

Ref: SEC/SE/2019-20/40

Date: August 30, 2019

Scrip Symbol: NSE- DABUR, BSE Scrip Code: 500096



To,

Corporate Relation Department  
BSE Ltd.  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai- 400001

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

**Sub: Summary of Proceedings of 44<sup>th</sup> Annual General Meeting ("AGM")**

Dear Sir(s),

The 44th AGM of Dabur India Limited (hereinafter "the Company") was held on Friday, 30th August, 2019 at 4.00 P.M. at the Air Force Auditorium, Subroto Park, New Delhi – 110010. In Compliance with provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 ("Listing Regulations"), the Company provided to its members the remote e-voting facility to exercise their right to vote in respect of the resolutions proposed at the AGM, convened vide notice dated July 19, 2019, through e-voting platform hosted by Karvy Fintech Pvt. Ltd (Karvy) from Tuesday, August 27, 2019 (9.00 A.M.) to Thursday, August 29, 2019 (5.00 P.M.). Members who could not cast their votes through remote e-voting but attended the AGM, were also provided with the opportunity to vote through poll at the said AGM.

Mr. Amit Burman, Chairman of the Company, chaired the meeting. The requisite quorum was present. The chairman addressed the members. Upon request of the shareholders present, the notice of AGM was taken as read. It was further informed that the Company had provided facility, to its members, of one-way live webcast of the proceedings of the meeting.

Mr. Mohit Malhotra, CEO of the Company, made a presentation on performance of the Company including its growth strategy. Thereafter, shareholders raised questions, gave suggestions etc. on financials and performance of the Company. The management replied to the same.

Thereafter following items of business, as set out in the notice convening the 44<sup>th</sup> AGM were commended for the member's consideration and approval:

S.No.	Particulars	Type of Resolution
<b>Ordinary Business</b>		
1	Adoption of the Audited Standalone Financial Statements for the Financial Year ended on March 31, 2019, reports of Board of Directors and Auditors thereon.	Ordinary
2	Adoption of the Audited Consolidated Financial Statements for the Financial Year ended on March 31, 2019 and report of Auditors thereon.	Ordinary
3	Confirmation of interim dividend already paid and declaration of final on equity shares for the Financial Year ended on March 31, 2019.	Ordinary
4	Re-appointment of Mr. Amit Burman (DIN 00042050), as a director who retires by rotation.	Ordinary
5	Re-appointment of Mr. Mohit Burman (DIN: 00021963) as a director who retires by rotation.	Ordinary
<b>Special Business</b>		
6	Approval and ratification of remuneration payable to M/s Ramanath Iyer & Co, Cost Accountant, for the financial year 2019-20.	Ordinary





7	Appointment of Mr. Mohit Malhotra (DIN: 08346826) as a Director and also as a Whole Time Director of the Company, designated as CEO, for 5 years w.e.f. January 31, 2019, subject to approval of statutory authorities and approval of remuneration and other terms and condition of his appointment	Ordinary
8	Appointment of Mr. Ajit Mohan Sharan (DIN: 02458844) as an Independent Director of the Company for a term of 5 (five) consecutive years w.e.f. January 31, 2019.	Ordinary
9	Appointment of Mr. Aditya Burman (DIN: 00042277) as a Director of the Company w.e.f. July 19, 2019	Ordinary
10	Re-appointment of Mrs. Falguni Sanjay Nayar (DIN: 00003633) as an Independent Director of the Company for a second term of 5 (five) consecutive years w.e.f. July 28, 2019	Special
11	Re-appointment of Mr. P N Vijay (DIN: 00049992) as an Independent Director of the Company for a second term of 5 (five) consecutive years w.e.f. July 22, 2019	Special
12	Re-appointment of Dr. S Narayan (DIN: 00094081), aged 76 years, as an Independent Director of the Company for a second term of 5 (five) consecutive years w.e.f. July 22, 2019, including his appointment for being more than 75 years of age	Special
13	Re-appointment of Mr. R C Bhargava (DIN: 00007620), aged 84 years, as an Independent Director of the Company for a second term of 5 (five) consecutive years w.e.f. July 22, 2019, including his appointment for being more than 75 years of age	Special
14	Re-appointment of Dr. Ajay Dua (DIN: 02318948) aged 72 years, as an Independent Director of the Company for a second term of 5 (five) consecutive years w.e.f. July 22, 2019, including his continuation in office upon attaining the age of 75 years in July, 2022	Special
15	Re-appointment of Mr. Sanjay Kumar Bhattacharyya (DIN: 01924770) as an Independent Director of the Company for a second term of 5 (five) consecutive years w.e.f. July 22, 2019	Special
16	Approval for payment of Remuneration including profit related commission, by whatever name called, to Non-executive Independent Directors for a period of 5 years, commencing from April 1, 2019 upto one percent of the Net Profits of the Company in any Financial Year in terms of Section 197 of the Act	Ordinary

Mr. A K Jain, EVP (Finance) & Company Secretary of the Company informed that Mr. Navneet K Arora, Company Secretary in Whole Time Practice (Certificate of Practice No. 3005) and Managing Partner of M/s Navneet K Arora & Co LLP was appointed as Scrutinizer to scrutinize the remote e-voting process & Voting through Poll at the AGM.





The results declared along with the consolidated Scrutinizer's Report shall be placed on the website of the Company and Karvy Fintech Private Limited (Agency). The results shall simultaneously be communicated to the stock exchanges.

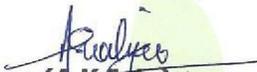
You are requested to take the same as compliance under Regulation 30 of the Listing Regulations. Voting results, in the format prescribed pursuant to Regulation 44(3) of the Listing Regulations, shall be submitted in due course.

This is for your information and records.

Thanking You,

Yours faithfully,

For **Dabur India Limited**

  
(A.K. Jain)

**EVP (Finance) and Company Secretary**