

McDOWELL HOLDINGS LIMITED

September 30, 2020

The Manager
Dept. of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai-400001

The Asst. Vice President
Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block – G
Bandra-Kurla Complex, Bandra (East)
Mumbai-400051

BSE Scrip Code:532852

NSE Symbol: MCDHOLDING

Dear Sirs,

Sub: Disclosure of Voting Results at the 16th Annual General Meeting

In terms of Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we are furnishing below the details of the remote e-voting and e-voting results at the Sixteenth Annual General Meeting of the Company held on September 29, 2020 at 12.00 noon (IST) through Video Conferencing /Other Audio Visual Means (VC) in the prescribed format:

Date of the AGM	September 29, 2020
Total number of shareholders on record date	46620
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	No arrangement for a physical meeting or appointment of proxy was made as the Annual General Meeting was through VC
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	0 33

Agenda- wise disclosure:

Item No.	Particulars	Resolution required	Mode of Voting	Remarks
1	To receive, consider and adopt the Financial Statements of the Company for the year ended March 31, 2020 and the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Auditors and Directors thereon.	Ordinary Resolution	Remote e-voting and voting at the AGM	Passed with requisite majority
2	To re-appoint Ms. Tushita Patel (DIN 07017591), who retires by rotation and being eligible, offers herself for re-appointment as a Director of the Company.	Ordinary Resolution	Remote e-voting and voting at the AGM	Passed with requisite majority
3	To appoint Mr. Raghuvveeran Kasargod (DIN: 00231382) as an Independent Director of the Company of the Company, not liable to retire by rotation, for a period of 3 years effective September 26, 2019.	Ordinary Resolution	Remote e-voting and voting at the AGM	Passed with requisite majority

Registered Office : UB Tower, Level 12, UB City, 24, Vittal Mallya Road, Bangalore 560001, India

Tel: +91 80 4668 6500, Fax: +91 80 2227 4890, www.mcdowellholdings.co.in

Corporate Identity Number - L05190KA2004PLC033485

McDOWELL HOLDINGS LIMITED

4	To appoint Mr. Girish Datar (DIN:000875649) as an Independent Director of the Company, not liable to retire by rotation, for a period of 3 years effective June 15, 2020.	Ordinary Resolution	Remote e-voting and voting at the AGM	Passed with requisite majority
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In case of Poll/Postal ballot/E-voting

Promoter/ Public	Mode of Voting	No. of Shares	No. of votes polled	% of votes polled on outstandin g shares	No. of Votes in favor	No. of Votes against	% of Votes in favor on votes polled	% of Votes against on votes polled
Promoters and Promoter Group	-E-voting -Poll -Postal Ballot (if applicable)	(Details as per Annexure I attached herewith)						
Public Institutions								
Public Non Institutions								
Total								

A copy of Consolidated Scrutinizer Report dated September 29, 2020, on remote e-voting and voting at Annual General Meeting is also attached herewith.

Kindly treat this as our compliance in terms of the relevant provisions of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Thanking you,

Yours faithfully

For McDowell Holdings Limited



Arindam Ash
Chief Financial Officer

Encl: a/a

Annexure - I

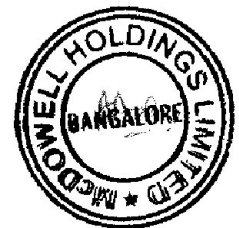
General information about company	
Scrip code	532852
NSE Symbol	MCDHOLDING
MSEI Symbol	NA
ISIN	INE836H01014
Name of the company	MCDOWELL HOLDINGS LTD
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	29-09-2020
Start time of the meeting	12:00 PM
End time of the meeting	1:00 PM



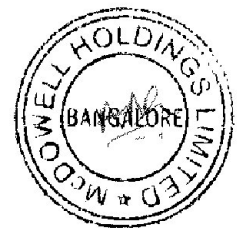
Scrutinizer Details	
Name of the Scrutinizer	NAGESHA RAO K N
Firms Name	K N NAGESHA RAO C S
Qualification	CS
Membership Number	3000
Date of Board Meeting in which appointed	20-08-2020
Date of Issuance of Report to the company	29-09-2020



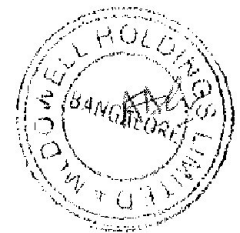
Voting results	
Record date	22-09-2020
Total number of shareholders on record date	46620
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	33
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	



Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31,2020 and the Reports of the Auditors and Directors thereon.				
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	317032	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	317032	0	0	0	0	0	0
Public- Institutions	E-Voting	5158189	2952937	57.2476	2952937	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5158189	2952937	57.2476	2952937	0	100	0
Public- Non Institutions	E-Voting	8517037	83482	0.9802	61242	22240	73.3595	26.6405
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	8517037	83482	0.9802	61242	22240	73.3595	26.6405
Total		13992258	3036419	21.7007	3014179	22240	99.2676	0.7324
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Ms. Tushita Patel (DIN 07017591), who retires by rotation and, being eligible, offers herself for re-appointment.				
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	317032	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		317032	0	0	0	0	0
Public- Institutions	E-Voting	5158189	2952937	57.2476	2952937	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		5158189	2952937	57.2476	2952937	0	100
Public- Non Institutions	E-Voting	8517037	83682	0.9825	68426	15256	81.7691	18.2309
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		8517037	83682	0.9825	68426	15256	81.7691
Total		13992258	3036619	21.7021	3021363	15256	99.4976	0.5024
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



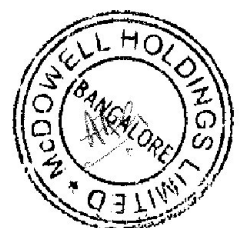
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(3)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To appoint Mr. Raghuvveeran Kasargod (DIN: 00231382) as an Independent Director of the Company of the Company, not liable to retire by rotation, for a period of 3 years effective September 26, 2019					
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	317032	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		317032	0	0	0	0	0
Public-Institutions	E-Voting	5158189	2952937	57.2476	2952937	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5158189	2952937	57.2476	2952937	0	100
Public- Non Institutions	E-Voting	8517037	83682	0.9825	40924	42758	48.9042	51.0958
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8517037	83682	0.9825	40924	42758	48.9042
Total		13992258	3036619	21.7021	2993861	42758	98.5919	1.4081
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



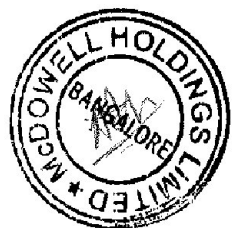
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Mr. Girish Datar (DIN:0008756491) as an Independent Director of the Company, not liable to retire by rotation, for a period of 3 years effective June 15, 2020				
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	317032	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	317032	0	0	0	0	0	0
Public-Institutions	E-Voting	5158189	2952937	57.2476	2952937	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5158189	2952937	57.2476	2952937	0	100	0
Public- Non Institutions	E-Voting	8517037	83682	0.9825	48224	35458	57.6277	42.3723
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	8517037	83682	0.9825	48224	35458	57.6277	42.3723
Total		13992258	3036619	21.7021	3001161	35458	98.8323	1.1677
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	





K N Nagesha Rao B.Com, DSP, DEE, DRA, LLB, FCS, FCMA
Practising Company Secretary

"Sumukha"
22, 5th Cross, I Stage, Grialaxmi
Colony, Basaveshwaranagar,
Bengaluru 560079

☎ 9845050333; 08023234353

✉ nageshknn@gmail.com

Scrutinizer's Report

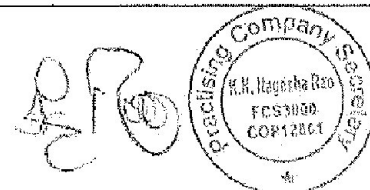
Name of the Company	McDowell Holdings Limited (formerly McDowell India Spirits Limited) with CIN L05190KA2004PLC033485
Meeting	Sixteenth Annual General Meeting
Day, Date & Time	Tuesday, 29 th September 2020 at 12.00 noon
Decreed Venue	Registered Office of the Company, UB Tower, Level 12, UB City 24 Vittal Mallya Road Bengaluru 560 001
Mode	Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

1. Appointment as Scrutinizer

I was appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Members during the 16th Annual General Meeting ("AGM") of McDowell Holdings Limited with CIN L05190KA2004PLC033485 (hereinafter referred to as "the Company") held on Tuesday, 29th September 2020 at 12.00 noon through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). My responsibility as a Scrutinizer is to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

2. Dispatch of Notice convening the AGM

2.1 Pursuant to General Circulars No. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 respectively issued by the Ministry of Corporate Affairs, an advertisement was published in *Business Line* (English) and *Ee. Sanje* (Kannada), having electronic editions both on 7th September, 2020 specifying the date & time of the AGM, availability of the notice on Company's website and website of Stock Exchanges, manner of registration of email ids by the members (both physical & demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.



6. Quorum at the Annual General Meeting

6.1 As per the 'Venue Attendance Report' provided by the Depository, CDSL I observed that quorum of Members was present at the Sixteenth Annual General Meeting of Company held on 29th September 2020 at 12.00 noon.

7. Counting Process

7.1 On completion of e-voting during the AGM, I unblocked the results of the remote e-voting and e-voting by members at the AGM, on the CDSL e-voting platform and downloaded the results.

8. Results

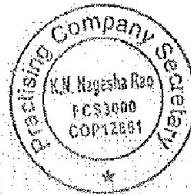
8.1 I observe that:


- a) 3 Members cast their votes through e-voting at the AGM;
- b) 77 Members cast their votes through remote e-voting.

8.2 Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 20th August, 2020 are enclosed herewith.

8.3 Based on the aforesaid results, I report that **four Ordinary Resolutions** as set out in Item Nos.1 to 4 of the Notice of the Annual General Meeting dated 20th August, 2020 have been **passed with the requisite majority**.

Place: Bengaluru
Date: 29th September, 2020
UDIN Number FO03000B000813260
Peer Review Unique ID No.12014KR1122000




K.N. Nagesha Rao
FCS 3000 CP 12861
Practising Company Secretary

Item No. 3: Appointment of Mr. Raghuveeran Kasargod (DIN 00231382) as Independent Director of the Company for a period of 3 years effective from September 26, 2019

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	No. of share-holders	No. of Votes	No. of share-holders	No. of Votes	No. of share-holders	No. of Votes	
Assent	57	2993859	2	2	59	2993861	98.59
Dissent	20	40837	1	1921	21	42758	1.41
Total	77	3034696	3	1923	80	3036619	100.00

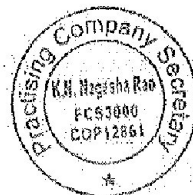
Based on the aforesaid result, I report that the Ordinary Resolution as set out in Item No. 3 of the Notice of the AGM dated 20th August, 2020 has been passed with requisite majority.


Item No. 4: Appointment of Mr. Girish Datar (DIN 08756491) as Independent Director of the Company for a period of 3 years effective from June 15, 2020

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	No. of share-holders	No. of Votes	No. of share-holders	No. of Votes	No. of share-holders	No. of Votes	
Assent	58	3001159	2	2	60	3001161	98.83
Dissent	19	33537	1	1921	20	35458	1.17
Total	77	3034696	3	1923	80	3036619	100.00

Based on the aforesaid result, I report that the Ordinary Resolution as set out in Item No. 4 of the Notice of the AGM dated 20th August, 2020 has been passed with requisite majority.

Place: Bengaluru
 Date: 29th September, 2020
 UDIN Number FO03000B000813260
 Peer Review Unique ID No. I2014KR1122000




K N Nagesha Rao
FCS 3000 CP 12861
 Practising Company Secretary