



Sect/47

26 April 2023

The General Manager [BSE Listing Centre] Department of Corporate Services BSE Limited New Trading Ring, Rotunda Building 1 st Floor P. J. Towers, Dalal Street, Fort, Mumbai – 400 001 SCRIP Code: 523457	The Manager [NSE NEAPS] Listing Department National Stock Exchange of India Ltd. Exchange Plaza, 5 th Floor Plot No. C/1, G-Block, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 SYMBOL: LINDEINDIA	Vice President National Securities Depository Ltd. Trade World – A Wing, 4 th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013 ISIN: INE473A01011
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Dear Sir/Madam,

Announcement of voting results - Postal Ballot Notice dated 20 March 2023

This refers to our letter reference no. Sect/30 dated 24 April 2023 enclosing therewith a copy of the Postal Ballot Notice dated 20 March 2023 seeking consent/approval of the Members of the Company for appointment of Mr Michael James Devine (DIN: 10042702) as a Non-Executive Director of the Company, through electronic voting means (remote e-voting).

In compliance with 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, the Company had extended the facility of voting through electronic means (remote e-voting) to the Members of the Company in respect of the resolution as set out in the Notice dated 20 March 2023.

We now enclose herewith the Scrutinizer's Report dated 26 April 2023 issued by Mr P K Sarawagi, of M/s. P. Sarawagi & Associates, Company Secretaries and countersigned by the Company Secretary of the Company (as authorized by the Chairman) containing the Voting Result in respect of the Resolution as set out in the Postal Ballot Notice dated 20 March 2023. **As evident from the enclosed Scrutinizer's Report and the Voting Results, the Resolution has been passed by the Members of the Company with requisite majority.**

This may please be treated as compliance with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We request you to please disseminate the voting results along with the Scrutinizer's Report on your website for information of the Members and Investors of the Company.

Thanking you,
Yours faithfully,

Amit Dhanuka
Company Secretary

Encl: as above

Registered Office
Linde India Limited
Oxygen House, P43 Taratala Road
Kolkata 700 088, India
CIN L40200WB1935PLC008184

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Scrutinizer's Report on Postal Ballot
[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (as amended)]

To,
Mr. Amit Dhanuka
Company Secretary and Compliance Officer
Linde India Limited
CIN: L40200WB1935PLC008184
Oxygen House, P-43 Taratala Road
Kolkata – 700 088

Dear Sir,

Postal Ballot – Linde India Limited

I, CS P.K. Sarawagi of M/s. P. Sarawagi & Associates, Company Secretaries, had been appointed as Scrutinizer for the purpose of scrutinizing the Postal Ballot Process conducted through Electronic Voting (e-voting), in a fair and transparent manner and ascertaining the result thereof, in respect of the resolution transacted through Postal Ballot Process, for seeking approval of the Members of **Linde India Limited** for “Appointment of Mr. Michael James Devine (DIN: 10042702) as a Non-Executive Director of the Company, liable to retire by rotation”.

In compliance with the provisions of Sections 108 & 110 of the Companies Act, 2013 (“the Act”) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and the General Circulars No. 14/2020, No. 17/2020, No. 22/2020, No. 33/2020, No. 39/2020, No. 10/2021, No. 20/2021, No. 03/2022 and No. 11/2022 dated 8th April, 2020, 13th April, 2020, 15th June, 2020, 28th September, 2020, 31st December, 2020, 23rd June, 2021, 8th December, 2022, 5th May, 2022 and 28th December, 2022, respectively, issued by the Ministry of Corporate Affairs (hereinafter, collectively referred to as the “MCA Circulars”) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR Regulations) read with Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020 (SEBI Circular), the Company had sent the Postal Ballot Notice dated 20th March, 2023 through e-mail on 24th March, 2023 to all those Members whose names appeared in the Register of Members/List of Beneficial Owners as received from National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) as on 17th March, 2023 (“cut-off date”) and provided the facility of voting through electronic means.



Contd.2

Compliances of the provisions of the Companies Act, 2013, the Rules framed thereunder, the MCA Circulars, the SEBI LODR Regulations and SEBI Circular, relating to voting through electronic means on the Postal Ballot by the Members of the Company on the Resolution contained in the Postal Ballot Notice dated 20th March, 2023, are responsibilities of the Management of the Company. My responsibility as Scrutinizer is to ensure that electronic voting process is conducted in a fair and transparent manner and to make a Scrutinizer's Report, being this Report, of the total votes cast 'in favour' and 'against', the Resolution as set out in the Postal Ballot Notice, based on report generated from the e-voting system provided by the National Securities Depository Limited ("NSDL").

I submit my report as under:

1. The Company has appointed NSDL as the agency to provide and facilitate e-voting services to the Members of the Company to cast their votes through a secured electronic voting system on the Resolution to be transacted through Postal Ballot.
2. In terms of requirements of the MCA Circulars, the Postal Ballot Notice dated 20th March, 2023, was sent through electronic means on 24th March, 2023 to those Members whose e-mails were registered with the Company/the Company's Share Transfer Agent (RTA)/ Depositories, as on 17th March, 2023. The Postal Ballot Notice was also placed on the website of the Company, BSE Limited, National Exchange of India Limited and NDSL at www.linde.in, www.bseindia.com, www.nseindia.com and www.evoting.nsd.com, respectively.
3. The e-voting period remained open from 9:00 a.m. on 27th March, 2023 till 5:00 p.m. on 25th April, 2023. The Members holding shares as on the 'cut-off' date i.e. 17th March, 2023, were entitled to vote, through e-voting system, on the proposed resolution as set out in the Postal Ballot Notice dated 20th March, 2023.
4. The requisite advertisement pursuant to Sections 108 & 110 of the Companies Act, 2013 read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014, was published in the "Business Standard" (in English language) and in "Aaj Kaal" (in Bengali language), both on 25th March, 2023.
5. The votes cast by the Members through the e-voting system provided by NSDL were unblocked by me on 25th April, 2023 at 5:58 p.m., in presence of two witnesses, namely, (1) Mr. Vineet Singh and (2) Mrs. Sushma Poddar, both of M/s. P. Sarawagi & Associates.
6. The votes cast were diligently scrutinized and authenticated based on the records maintained by the Company and its RTA, with respect to number of shares held on 'cut-off' date i.e., 17th March, 2023 and authorisation lodged for the purpose.



Contd.3

7. Based on the details contained in the list of Members who have cast their votes through e-voting system as downloaded from the e-voting website of the NSDL (www.evoting.nsdl.com), the result of e-voting on the business transacted through Postal Ballot, is given below :

Ordinary Resolution, as set out in the Postal Ballot Notice dated 20th March, 2023, for seeking approval of Members of the Company for Appointment of Mr. Michael James Devine (DIN: 10042702) as a Non-Executive Director of the Company, liable to retire by rotation :

Voted through remote e-voting	Total Votes		Invalid Votes		Total Valid Votes		%age of total valid votes
	No. of Members voted	No. of total votes cast	No. of Members	No. of invalid votes	No. of Members	No. of valid votes cast	
In Favour	318*	6,84,78,410	-	-	318*	6,84,78,410	93.4826
Against	118*	47,74,200	-	-	118*	47,74,200	6.5174
Total	436*	7,32,52,610	-	-	436*	7,32,52,610	100.000

* 4 Members voted partly in favour and partly against, as such the total number of Members who have exercised their voting rights are 432.

8. All relevant documents, records, registers and other papers relating to Postal Ballot (through remote e-voting) shall remain in my safe custody till the Chairman signs the minutes and thereafter I shall return these documents and other related papers to the Company.



Yours faithfully,

(P. K. Sarawagi)

Company Secretary in Practice

Membership No.: FCS - 3381

Certificate of Practice No. 4882

Peer Review Certificate No. 1128/2021

ICSI UDIN : F003381E000186190

Counter signed by
For **LINDE INDIA LIMITED**

(Amit Dhanuka)

Company Secretary &

Compliance Officer

(Membership No. ACS - 23872)

Kolkata, 26th April, 2023

(Annexure-A to the Scrutinizer's Report dated 26th April 2023)

Details of voting results as per Reg. 44(3) of the
SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Record Date	Friday, 17 th March 2023
Total number of Shareholders on record date: Being the cut-off date for determining shareholders entitled to voting – 17th March 2023	46,168
No. of Shareholders present in the meeting either in person or through proxy: Promoter and Promoter Group : Public : Total	Not Applicable as it is a Postal Ballot
No. of Shareholders attended the meeting through Video Conferencing/OAVM: Promoter and Promoter Group : Public : Total	Not Applicable as it is a Postal Ballot

For Linde India Limited


Amit Dhanuka
Company Secretary
ACS 23872



Resolution Details(1)								
Resolution Required					Appointment of Mr. Michael James Devine (DIN: 10042702) as a Non-Executive 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	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (e-voting)	63963167	63963167	100.0000	63963167	0	100.0000	0.0000
	Total	63963167	63963167	100.0000	63963167	0	100.0000	0.0000
Public Institutions	E-voting		0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (e-voting)	9205237	8299276	90.1582	3525425	4773851	42.4787	57.5213
	Total	9205237	8299276	90.1582	3525425	4773851	42.4787	57.5213
Public Non-Institutions	E-voting		0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (e-voting)	12115819	990167	8.1725	989818	349	99.9648	0.0352
	Total	12115819	990167	8.1725	989818	349	99.9648	0.0352
Total		85284223	73252610	85.8923	68478410	4774200	93.4826	6.5174

Note: Resolution passed by requisite majority

For Linde India Limited

Amit Dhanuka

Amit Dhanuka
Company Secretary
ACS 23872

