

August 3, 2017

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
BSE Scrip Code: 531642

The National Stock Exchange of India Limited

'Exchange Plaza', C-1, Block G,
Bandra Kurla Complex, Bandra (East),
Mumbai - 400 051
NSE Scrip Symbol: MARICO

Dear Sir/Madam,

Sub: Intimation under Regulations 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the SEBI Regulations”)

In accordance with the applicable provisions of the Companies Act, 2013 read with the Rules framed thereunder and Regulation 44 of the SEBI Regulations, the Company had provided electronic voting facility (“remote e-voting”) and voting through Poll to its Members on all resolutions set out in the Notice of 29th Annual General Meeting of the Company (“29th AGM” or “the Meeting”). The Board had appointed Mr. Bhumitra V. Dholakia from Dholakia and Associates LLP, Practicing Company Secretaries, Mumbai, as the Scrutinizer to scrutinize the entire voting process. As per the Scrutinizer’s Report, all resolutions contained in the Notice of 29th AGM have been duly passed by the Members with requisite majority.

Further, the Members at the Meeting approved appointment of B S R & Co. LLP (Firm Registration No. 101248W/W-100022) as the Auditor of the Company to hold office from the conclusion of 29th AGM till the conclusion of 34th AGM, in place of the retiring Auditor and authorized the Board to fix their remuneration.

Pursuant to Regulations 30 and 44(3) of the SEBI Regulations, please find enclosed the following:

1. The consolidated voting results of the business transacted at 29th AGM in the prescribed format along with the Consolidated Report of the Scrutinizer on remote e-voting & voting through Poll at the Meeting and;
2. A brief profile of B S R & Co. LLP, the Auditor of the Company.

The aforementioned documents are being uploaded on the website of the Company at www.marico.com and on the website of NSDL www.evoting.nsdl.com.

Request you to take the above on record and oblige.

Thank you.

Yours faithfully,
For **Marico Limited**



Surender Sharma

**Head Legal – International Business &
Company Secretary**



Encl: As above.

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Marico Limited-Twenty Ninth Annual General Meeting

In accordance with Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details of voting in respect of the 29th Annual General Meeting ("AGM") of the Company are furnished below:

Date of AGM/Extra Ordinary General Meeting	Tuesday, August 1, 2017
Total number of shareholders as on record date (As on the cut-off date i.e. Tuesday, July 25, 2017)	61,776
No. of shareholders present in the meeting either in person or through proxy	72
a. Promoter & Promoter Group	a. In Person: 4 b. Through Authorised Representative: 5 c. Through Proxy: 0
b. Public	a. In Person: 62 b. Through Authorised Representative: 0 c. Through Proxy: 1
No. of shareholders attending the meeting through video conferencing	No such facility was arranged
a. Promoter and Promoter Group	
b. Public	



Resolution Required : (Ordinary)		1 - Adoption of audited financial statement including audited consolidated financial statement of the Company for the financial year ended March 31, 2017 together with the reports of the Board of Directors' and Auditor's 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	77,06,97,240	77,06,97,240	100.00	77,06,97,240.00	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		77,06,97,240	100.00	77,06,97,240.00	-	100.00	-
Public Institutions	E-Voting	43,03,39,946	30,94,88,079	71.92	30,94,88,079.00	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		30,94,88,079	71.92	30,94,88,079.00	-	100.00	-
Public Non Institutions	E-Voting	8,94,34,012	18,31,514	2.05	18,31,474.00	40.00	100.00	0.00
	Poll		21,588	0.02	21,588.00	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		18,53,102	2.07	18,53,062.00	40.00	100.00	0.00
Total		1,29,04,71,198	1,08,20,38,421	83.85	1,08,20,38,381.00	40.00	100.00	0.00



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2 - Confirmation of Interim Dividends declared during the financial year ended March 31, 2017.									
Resolution Required : (Ordinary)									
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	77,06,97,240.00	77,06,97,240.00	100.00	77,06,97,240.00	-	100.00	-	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-	-
	Total		77,06,97,240.00	100.00	77,06,97,240.00	-	100.00	-	-
Public Institutions	E-Voting	43,03,39,946.00	31,18,33,370.00	72.46	31,18,33,370.00	-	100.00	-	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-	-
	Total		43,03,39,946.00	72.46	31,18,33,370.00	-	100.00	-	-
Public Non Institutions	E-Voting	8,94,34,012.00	18,31,250.00	2.05	18,31,250.00	-	100.00	-	-
	Poll		20,588.00	0.02	20,588.00	-	100.00	-	-
	Postal Ballot		-	-	-	-	-	-	-
	Total		8,94,34,012.00	2.07	18,51,838.00	-	100.00	-	-
Total		1,29,04,71,198.00	84.03	1,08,43,82,448.00	-	100.00	-	-	



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3 - Re-appointment of Mr. Harsh Mariwala (DIN: 00210342) as a Director.

Resolution Required : (Ordinary)		YES						
Whether promoter/ promoter group are interested in the agenda/resolution?		YES						
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	77,06,97,240.00	77,06,97,240.00	100.00	77,06,97,240.00	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		77,06,97,240.00	100.00	77,06,97,240.00	-	100.00	-
Public Institutions	E-Voting	43,03,39,946.00	31,18,33,370.00	72.46	30,25,94,340.00	92,39,030.00	97.04	2.96
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		43,03,39,946.00	72.46	30,25,94,340.00	92,39,030.00	97.04	2.96
Public Non Institutions	E-Voting	8,94,34,012.00	18,31,589.00	2.05	18,30,867.00	722.00	99.96	0.04
	Poll		20,588.00	0.02	20,588.00	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		8,94,34,012.00	2.07	18,51,455.00	722.00	99.96	0.04
Total		1,29,04,71,198.00	1,08,43,82,787.00	84.03	1,07,51,43,035.00	92,39,752.00	99.15	0.85

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Resolution Required : (Ordinary)		4 - Appointment of B S R & Co. LLP, Chartered Accountants (Firm Registration no. 101248W/W-100022) as the Auditor of the Company in place of the retiring Auditor, M/s. Price Waterhouse, Chartered Accountants, to hold office for a term of five consecutive years from the conclusion of the 29th Annual General Meeting till the conclusion of the 34th Annual General Meeting of the Company.									
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	77,06,97,240.00	77,06,97,240.00	100.00	77,06,97,240.00	-	100.00	-			
	Poll		-	-	-	-	-	-			
	Postal Ballot		-	-	-	-	-	-			
	Total		77,06,97,240.00	100.00	77,06,97,240.00	-	100.00	100.00	-		
Public Institutions	E-Voting	43,03,39,946.00	31,18,01,570.00	72.45	30,86,33,142.00	31,68,428.00	98.98	1.02			
	Poll		-	-	-	-	-	-			
	Postal Ballot		-	-	-	-	-	-			
	Total		43,03,39,946.00	72.45	30,86,33,142.00	31,68,428.00	98.98	1.02			
Public Non Institutions	E-Voting	8,94,34,012.00	18,31,159.00	2.05	18,30,816.00	343.00	99.98	0.02			
	Poll		20,588.00	0.02	20,588.00	-	100.00	-			
	Postal Ballot		-	-	-	-	-	-			
	Total		8,94,34,012.00	2.07	18,51,404.00	343.00	99.98	0.02			
Total		1,29,04,71,198.00	1,08,43,50,557.00	84.03	1,08,11,81,786.00	31,68,771.00	99.71	0.29			

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Resolution Required : (Special)		5 - Ratification of the remuneration payable to M/s. Ashwin Solanki & Associates, Cost Accountants, Cost Registrars, (Firm Registration no. 100392) Cost Auditor of the Company for the financial year ending March 31, 2018.						
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	77,06,97,240.00	77,06,97,240.00	100.00	77,06,97,240.00	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		77,06,97,240.00	100.00	77,06,97,240.00	-	100.00	-
Public Institutions	E-Voting	43,03,39,946.00	31,18,33,370.00	72.46	31,18,33,370.00	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		43,03,39,946.00	72.46	31,18,33,370.00	-	100.00	-
Public Non Institutions	E-Voting	8,94,34,012.00	18,18,053.00	2.03	18,15,928.00	2,125.00	99.88	0.12
	Poll		20,588.00	0.02	20,588.00	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		8,94,34,012.00	2.06	18,36,516.00	2,125.00	99.88	0.12
Total		1,29,04,71,198.00	1,08,43,69,251.00	84.03	1,08,43,67,126.00	2,125.00	100.00	0.00



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Resolution Required : (Special)		6 - Appointment of Mr. Rishabh Mariwala (DIN: 03072284) as a Non-Executive Director of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?		YES						
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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	77,06,97,240.00	77,06,97,240.00	100.00	77,06,97,240.00	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		77,06,97,240.00	100.00	77,06,97,240.00	-	100.00	-
Public Institutions	E-Voting	43,03,39,946.00	31,18,16,194.00	72.46	30,26,44,403.00	91,71,791.00	97.06	2.94
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		43,03,39,946.00	72.46	30,26,44,403.00	91,71,791.00	97.06	2.94
Public Non Institutions	E-Voting	8,94,34,012.00	18,30,624.00	2.05	18,27,379.00	3,245.00	99.82	0.18
	Poll		20,588.00	0.02	20,588.00	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		8,94,34,012.00	2.07	18,47,967.00	3,245.00	99.82	0.18
Total		1,29,04,71,198.00	1,08,43,64,646.00	84.03	1,07,51,89,610.00	91,75,036.00	99.15	0.85



Resolution Required : (Special)		7 - Appointment of Mr. Ananth Narayanan (DIN: 07527676) as an Independent Director of the Company.							
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]= $\frac{[2]}{[1]}*100$	[4]	[5]	[6]= $\frac{[4]}{[2]}*100$	[7]= $\frac{[5]}{[2]}*100$	
Promoter and Promoter Group	E-Voting	77,06,97,240.00	77,06,97,240.00	100.00	77,06,97,240.00	-	100.00	-	
	Poll		-	-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	-	
	Total		77,06,97,240.00	100.00	77,06,97,240.00	-	100.00	-	
Public Institutions	E-Voting	43,03,39,946.00	31,18,33,370.00	72.46	31,18,25,456.00	7,914.00	100.00	0.00	
	Poll		-	-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	-	
	Total		31,18,33,370.00	72.46	31,18,25,456.00	7,914.00	100.00	0.00	
Public Non Institutions	E-Voting	8,94,34,012.00	18,31,295.00	2.05	18,17,584.00	13,711.00	99.25	0.75	
	Poll		20,588.00	0.02	20,588.00	-	100.00	-	
	Postal Ballot		-	-	-	-	-	-	
	Total		18,51,883.00	2.07	18,38,172.00	13,711.00	99.26	0.74	
Total		1,29,04,71,198.00	1,08,43,82,493.00	84.03	1,08,43,60,868.00	21,625.00	100.00	0.00	

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Combined Report of Scrutinizer for Remote e-Voting and Poll

To,

Mr. Harsh Mariwala

The Chairperson of 29th Annual General Meeting of Marico Limited

Held on Tuesday, 1st August, 2017 at 4.30 p.m. at the Indian Education Society ("IES"), Manik Sabhagriha, Vishwakarma, M. D. Lotlikar Vidya Sankul, Opp. Lilavati Hospital, Bandra Reclamation, Bandra (West), Mumbai 400 050.

Dear Sir,

I, **CS Bhumitra V. Dholakia, Designated Partner of Dholakia & Associates LLP, Company Secretaries** was appointed as a Scrutinizer by the Board of Directors of **Marico Limited ("the Company")** pursuant to Sections 108 and 109 of the Companies Act, 2013 read with Rules made thereunder to scrutinize the electronic voting (Remote e-Voting) and the Poll Process for the resolutions contained in the Notice of 29th Annual General Meeting ("the Meeting") of the Company, submit my combined report as under:

1. The Management of the Company is responsible for the compliance of Sections 108 & 109 of the Companies Act, 2013 read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 and my responsibility is only to the extent of making a Scrutinizer's Report for ascertaining the votes cast in favour or against for respective Resolution.
2. After the time fixed for the poll by the Chairperson, 1 (One) empty ballot box kept for polling was locked in my presence and members who were present.
3. The locked ballot box was subsequently opened in my presence and in the presence of Mr. Mahesh Yadav and Ms. P. Evelin Suba Latha who are not in the employment of the Company. **(Declaration attached)** The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and Link Intime India Private Limited, Registrar and Transfer Agents of the Company and the authorizations and proxies lodged with the Company.
4. The poll papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
5. The Remote e-Voting commenced on Friday, July 28, 2017 (9:00 am)(IST) and was closed on Monday, July 31, 2017 (5.00 pm)(IST).

Scrutinizer's Report - Combined (Remote e-Voting and Poll) - Marico Limited - 29th AGM Page 1 of 22



6. The Remote e-Voting Result was unblocked at Mumbai from the website of National Securities Depository Limited i.e. www.evoting.nsdl.com after votes cast by Poll at the Meeting was counted by me and the Excel File containing the Result was opened in the presence of Mr. Mahesh Yadav and Ms. P. Evelin Suba Latha who are not in the employment of the Company. **(Declaration attached)**
7. The Votes cast by Corporate/Institutional Members who have uploaded the scanned certified true copy of the Board Resolution/Authority Letter, etc. on the website of National Securities Depository Limited i.e. www.evoting.nsdl.com or who have emailed the same at maricoagm2017@dholakia-associates.com have been considered valid.
8. **The Combined Result (Remote e-Voting + Poll) is as under :**

- (a) **Item No 1: To receive, consider and adopt the audited financial statement including audited consolidated financial statement of the Company for the financial year ended March 31, 2017 together with the reports of the Board of Directors and Auditors thereon.**

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Re. 1/- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	696	1,11,49,13,261
Less: Total Number of Invalid Votes	24	3,28,96,428
Total Number of Valid Votes	672	1,08,20,16,833
B. Poll		
Total Votes received by Poll	30	1,18,440
Less: Total Number of Invalid Votes	7	96,852
Total Number of Valid Votes	23	21,588
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	726	1,11,50,31,701
Less: Total Number of Invalid Votes	31	3,29,93,280
Total Number of Valid Votes	695	1,08,20,38,421



(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
671	1,08,20,16,793	99.999996
B. Poll		
23	21,588	100
C. Combined (A+B)		
694	1,08,20,38,381	99.999996

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
1	40	0.000004
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
1	40	0.000004



(b) Item No 2: To confirm the declaration of Interim Dividends of Rs. 1.50 and Rs. 2.00 per equity share of Re. 1 each, declared during the financial year ended on March 31, 2017.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Re. 1/- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	703	1,11,72,58,288
<u>Less:</u> Total Number of Invalid Votes	24	3,28,96,428
Total Number of Valid Votes	679	1,08,43,61,860
B. Poll		
Total Votes received by Poll	30	1,18,440
<u>Less:</u> Total Number of Invalid Votes	8	97,852
Total Number of Valid Votes	22	20,588
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	733	1,11,73,76,728
<u>Less:</u> Total Number of Invalid Votes	32	3,29,94,280
Total Number of Valid Votes	701	1,08,43,82,448



(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
679	1,08,43,61,860	100
B. Poll		
22	20,588	100
C. Combined (A+B)		
701	1,08,43,82,448	100

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
NIL	NIL	NIL
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
NIL	NIL	NIL



[Handwritten signature]

(c) Item No 3: To appoint a Director in place of Mr. Harsh Mariwala (DIN: 00210342), who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Re. 1/- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	702	1,11,72,58,627
Less: Total Number of Invalid Votes	24	3,28,96,428
Total Number of Valid Votes	678	1,08,43,62,199
B. Poll		
Total Votes received by Poll	30	1,18,440
Less: Total Number of Invalid Votes	8	97,852
Total Number of Valid Votes	22	20,588
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	732	1,11,73,77,067
Less: Total Number of Invalid Votes	32	3,29,94,280
Total Number of Valid Votes	700	1,08,43,82,787



(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
642	1,07,51,22,447	99.147909
B. Poll		
22	20,588	100
C. Combined (A+B)		
664	1,07,51,43,035	99.147925

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
36	92,39,752	0.852091
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
36	92,39,752	0.852075



- (d) Item No 4: To consider the appointment of B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248W/W-100022) as the Auditor of the Company in place of the retiring Auditor, M/s. Price Waterhouse, Chartered Accountants (Firm Registration No. 301112E).

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Re. 1/- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	696	1,11,72,26,397
Less: Total Number of Invalid Votes	24	3,28,96,428
Total Number of Valid Votes	672	1,08,43,29,969
B. Poll		
Total Votes received by Poll	30	1,18,440
Less: Total Number of Invalid Votes	8	97,852
Total Number of Valid Votes	22	20,588
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	726	1,11,73,44,837
Less: Total Number of Invalid Votes	32	3,29,94,280
Total Number of Valid Votes	694	1,08,43,50,557



(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
663	1,08,11,61,198	99.707767
B. Poll		
22	20,588	100
C. Combined (A+B)		
685	1,08,11,81,786	99.707772

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
9	31,68,771	0.292233
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
9	31,68,771	0.292228



- (e) Item No 5: To ratify the remuneration payable to M/s. Ashwin Solanki & Associates, Cost Accountants (Firm Registration No. 100392), the Cost Auditor of the Company for the financial year ending March 31, 2018.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Re. 1/- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	695	1,11,72,45,091
Less: Total Number of Invalid Votes	24	3,28,96,428
Total Number of Valid Votes	671	1,08,43,48,663
B. Poll		
Total Votes received by Poll	30	1,18,440
Less: Total Number of Invalid Votes	8	97,852
Total Number of Valid Votes	22	20,588
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	725	1,11,73,63,531
Less: Total Number of Invalid Votes	32	3,29,94,280
Total Number of Valid Votes	693	1,08,43,69,251



(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
654	1,08,43,46,538	99.999804
B. Poll		
22	20,588	100
C. Combined (A+B)		
676	1,08,43,67,126	99.999804

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
17	2,125	0.000196
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
17	2,125	0.000196



(f) Item No 6: To appoint Mr. Rishabh Mariwala (DIN: 03072284) as Non-Executive Director of the Company.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Re. 1/- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	695	1,11,72,40,486
Less: Total Number of Invalid Votes	24	3,28,96,428
Total Number of Valid Votes	671	1,08,43,44,058
B. Poll		
Total Votes received by Poll	30	1,18,440
Less: Total Number of Invalid Votes	8	97,852
Total Number of Valid Votes	22	20,588
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	725	1,11,73,58,926
Less: Total Number of Invalid Votes	32	3,29,94,280
Total Number of Valid Votes	693	1,08,43,64,646



(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
627	1,07,51,69,022	99.153863
B. Poll		
22	20,588	100
C. Combined (A+B)		
649	1,07,51,89,610	99.153879

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
44	91,75,036	0.846137
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
44	91,75,036	0.846121



(g) Item No 7: To appoint Mr. Ananth Narayanan (DIN: 07527676) as an Independent Director of the Company.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Re. 1/- each (Votes cast)
A. Remote e-Voting		
Total Votes received by electronic mode	701	1,11,72,58,333
Less: Total Number of Invalid Votes	24	3,28,96,428
Total Number of Valid Votes	677	1,08,43,61,905
B. Poll		
Total Votes received by Poll	30	1,18,440
Less: Total Number of Invalid Votes	8	97,852
Total Number of Valid Votes	22	20,588
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	731	1,11,73,76,773
Less: Total Number of Invalid Votes	32	3,29,94,280
Total Number of Valid Votes	699	1,08,43,82,493



(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
663	1,08,43,40,280	99.998006
B. Poll		
22	20,588	100
C. Combined (A+B)		
685	1,08,43,60,868	99.998006

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. Remote e-Voting		
14	21,625	0.001994
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
14	21,625	0.001994



9. A Compact Disc (CD) containing a list of equity shareholders who voted by Poll at the Meeting and who voted "FOR", "AGAINST" and those whose votes were declared invalid for the resolution is enclosed.
10. The aforesaid Combined Report is tabulated on the basis of Acceptance and Rejection and Report on Invalid Remote e-Voting Votes and Poll Papers provided in the Annexure attached herewith which forms an integral part of this Report.
11. The poll papers and all other relevant records were sealed and handed over to Mr. Surender Sharma, Company Secretary of the Company authorized by the Board for safe keeping.
12. You may accordingly declare the results of the Remote e-Voting and Poll.
13. The Register of Remote e-Voting will be e-mailed to the Chairperson and the Company Secretary of the Company after the Chairperson considers, approves and signs the minutes of the Annual General Meeting in compliance with Rule 20(4)(xv) of Companies (Management and Administration) Rules, 2014.

Thanking you,

Yours faithfully,



CS Bhumitra V. Dholakia
Designated Partner
Dholakia & Associates LLP
(Company Secretaries)
FCS: 977 CP No: 507

Place : Mumbai
Date : 3rd August, 2017



ANNEXURE**A. BASIS OF ACCEPTANCE****I. PHYSICAL POLL FORM:**

1. The assent or dissent has been given by any other mark, the Poll Paper has been considered.
2. Joint shareholder(s) has/ have signed the Poll Paper instead of first named shareholder; the vote(s) cast by the joint named shareholders has/have been considered.
3. Shareholder has assented or dissented without mentioning the number of shares, the entire shareholding has been considered.
4. Shareholder has voted for less number of shares than his actual Shareholding, the number of shares (votes) indicated/cast has been considered.
5. Shareholder has voted for more than his actual shareholding, the actual shareholding has been considered.
6. If the Shareholder has voted both in Remote e-Voting and Poll, then Voting done through Remote e-Voting has been considered and Voting done through Poll has been treated as Invalid.

II. VOTING THROUGH ELECTRONIC MODE:

7. Member has voted only through Remote e-Voting i.e. electronic mode.

B. BASIS OF REJECTION**I. PHYSICAL POLL FORM:**

1. Shareholder has not put any mark on either assent or dissent.
2. Poll paper is not signed.
3. Specimen signature of the shareholder with the Registrar and Share Transfer Agent differs with that of the signature in the Poll Papers.
4. The specimen signature of the beneficial owner is not available with the Registrar and Share Transfer Agent and consequently there is no way to verify the signature with the specimen.

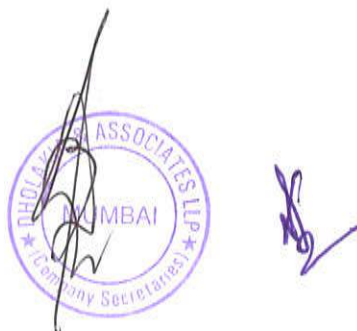


A handwritten signature in blue ink is located at the bottom center of the page.

5. Shareholder has put tick mark for both assent and dissent without indicating number of shares.
6. In case where a Poll Paper has been signed by Authorised Signatory / Power of Attorney Holder and certified true copy of Board Resolution / Power of Attorney / Letter of Authority not provided to the Company / Registrar and Share Transfer Agent.
7. The Poll Paper is received torn or defaced or mutilated to an extent that it is difficult for the Scrutinizer to identify either the Member or the number of votes.
8. If both Shareholder and Proxy have signed and deposited the Poll Paper, the Poll Paper of the Proxy has been rejected and treated as invalid.
9. If the Name of the Person is not found in the Register of Members or Proxy Register or as an Authorised Representative of the Body Corporate, the Poll Paper has been rejected and treated as invalid.
10. If the Identity of the Person voting is not known and there is no other way to trace his/her Identity due to incomplete Poll Paper, then the Poll paper has been rejected and treated as invalid.
11. If the Shareholder has voted both in Remote e-Voting and Poll, then Voting done through Remote e-Voting has been considered and voting done through Poll has been treated as Invalid.

II. VOTING THROUGH ELECTRONIC MODE:

12. Institutional Members (other than Individuals, HUF, NRI etc.) who has not uploaded scanned copy of the relevant Board Resolution / Authority Letter / Power of Attorney, etc. on the website of National Securities Depository Limited i.e. www.evoting.nsdl.com or who have not emailed the same at maricoagm2017@dholakia-associates.com have been considered invalid.



A handwritten signature in blue ink is written over a purple circular stamp. The stamp contains the text "DHO LAKIA & ASSOCIATES LLP", "MUMBAI", and "(Company Secretaries)".

C. REPORT FOR INVALID POLL PAPERS.**i. For Item No. 1:**

Sr. No.	Category	No. of forms/ electronic votes	Total number of Invalid votes (Equity share of Re. 1/- each)
I. PHYSICAL POLL FORM:			
1.	No votes polled.	6	96,832
2.	Signature not available	1	20
SUB-TOTAL - I		7	96,852
II. ELECTRONIC VOTES			
3.	Authority Letter / Board Resolution / Power of Attorney not sent.	24	3,28,96,428
SUB-TOTAL - II		24	3,28,96,428
TOTAL (I + II)		31	3,29,93,280

ii. For Item No. 2:

Sr. No.	Category	No. of forms/ electronic votes	Total number of Invalid votes (Equity share of Re. 1/- each)
I. PHYSICAL POLL FORM:			
1.	No votes polled.	7	97,832
2.	Signature not available	1	20
SUB-TOTAL - I		8	97,852
II. ELECTRONIC VOTES			
3.	Authority Letter / Board Resolution / Power of Attorney not sent.	24	3,28,96,428
SUB-TOTAL - II		24	3,28,96,428
TOTAL (I + II)		32	3,29,94,280



iii. For Item No. 3:

Sr. No.	Category	No. of forms/ electronic votes	Total number of Invalid votes (Equity share of Re. 1/- each)
I. PHYSICAL POLL FORM:			
1.	No votes polled.	7	97,832
2.	Signature not available	1	20
SUB-TOTAL - I		8	97,852
II. ELECTRONIC VOTES			
3.	Authority Letter / Board Resolution / Power of Attorney not sent.	24	3,28,96,428
SUB-TOTAL - II		24	3,28,96,428
TOTAL (I + II)		32	3,29,94,280

iv. For Item No. 4:

Sr. No.	Category	No. of forms/ electronic votes	Total number of Invalid votes (Equity share of Re. 1/- each)
I. PHYSICAL POLL FORM:			
1.	No votes polled.	7	97,832
2.	Signature not available	1	20
SUB-TOTAL - I		8	97,852
II. ELECTRONIC VOTES			
3.	Authority Letter / Board Resolution / Power of Attorney not sent.	24	3,28,96,428
SUB-TOTAL - II		24	3,28,96,428
TOTAL (I + II)		32	3,29,94,280



v. For Item No. 5:

Sr. No.	Category	No. of forms/ electronic votes	Total number of Invalid votes (Equity share of Re. 1/- each)
I. <u>PHYSICAL POLL FORM:</u>			
1.	No votes polled.	7	97,832
2.	Signature not available	1	20
<u>SUB-TOTAL - I</u>		8	97,852
II. <u>ELECTRONIC VOTES</u>			
3.	Authority Letter / Board Resolution / Power of Attorney not sent.	24	3,28,96,428
<u>SUB-TOTAL - II</u>		24	3,28,96,428
TOTAL (I + II)		32	3,29,94,280

vi. For Item No. 6:

Sr. No.	Category	No. of forms/ electronic votes	Total number of Invalid votes (Equity share of Re. 1/- each)
I. <u>PHYSICAL POLL FORM:</u>			
1.	No votes polled.	7	97,832
2.	Signature not available	1	20
<u>SUB-TOTAL - I</u>		8	97,852
II. <u>ELECTRONIC VOTES</u>			
3.	Authority Letter / Board Resolution / Power of Attorney not sent.	24	3,28,96,428
<u>SUB-TOTAL - II</u>		24	3,28,96,428
TOTAL (I + II)		32	3,29,94,280



A handwritten signature in blue ink, appearing to be "AS".

vii. For Item No. 7:

Sr. No.	Category	No. of forms/ electronic votes	Total number of Invalid votes (Equity share of Re. 1/- each)
I. <u>PHYSICAL POLL FORM:</u>			
1.	No votes polled.	7	97,832
2.	Signature not available	1	20
<u>SUB-TOTAL - I</u>		8	97,852
II. <u>ELECTRONIC VOTES</u>			
3.	Authority Letter / Board Resolution / Power of Attorney not sent.	24	3,28,96,428
<u>SUB-TOTAL - II</u>		24	3,28,96,428
TOTAL (I + II)		32	3,29,94,280




Bhumitra V. Dholakia
CS Bhumitra V. Dholakia
Designated Partner
Dholakia & Associates LLP
(Company Secretaries)
FCS: 977 CP No: 507

Place : Mumbai
Date : 3rd August, 2017

TO WHOMSOEVER IT MAY CONCERN

We, Mahesh Yadav and P. Eelis Suba Iaths hereby state that the Polling Box, in which Equity Shareholders of **Marico Limited ("the Company")** cast their vote by way of Poll at the 29th Annual General Meeting of the Company held on Tuesday, the 1st August, 2017 at 4.30 p.m. at the Indian Education Society ("IES"), Manik Sabhagriha, Vishwakarma, M. D. Lotlikar Vidya Sankul, Opp. Lilavati Hospital, Bandra Reclamation, Bandra (West), Mumbai 400 050, were opened in our presence as required under Rule 21(1)(f) of Companies (Management and Administration) Rules, 2014 and the same were in sealed condition and without any tampering.

Witness 1

Name: Mahesh Yadav
Address: Shree Siddhivinayak Chawl, Room No. 5,
Rowater Co. 3, Karm Nagar, Bhandrup (w.)
Signature: 

Witness 2

Name: P. Eelis Suba Iaths
Address: C-101, 1st floor, 247 Park,
Vikhroli (w), Mumbai -83
Signature: P. Eelis

TO WHOMSOEVER IT MAY CONCERN

We, Mahesh Yadav and P. Evelin Suba latha hereby state that the Excel Sheet containing the Results of Remote e-Voting of **Marico Limited** ("the Company") for the 29th Annual General Meeting of the Company held on Tuesday, the 1st August, 2017 at 4.30 p.m. at the Indian Education Society ("IES"), Manik Sabhagriha, Vishwakarma, M. D. Lotlikar Vidya Sankul, Opp. Lilavati Hospital, Bandra Reclamation, Bandra (West), Mumbai 400 050 was unblocked from the website of National Securities Depository Limited i.e. www.evoting.nsdl.com and opened in our presence as required under Rule 20(4)(xii) of Companies (Management and Administration) Rules, 2014.

Witness 1

Name: Mahesh Yadav

Address: Shree Shidhivinayak chawl, Room

No-05, Ramnagar Co. 3, Ram Nagar Bhandra (W)

Signature: 

Witness 2

Name: P. Evelin Suba latha

Address: C-101, 1st floor, 247 Park

Vikhroli (W), Mumbai - 83

Signature: P. Evelin

Brief profile of B S R & Co. LLP

B S R & Co. ("the Firm") was constituted on March 27, 1990 having firm registration no. 101248W. It was converted into Limited Liability Partnership i.e. B S R & Co. LLP on October 14, 2013 thereby having a new firm registration no. 101248WIW-100022. The registered office of the Firm is 5th Floor, Lodha Excelus, Apollo Mills Compound, N. M. Joshi Marg, Mahalaxmi, Mumbai, Maharashtra - 400 011 .

The Firm is a member entity of B S R & Associates, a network registered with the Institute of Chartered Accountants of India. The other entities which are part of the B S R & Associates include B S R & Associates LLP, B S R & Company, B S R and Co, B S R and Associates, B S R and Company, B S R R & Co, B S S R & Co and B B S R & Co.

The Firm is registered in Mumbai, Gurgaon, Bangalore, Kolkata, Hyderabad, Pune, Chennai, Chandigarh, Ahmedabad, Vadodara, Noida, Jaipur and Kochi.

