

22nd June, 2023

BSE Limited
Department of Corporate Services
1st Floor, Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001
Scrip Code: 500575

National Stock Exchange of India Limited
Listing Department
Exchange Plaza
Bandra-Kurla Complex, Bandra (East)
Mumbai 400 051
NSE Symbol: VOLTAS

Dear Sir,

Sub: Disclosure of Voting Results of 69th Annual General Meeting
held on 22nd June, 2023

This is to inform that at the 69th Annual General Meeting (AGM) of the Company held on 22nd June, 2023 at 3.00 p.m. through two-way Video Conferencing, all items of business as contained in the Notice of the AGM dated 26th April, 2023 were transacted and approved by the shareholders with requisite majority.

2. The details of consolidated voting results (i.e. results of remote e-voting together with e-voting at AGM) in the format prescribed under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the Scrutinizer's Report are enclosed for your information and record.

Thanking you,

Yours faithfully,
VOLTAS LIMITED

V. P. Malhotra
Head- Taxation, Legal
& Company Secretary

Enc.

VOLTAS LIMITED

Corporate Management Office

Registered Office Voltas House 'A' Dr Babasaheb Ambedkar Road Chinchpokli Mumbai 400 033 India
Tel 91 22 66656251 66656258 Fax 91 22 66656311 e-mail vpmalhotra@voltas.com website www.voltas.com

Corporate Identity Number L29308MH1954PLC009371

A **TATA** Enterprise



69th Annual General Meeting Voting Results

Date of Annual General Meeting	22 nd June, 2023
Total Number of shareholders on Record date (i.e. 15 th June, 2023, cut-off date for voting purpose)	2,89,096
Number shareholders present in the Meeting either in person or through proxy: - Promoter and Promoter Group - Public	The Meeting was held through Video Conferencing
Number of shareholders attended the Meeting through Video Conferencing - Promoters and Promoter Group - Public	2 93

VOLTAS LIMITED

V. P. Malhotra
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Tel 91 22 66656251 66656258 Fax 91 22 66656311 e-mail vpmalhotra@voltas.com website www.voltas.com

Corporate Identity Number L29308MH1954PLC009371

A **TATA** Enterprise

Voltas Limited								
Resolution Required : (Ordinary)			1 - To receive, consider and adopt the Audited Stand-alone Financial Statements of the Company for the financial year ended 31st March, 2023 together with the Reports of the Board of Directors and the Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	100253480	100253480	100.0000	100253480	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		100253480	100.0000	100253480	0	100.0000	0.0000
Public Institutions	E-Voting	178094661	162896649	91.4663	162896649	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		162896649	91.4663	162896649	0	100.0000	0.0000
Public Non Institutions	E-Voting	52536599	144333	0.2747	143901	432	99.7007	0.2993
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		144333	0.2747	143901	432	99.7007	0.2993
Total		330884740	263294462	79.5729	263294030	432	99.9998	0.0002

VOLTAS LIMITED

V. P. Malhotra
Head - Taxation, Legal
& Company Secretary

Voltas Limited								
Resolution Required : (Ordinary)			2 - To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2023 together with the Report of the Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	100253480	100253480	100.0000	100253480	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		100253480	100.0000	100253480	0	100.0000	0.0000
Public Institutions	E-Voting	178094661	162896649	91.4663	162896649	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		162896649	91.4663	162896649	0	100.0000	0.0000
Public Non Institutions	E-Voting	52536599	142333	0.2709	141901	432	99.6965	0.3035
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		142333	0.2709	141901	432	99.6965	0.3035
Total		330884740	263292462	79.5723	263292030	432	99.9998	0.0002

VOLTAS LIMITED

V. P. Malhotra
Head - Taxation, Legal
& Company Secretary

Voltas Limited								
Resolution Required : (Ordinary)			3 - To declare a dividend on Equity Shares for the financial year ended 31st March, 2023.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	100253480	100253480	100.0000	100253480	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		100253480	100.0000	100253480	0	100.0000	0.0000
Public Institutions	E-Voting	178094661	162896649	91.4663	162873918	22731	99.9860	0.0140
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		162896649	91.4663	162873918	22731	99.9860	0.0140
Public Non Institutions	E-Voting	52536599	142333	0.2709	141731	602	99.5770	0.4230
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		142333	0.2709	141731	602	99.5770	0.4230
Total		330884740	263292462	79.5723	263269129	23333	99.9911	0.0089

VOLTAS LIMITED

V. P. Malhotra
Head - Taxation, Legal
& Company Secretary

Voltas Limited								
Resolution Required : (Ordinary)			4 - To appoint a Director in place of Mr. Noel Tata (DIN: 00024713), who retires by rotation and, being eligible, offers himself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	100253480	100253480	100.0000	100253480	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		100253480	100.0000	100253480	0	100.0000	0.0000
Public Institutions	E-Voting	178094661	162896649	91.4663	153466911	9429738	94.2112	5.7888
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		162896649	91.4663	153466911	9429738	94.2112	5.7888
Public Non Institutions	E-Voting	52536599	142333	0.2709	141800	533	99.6255	0.3745
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		142333	0.2709	141800	533	99.6255	0.3745
Total		330884740	263292462	79.5723	253862191	9430271	96.4183	3.5817

VOLTAS LIMITED

V. P. Malhotra
Head - Taxation, Legal
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Voltas Limited								
Resolution Required : (Ordinary)			5 - To appoint a Director in place of Mr. Saurabh Agrawal (DIN: 02144558), who retires by rotation and, being eligible, offers himself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	100253480	100253480	100.0000	100253480	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		100253480	100.0000	100253480	0	100.0000	0.0000
Public Institutions	E-Voting	178094661	162896649	91.4663	110081951	52814698	67.5778	32.4222
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		162896649	91.4663	110081951	52814698	67.5778	32.4222
Public Non Institutions	E-Voting	52536599	142235	0.2707	141023	1212	99.1479	0.8521
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		142235	0.2707	141023	1212	99.1479	0.8521
Total		330884740	263292364	79.5722	210476454	52815910	79.9402	20.0598

VOLTAS LIMITED

V. P. Malhotra
Head - Taxation, Legal
& Company Secretary

Voltas Limited								
Resolution Required : (Ordinary)			6 - Ratification of Cost Auditor's Remuneration for the financial year ended 31st March, 2024.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	100253480	100253480	100.0000	100253480	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		100253480	100.0000	100253480	0	100.0000	0.0000
Public Institutions	E-Voting	178094661	162896649	91.4663	162896649	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		162896649	91.4663	162896649	0	100.0000	0.0000
Public Non Institutions	E-Voting	52536599	142065	0.2704	140969	1096	99.2285	0.7715
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		142065	0.2704	140969	1096	99.2285	0.7715
Total		330884740	263292194	79.5722	263291098	1096	99.9996	0.0004

VOLTAS LIMITED

V. P. Malhotra
Head - Taxation, Legal
& Company Secretary



SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with amendments made thereto]

To,
Mr. Noel N. Tata
Chairman
Voltas Limited
Voltas House 'A',
Dr. Babasaheb Ambedkar Road,
Chinchpokli, Mumbai - 400 033

Dear Sir,

1. I, **Bhaskar Upadhyay** (Membership No. FCS 8663/ C.P No. 9625) Partner of M/s. N. L. Bhatia & Associates, firm of Practicing Company Secretaries, have been appointed as Scrutinizer, by the Board of Directors of Voltas Limited for the purpose of scrutinizing the remote e-voting and e-voting during 69th Annual General Meeting (AGM) and ascertaining the requisite majority on the remote e-voting as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the Resolutions contained in the Notice of the 69th AGM of the Shareholders of the Company, held on Thursday, June 22, 2023 at 3.00 p.m. (IST) through Video Conferencing /Other Audio Visual Means.
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, Rules made thereunder and General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 21/2021, 02/2022 and 10/2022 dated April 8, 2020, April 13 2020, May 5, 2020 January 13, 2021, December 14, 2021, May 5, 2022 and December 28, 2022, respectively, issued by the Ministry of Corporate Affairs (MCA) (hereinafter referred to as 'MCA Circulars') relating to remote e-voting and e-voting during the AGM on the Resolutions contained in the AGM Notice. My responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a consolidated Scrutinizer's Report on the voting on the Resolutions based on the reports



generated from the electronic voting system provided by the National Securities Depository Limited (NSDL), the agency appointed to provide remote e-voting facilities and voting at the AGM conducted by the same e-voting system of NSDL which was used during remote e-voting.

3. Further to the above, I submit my report as under:

- 3.1. Pursuant to the aforesaid MCA Circulars and SEBI Circular dated January 5, 2023, the Notice of the 69th AGM and Annual Report was sent through electronic mode only, to all those Members whose email addresses were registered with the Company/their respective Depository Participants and a physical copy to the Members who have requested for the same. Notice of the AGM contained the detailed procedure to be followed by the Members while casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and MCA Circulars.
- 3.2. In compliance with MCA Circulars, the Company has published Public Notice advertisement in newspapers on May 12, 2023 in Business Standard in English language and 'Sakaal' Mumbai in Marathi language. The Public Notice provided all the required information as specified in the said MCA Circulars. The Company also published an advertisement in the same newspapers on May 30, 2023 in compliance with the Companies (Management and Administration) Rules, 2014.
- 3.3. The Members of the Company as on the 'Cut-off' date i.e. Thursday, June 15, 2023 were entitled to vote on the Resolutions (item nos. 1 to 6) as set out in the Notice of the 69th AGM.
- 3.4. The remote e-voting commenced on Monday, June 19, 2023 (9.00 a.m.) (IST) and ended on Wednesday, June 21, 2023 (5.00 p.m.) (IST). The NSDL remote e-voting platform was disabled thereafter and then reopened during the AGM and kept open for 15 minutes after the AGM.
- 3.5. At the 69th AGM held on Thursday, June 22, 2023, an announcement was made that the Members who have not exercised their votes through remote e-voting facility provided by NSDL may, if they wish to, exercise their votes through e-voting system which was provided by NSDL during the AGM.
- 3.6. After the closure of e-voting at the AGM, the votes cast under e-voting facility were unblocked. I have scrutinized and reviewed the remote e-voting and voting during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.
- 3.7. My consolidated report on the results of voting through remote e-voting and e-voting during the AGM is as under:



ORDINARY BUSINESS:**Item No. 1 - As an Ordinary Resolution: -**

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2023 together with the Report of the Board of Directors and the Auditors thereon.

No of Votes cast	No of Votes in Favour	No of Votes Against	% of Votes		No of Votes Abstained /Invalid
			Favour	Against	
26,32,94,462	26,32,94,030	432	100*	0	2,96,170

*rounded off to nearest number.

Item No. 2: - As an Ordinary Resolution: -

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2023 together with the Report of the Auditors thereon.

No of Votes cast	No of Votes in Favour	No of Votes Against	% of Votes		No of Votes Abstained /Invalid
			Favour	Against	
26,32,92,462	26,32,92,030	432	100	0	2,96,170

*rounded off to nearest number.

Item No. 3: - As an Ordinary Resolution: -

To declare a dividend on Equity Shares for the financial year ended 31st March, 2023.

No of Votes cast	No of Votes in Favour	No of Votes Against	% of Votes		No of Votes Abstained /Invalid
			Favour	Against	
26,32,92,462	26,32,69,129	23,333	99.9911	0.0089	2,96,170



Item No. 4: - As an Ordinary Resolution: -

To appoint a Director in place of Mr. Noel Tata (DIN: 00024713), who retires by rotation and being eligible, offers himself for re-appointment.

No of Votes cast	No of Votes in Favour	No of Votes Against	% of Votes		No of Votes Abstained /Invalid
			Favour	Against	
26,32,92,462	25,38,62,191	94,30,271	96.4183	3.5817	2,96,170

Item No. 5: - As an Ordinary Resolution: -

To appoint a Director in place of Mr. Saurabh Agrawal (DIN: 02144558), who retires by rotation and being eligible, offers himself for re-appointment.

No of Votes cast	No of Votes in Favour	No of Votes Against	% of Votes		No of Votes Abstained /Invalid
			Favour	Against	
26,32,92,364	21,04,76,454	5,28,15,910	79.9402	20.0598	18,45,461

SPECIAL BUSINESS:**Item No. 6: - As an Ordinary Resolution: -**

Ratification of Cost Auditor's Remuneration for the financial year ending 31st March, 2024.

No of Votes cast	No of Votes in Favour	No of Votes Against	% of Votes		No of Votes Abstained /Invalid
			Favour	Against	
26,32,92,194	26,32,91,098	1096	100*	0	2,96,170

*rounded off to nearest number.



Based on the above Voting results, the Resolution Nos. 1 to 6 are deemed to have been passed with the requisite majority on the date of the AGM, i.e., June 22, 2023.

Thanking you,



Yours faithfully,
For N. L. Bhatia & Associates
Practicing Company Secretaries

UIN: P1996MH055800

PR No: 700/2020

Bhaskar Upadhyay

Partner

FCS: 8663

CP. No. 9625

Due to technical issues on the ICSI UDIN Portal, the UDIN could not be generated. UDIN will be generated subsequently.

Counter Signed:

Place: Mumbai

Date: June 22, 2023