

**Ref: No. ABCL/SD/MUM/2025-26/JUNE/07****20 June 2025****BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400 001

**Scrip Code: 540691****Scrip ID: ABCAPITAL****National Stock Exchange of India Limited**

Exchange Plaza, 5<sup>th</sup> Floor,  
Plot. C/1, G-Block,  
Bandra-Kurla Complex,  
Bandra (East),  
Mumbai 400 051

**Symbol: ABCAPITAL****Dear Sir/ Madam,****Sub: Results of Postal Ballot - Notice dated 21 May 2025 (Postal Ballot Notice)****Ref: Regulation 30 and 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")**

In continuation to our earlier intimations dated 31 March 2025, 13 May 2025 and 21 May 2025, the Members of the Company on 20 June 2025 have approved the below resolutions through Postal Ballot:

<b>Sr. No.</b>	<b>Particulars</b>	<b>Type of Resolutions</b>
1	Appointment of Mr. Nagesh Pingre (DIN: 00062900) as an Independent Director of the Company for a term of five consecutive years with effect from 01 April 2025	Special
2	Appointment of Mr. Sunil Srivastav (DIN: 00237561) as an Independent Director of the Company for a term of five consecutive years with effect from 01 April 2025	Special
3	Increase in the borrowing limits of the Company pursuant to Section 180 (1) (c) of the Companies Act, 2013	Special
4	Creation of charge/security on the Company's assets with respect to borrowings pursuant to Section 180 (1) (a) of the Companies Act, 2013	Special
5	Issue of Non-Convertible Debentures on Private Placement Basis	Special

The e-voting for Postal Ballot commenced on Thursday, 22 May 2025 at 9:00 a.m. (IST) and concluded on Friday, 20 June 2025 at 5:00 p.m. (IST). The said resolutions were passed with the requisite majority. The resolutions are deemed to be passed on the last date of the e-voting, i.e., Friday, 20 June 2025.

Mr. Omkar Dindorkar (ACS No.: 43029/ COP No.: 24580), from M/s. MMJB & Associates LLP, Company Secretaries was appointed as the Scrutinizer to scrutinize the voting process for the Postal Ballot. The Scrutinizer's Report dated 20 June 2025 is attached as Annexure.

**Aditya Birla Capital Limited****Corporate Office:**

One World Center, Tower 1, 18<sup>th</sup> Floor, Jupiter Mill Compound,  
841, Senapati Bapat Marg, Elphinstone Road, Mumbai, Maharashtra - 400 013

Tel: +91 22 6723 9101 | [abc.secretarial@adityabirlacapital.com](mailto:abc.secretarial@adityabirlacapital.com) | [www.adityabirlacapital.com](http://www.adityabirlacapital.com)

For customer care and other queries : [care.finance@adityabirlacapital.com](mailto:care.finance@adityabirlacapital.com)

Toll-free no.: 1800-270-7000

**Registered Office:**

Indian Rayon Compound,  
Veraval, Gujarat - 362 266

Tel: +91 28762 43257

CIN: L64920GJ2007PLC058890

The above is for your information and records.

Thanking you,

Yours sincerely,  
For **Aditya Birla Capital Limited**

**Santosh Haldankar**  
**Company Secretary & Compliance Officer**  
**Cc:**

**Luxembourg Stock Exchange**  
Market & Surveillance Dept.,  
P.O. Box 165, L-2011 Luxembourg,  
Grand Duchy of Luxembourg

**Citi Bank N.A.**  
Custodial Services  
FIFC, 11th Floor, C-54 & 55, G Block  
Bandra Kurla Complex  
Bandra (East), Mumbai 400 051

**Citi Bank N.A.**  
Depositary Receipt Services  
388 Greenwich Street  
14th Floor, New York,  
NY 10013

**Listing Agent**  
Banque Internationale à Luxembourg SA  
69 route d'Esch  
L - 2953 Luxembourg  
Grand Duchy of Luxembourg

# *MMJB & Associates LLP*

## Company Secretaries

803-804, 8th Floor, Ecstasy, Citi of Joy, JSD Road, Mulund West, Mumbai 400080, (T) 022-31008600  
LLPIN: AAR-9997

### **Report of Scrutinizer for Voting on Postal Ballot through remote e-voting**

To  
Mr. Santosh Haldankar  
Company Secretary  
**Aditya Birla Capital Limited** ("the Company")  
Indian Rayon Compound,  
Veraval-362266, Gujarat, India.

Dear Sir,

### **Scrutinizer's Report on voting through remote e-voting for Postal Ballot conducted by Aditya Birla Capital Limited ("the Company") in terms of Sections 108 and 110 of the Companies Act, 2013 (the "Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014.**

- A. In accordance with Sections 108 and 110 of the Act, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, I, Omkar Dindorkar (Membership No. A43029), Designated Partner of M/s. MMJB & Associates LLP, have been appointed as Scrutinizer by the Board of Directors of the Company at their meeting held on 13 May, 2025 for scrutinizing the Postal Ballot voting conducted by way of remote e-voting process in respect of the resolutions as set out in the Postal Ballot Notice dated dated May 21, 2025 ("Notice").
- B. Member's approvals were sought for following special business:
- i. Appointment of Mr. Nagesh Pingre (DIN: 00062900) as an Independent Director of the Company for a term of five consecutive years with effect from 01 April 2025.
  - ii. Appointment of Mr. Sunil Srivastav (DIN: 00237561) as an Independent Director of the Company for a term of five consecutive years with effect from 01 April 2025.
  - iii. Increase in the borrowing limits of the Company pursuant to Section 180 (1) (c) of the Companies Act, 2013.
  - iv. Creation of charge/security on the Company's assets with respect to borrowings pursuant to Section 180 (1) (a) of the Companies Act, 2013.
  - v. Issue of Non-Convertible Debentures on Private Placement Basis
- C. Pursuant to Sections 108 and 110 of the Act and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, and General Circular No. 09/2024 dated September 19, 2024 and other relevant Circulars issued by the Ministry of Corporate Affairs ('MCA') from time to time ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations,

2015, the Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India, and other applicable laws and regulations (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force), the resolutions as set out in the Notice was placed for approval of the members of the Company through remote e-voting only. The Company has confirmed that the electronic copy of the Notice and Explanatory Statement along with the process of remote e-voting in terms of the MCA Circulars were sent to those members on Wednesday, May 21, 2025 whose e-mail addresses were registered with the Company/Depositories and whose names appeared in the Register of Members of the Company or Register of Beneficial Owners maintained by the Depositories as on Friday, May 16, 2025.

- D. The Company had appointed KFin Technologies Limited (“KFin”) its Registrar and Transfer Agent as the agency for providing remote e-voting facility to the members of the Company.
- E. Members were required to communicate their assent or dissent only through remote e-voting system in terms of the MCA Circulars.
- F. Pursuant to Rule 20 of the Companies (Management and Administration) Rules 2014, as amended, the Company had published the Newspaper advertisements in “Business Standard” (English-all editions) and in “Sandesh Rajkot” (Gujarati edition) on Thursday, May 22, 2025.
- G. The remote e-voting period commenced on Thursday, May 22, 2025, from 09:00 a.m. (IST) and ended on Friday, June 20, 2025, at 05:00 p.m. (IST).
- H. Accordingly, the votes cast through remote e-voting were taken into account and at the end of the remote e-voting period, on Friday, June 20, 2025, at 05:00 p.m. (IST), the remote e-voting module was thereafter disabled for voting by Scrutiniser. The remote e-voting summary statement was thereafter downloaded from e-voting website of KFin i.e. <https://evoting.kfintech.com>.
- I. The register, in accordance with Rules 20(4)(xiv) and 22(10) of the Companies (Management and Administration) Rules, 2014, has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, folio number or DP ID Client ID of the members, number of shares held by them and nominal value of such shares. There were no shares with differential voting rights in the Company, hence there is no requirement of maintaining the list of shares with differential voting rights.
- J. On the basis of the votes exercised by the Members of the Company through remote e-Voting facility, I have issued this Scrutinizer’s Report dated Friday, June 20, 2025 to the Company.

Result of the Postal Ballot through remote e-voting are as under:

**Resolution Item No. 1 – Special Resolution:**

Appointment of Mr. Nagesh Pinge (DIN: 00062900) as an Independent Director of the Company for a term of five consecutive years with effect from 01 April 2025:

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	Remote e-voting through Postal Ballot	1,79,47,99,952	1,76,11,83,824	98.1270	1,76,11,83,824	0	100.0000	0.0000
Public Institutions		49,59,75,383	37,96,22,447	76.5406	36,45,22,728	1,50,99,719	96.0224	3.9776
Public Non-Institutions		31,69,72,274	2,99,51,872	9.4494	2,94,83,286	4,68,586	98.4355	1.5645
Total		2,60,77,47,609	2,17,07,58,143	83.2426	2,15,51,89,838	1,55,68,305	99.2828	0.7172

**Resolution Item No. 2 – Special Resolution:**

Appointment of Mr. Sunil Srivastav (DIN: 00237561) as an Independent Director of the Company for a term of five consecutive years with effect from 01 April 2025:

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	Remote e-voting through Postal Ballot	1,79,47,99,952	1,76,11,83,824	98.1270	1,76,11,83,824	0	100.0000	0.0000
Public Institutions		49,59,75,383	37,96,22,447	76.5406	37,96,22,447	0	100.0000	0.0000
Public Non-Institutions		31,69,72,274	2,99,51,867	9.4494	2,94,83,175	4,68,692	98.4352	1.5648
Total		2,60,77,47,609	2,17,07,58,138	83.2426	2,17,02,89,446	4,68,692	99.9784	0.0216

**Resolution Item No. 3 – Special Resolution:**

Increase in the borrowing limits of the Company pursuant to Section 180 (1) (c) of the Companies Act, 2013:

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	Remote e-voting through Postal Ballot	1,79,47,99,952	1,76,11,83,824	98.1270	1,76,11,83,824	0	100.0000	0.0000
Public Institutions		49,59,75,383	37,96,22,447	76.5406	37,89,04,184	7,18,263	99.8108	0.1892
Public Non-Institutions		31,69,72,274	2,99,49,397	9.4486	2,94,82,802	4,66,595	98.4421	1.5579
Total		2,60,77,47,609	2,17,07,55,668	83.2426	2,16,95,70,810	11,84,858	99.9454	0.0546

**Resolution Item No. 4 – Special Resolution:**

Creation of charge/ security on the Company's assets with respect to borrowings pursuant to Section 180 (1) (a) of the Companies Act, 2013:

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	Remote e-voting through Postal Ballot	1,79,47,99,952	1,76,11,83,824	98.1270	1,76,11,83,824	0	100.0000	0.0000
Public Institutions		49,59,75,383	37,96,22,447	76.5406	37,89,04,184	7,18,263	99.8108	0.1892
Public Non-Institutions		31,69,72,274	2,99,47,956	9.4481	2,94,80,281	4,67,675	98.4384	1.5616
Total		2,60,77,47,609	2,17,07,54,227	83.2425	2,16,95,68,289	11,85,938	99.9454	0.0546



**Resolution Item No. 5 – Special Resolution:**

Issue of Non-Convertible Debentures on Private Placement Basis:

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	Remote e-voting through Postal Ballot	1,79,47,99,952	1,76,11,83,824	98.1270	1,76,11,83,824	0	100.0000	0.0000
Public Institutions		49,59,75,383	37,96,22,447	76.5406	37,32,11,989	64,10,458	98.3114	1.6886
Public Non-Institutions		31,69,72,274	2,99,52,381	9.4495	2,94,83,197	4,69,184	98.4336	1.5664
Total		2,60,77,47,609	2,17,07,58,652	83.2427	2,16,38,79,010	68,79,642	99.6831	0.3169

It is to be noted that:

1. The votes cast does not include abstained votes and invalid votes.
2. The aforesaid resolutions were passed by the members of the Company with requisite majority.
3. Voting rights of Foreign Portfolio Investors, if any, who have not submitted additional disclosures by the end of the prescribed period as notified by SEBI Circular No. SEBI/HO/AFD/AFD-PoD-2/CIR/P/2023/148 dated August 24, 2023 (subsumed as a part of the SEBI Master Circular No. SEBI/HO/AFD/AFD-PoD-2/P/CIR/2024/70 dated May 30, 2024) have been restricted as provided in the said Circular.

Thanking you,

**For MMJB & Associates LLP**  
**Company Secretaries**  
**ICSI UIN: L2020MH006700**  
**Peer Review Cert. No.: 2826/2022**

**For Aditya Birla Capital Limited**

**Omkar Dindorkar**  
**Designated Partner**  
**ACS: 43029**  
**CP: 24580**  
**UDIN: A043029G000640516**  
**Date: June 20, 2025**  
**Place: Mumbai**

**Santosh Haldankar**  
**Company Secretary**  
**ACS 19201**  
**Date: June 20, 2025**  
**Place: Mumbai**

Company Name	ADITYA BIRLA CAPITAL LIMITED							
Date of the AGM/EGM								
Total number of shareholders on record date	577144							
No. of shareholders present in the meeting either in person or								
Promoters and Promoter Group:								
Public:								
No. of Shareholders attended the meeting through Video								
Promoters and Promoter Group:	0							
Public:	0							

Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Mr. Nagesh Pinge (DIN: 00062900) as an Independent Director of the Company for a term of five consecutive years with							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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	E-Voting	1,79,47,99,952	1,76,11,83,824	98.1270	1,76,11,83,824	-	100.0000	-
Public- Institutions	E-Voting	49,59,75,383	37,96,22,447	76.5406	36,45,22,728	1,50,99,719	96.0224	3.9776
Public- Non Institutions	E-Voting	31,69,72,274	2,99,51,872	9.4494	2,94,83,286	4,68,586	98.4355	1.5645
Total		2,60,77,47,609	2,17,07,58,143	83.2426	2,15,51,89,838	1,55,68,305	99.2828	0.7172

Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Mr. Sunil Srivastav (DIN: 00237561) as an Independent Director of the Company for a term of five consecutive years with							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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	E-Voting	1,79,47,99,952	1,76,11,83,824	98.1270	1,76,11,83,824	-	100.0000	0.0000
Public- Institutions	E-Voting	49,59,75,383	37,96,22,447	76.5406	37,96,22,447	-	100.0000	0.0000
Public- Non Institutions	E-Voting	31,69,72,274	2,99,51,867	9.4494	2,94,83,175	4,68,692	98.4352	1.5648
Total		2,60,77,47,609	2,17,07,58,138	83.2426	2,17,02,89,446	4,68,692	99.9784	0.0216

Resolution required: (Ordinary/ Special)	SPECIAL - Increase in the borrowing limits of the Company pursuant to Section 180 (1) (c) of the Companies Act, 2013							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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	E-Voting	1,79,47,99,952	1,76,11,83,824	98.1270	1,76,11,83,824	-	100.0000	0.0000
Public- Institutions	E-Voting	49,59,75,383	37,96,22,447	76.5406	37,89,04,184	7,18,263	99.8108	0.1892
Public- Non Institutions	E-Voting	31,69,72,274	2,99,49,397	9.4486	2,94,82,802	4,66,595	98.4421	1.5579
Total		2,60,77,47,609	2,17,07,55,668	83.2426	2,16,95,70,810	11,84,858	99.9454	0.0546

Resolution required: (Ordinary/ Special)	SPECIAL - Creation of charge/security on the Companys assets with respect to borrowings pursuant to Section 180 (1) (a) of the Companies Act, 2013							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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	E-Voting	1,79,47,99,952	1,76,11,83,824	98.1270	1,76,11,83,824	-	100.0000	0.0000
Public- Institutions	E-Voting	49,59,75,383	37,96,22,447	76.5406	37,89,04,184	7,18,263	99.8108	0.1892
Public- Non Institutions	E-Voting	31,69,72,274	2,99,47,956	9.4481	2,94,80,281	4,67,675	98.4384	1.5616
Total		2,60,77,47,609	2,17,07,54,227	83.2425	2,16,95,68,289	11,85,938	99.9454	0.0546

Resolution required: (Ordinary/ Special)	SPECIAL - Issuance of Non-Convertible Debentures on Private Placement Basis							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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	E-Voting	1,79,47,99,952	1,76,11,83,824	98.1270	1,76,11,83,824	-	100.0000	0.0000
Public- Institutions	E-Voting	49,59,75,383	37,96,22,447	76.5406	37,32,11,989	64,10,458	98.3114	1.6886
Public- Non Institutions	E-Voting	31,69,72,274	2,99,52,381	9.4495	2,94,83,197	4,69,184	98.4336	1.5664
Total		2,60,77,47,609	2,17,07,58,652	83.2427	2,16,38,79,010	68,79,642	99.6831	0.3169