as may be deemed appropriate by the parties to the Scheme, at any time and for any reason whatsoever, or which may otherwise be considered necessary, desirable or as may be prescribed or imposed by the Tribunal or by any regulatory or other authorities, while granting such approvals, permissions and sanctions, which may be agreed to by the Board of Directors of the Company ("Board") which term shall be deemed to mean and include one or more committee(s) constituted/ to be constituted by the Board or any other person authorized by it to exercise its powers including the powers conferred by this resolution, the arrangement embodied in the Scheme of Amalgamation between Sesa Care Private Limited and the Company and their respective shareholders and creditors ("Scheme"), be and is hereby approved.

RESOLVED FURTHER THAT *Mr. Mohit Burman, Mr. Saket Burman, Mr. Amit Burman, Mr. Aditya Burman, Mr. P. D. Narang and Mr. Mohit Malhotra, Directors, Mr. Ankush Jain, Chief Financial Officer, Mr. Ashok Kumar Jain, EVP (Finance), Group Company Secretary & Chief Compliance Officer and Mr. Saket Gupta, Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the amalgamation embodied in the Scheme and to make any modifications or amendments to the Scheme at any time and for any reason whatsoever, and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the Tribunal or its appellate authority(ies) while sanctioning the amalgamation embodied in the Scheme or by any authorities under law, or as may be required for the purpose of resolving any questions or doubts or difficulties that may arise including passing of such accounting entries and/or making such adjustments in the books of accounts as considered necessary in giving effect to the Scheme or in regard to and of the meaning or interpretation of the Scheme or implementation thereof or in any matter whatsoever connected therewith, or to review the position relating to the satisfaction of various conditions of the Scheme and if necessary, to waive any of those, and to do all acts, deeds and things as may be necessary, desirable or expedient for carrying the*

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Scheme into effect or to approve withdrawal (and where applicable, re-filing) of the Scheme at any stage for any reason including in case any changes and/or modifications are suggested/required to be made in the Scheme or any condition suggested, required or imposed, whether by any shareholder, creditor, Securities Exchange Board of India, the Tribunal, and/or any other authority, which are in the Board's view not acceptable to the Company, and/or if the Scheme cannot be implemented otherwise, and to do all such acts, deeds and things, as the Board may deem fit and proper.

RESOLVED FURTHER THAT *the Board may delegate all or any of its powers herein conferred to any director(s) and/or officer(s) of the Company, to give effect to this resolution, if required, as it may in its absolute discretion deem fit, necessary, or desirable, without any further approval from the unsecured creditors of the Company."*

I now submit my consolidated report on the result of the remote e-voting and e-voting during the Meeting in respect of the resolution as below:

Votes cast by all unsecured creditors

i. Voted in favour of the resolution:

Voting Facility	Number of unsecured creditors	Value of unsecured debt (INR)	% of value of unsecured debt present and voting
Remote e-voting	56	9,01,07,14,889	99.988
E-voting at the time of Meeting	01	10,64,910	0.012
Total	57	9,01,17,79,799	100.000

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ii. Voted against the resolution:

Voting Facility	Number of unsecured creditors	Value of unsecured debt (INR)	% of value of unsecured debt present and voting
Remote e-voting	0	0	0.000
E-voting at the time of Meeting	0	0	0.000
Total	0	0	0.000

iii. Invalid Votes: **NIL**

Based on the foregoing, the resolution as stated in the notice of Meeting is declared as passed unanimously by all the unsecured creditors, voting through remote e-voting and e-voting at the Meeting, have voted in favour of the proposed resolution.

15. All the registers, relevant records and other incidental papers related to remote e-voting prior to and during the Meeting were handed over to the Company Secretary of the Company for safe keeping.
16. This report has been prepared by the undersigned Scrutinizer in terms of the directions of the Hon'ble Tribunal. The same is being dispatched to only for the assistance of the Hon'ble Chairperson in terms of the directions issued by the Hon'ble Tribunal. This report is not to be used for any other purposes or to, *inter alia*, be distributed by the Company or any person, to any other parties except as may be required under applicable law.

PRATISH SINHA
ADVOCATE



Thanking You.
Yours faithfully,

Pratish Sinha

(Advocate)

(Scrutinizer appointed by the Hon'ble Tribunal)

PRATISH SINHA
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Enrol No.: UP 05969/18
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Date: 04. May.2026

Place: Gautam Buddha Nagar