



**WHIRLPOOL OF INDIA LIMITED**  
(CIN No. : L29191PN1960PLC020063)

CORPORATE OFFICE : PLOT NO. 40, SECTOR-44, GURUGRAM (GURGAON) - 122002 (HARYANA), INDIA TEL. : (91) 124-4591300 FAX : (91) 124-4591301  
REGD. OFF. : PLOT NO. A-4 MIDC, RANJANGAON, TAL. SHIRUR, DIST. PUNE-412 220 TEL. : (91) 2138-660100 FAX : (91) 2138-232376  
Website : www.whirlpoolindia.com, E-mail : info\_india@whirlpool.com

**Date: 19.08.2021**

<b>The Manager</b> <b>Listing Department</b> <b>BSE Limited</b> Phiroze Jeejeebhoy Towers Dalal Street, Mumbai, Maharashtra - 400001  <b>Scrip Code: 500238</b>	<b>The Manager</b> <b>Listing Department</b> <b>National Stock Exchange of India Limited</b> Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra - 400051  <b>Symbol: WHIRLPOOL</b>
---	---

**Subject: Voting Result & Scrutinizer Report for the 60<sup>th</sup> Annual General meeting**

The 60<sup>th</sup> Annual General Meeting (AGM) of the members of the Company was held on Tuesday, 17<sup>th</sup> August, 2021 at 11 A.M. (IST) through Video Conference to transact the business as per the Notice dated 15<sup>th</sup> June, 2021. The mode of voting was by way of e-voting (including remote e-voting and e-voting during the AGM).

In this regard please find enclosed here with:

- Voting results of the e-voting pursuant to regulation 44 of the SEBI (LODR) Regulations, 2015.
- Scrutinizer's Report dated 18<sup>th</sup> August, 2021 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

Request you to kindly take the same on record.

Thanking you

Yours faithfully

**For Whirlpool of India Limited**

  
**Roopali Singh**

**Vice President - Legal & Company Secretary**

**Plot No. 40, Sector 44,  
Gurugram, Haryana - 122002**

<b>Voting Results of AGM</b>	
<b>Details of e-voting results as per regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions:</b>	
<b>Date of the AGM</b>	<b>17/08/2021</b>
<b>Total number of shareholders on record date</b>	<b>111,999</b>
<b>No. of shareholders present in the meeting:</b>	
	0
Promoters and Promoters Group	0
Public	0
<b>No. of shareholders attended the meeting through Video Conferencing:</b>	
<b>Promoter and Promoter Group</b>	<b>1</b>
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	
<b>Public</b>	<b>73</b>



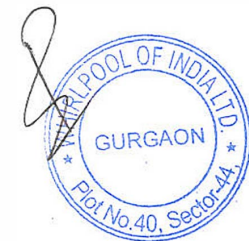
**1. Ordinary Resolution:** To receive, consider and adopt Audited Financial Statements (including audited Consolidated Financial Statements) of the Company for the financial year ended March 31, 2021 and the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

Whether promoter/ promoter group are interested in the Agenda/resolution							No	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	95,153,872	95,153,872	100.0000	95,153,872	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>95,153,872</b>	<b>95,153,872</b>	<b>100.0000</b>	<b>95,153,872</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-voting	15528497	15,511,088	99.8879	15,494,786	16302	99.8949	0.1051
	Poll		-	0.0000	-	0	0.0000	0.0000
	<b>Total</b>		<b>15,511,088</b>	<b>99.8879</b>	<b>15,494,786</b>	<b>16302</b>	<b>99.8949</b>	<b>0.1051</b>
Public-Non Institutions	E-voting	64,281	64,281	100.0000	64,258	23	99.9642	0.0358
	Poll		-	0.0000	-	0	0.0000	0.0000
	<b>Total</b>		<b>64,281</b>	<b>100.0000</b>	<b>64,258</b>	<b>23</b>	<b>99.9642</b>	<b>0.0358</b>
<b>Total</b>		<b>110,746,650</b>	<b>110,729,241</b>	<b>99.9843</b>	<b>110,712,916</b>	<b>16,325</b>	<b>99.9853</b>	<b>0.0147</b>



**2. Ordinary Resolution: To declare Final Dividend for the Financial Year ended on 31st March, 2021.**

Whether promoter/ promoter group are interested in the Agenda/resolution							No	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	95,153,872	95,153,872	100.0000	95,153,872	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>95,153,872</b>	<b>95,153,872</b>	<b>100.0000</b>	<b>95,153,872</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-voting	15528497	15,511,088	99.8879	15,511,088	0	100.0000	0.0000
	Poll		-	0.0000	-	0	0.0000	0.0000
	<b>Total</b>		<b>15,511,088</b>	<b>99.8879</b>	<b>15,511,088</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Non Institutions	E-voting	64,306	64,306	100.0000	64,296	10	99.9844	0.0156
	Poll		-	0.0000	-	0	0.0000	0.0000
	<b>Total</b>		<b>64,306</b>	<b>100.0000</b>	<b>64,296</b>	<b>10</b>	<b>99.9844</b>	<b>0.0156</b>
<b>Total</b>		<b>110,746,675</b>	<b>110,729,266</b>	<b>99.9843</b>	<b>110,729,256</b>	<b>10</b>	<b>100.0000</b>	<b>0.0000</b>



**3. Ordinary Resolution:** To re-appoint Mr. Arumalla Hari Bhavanarayana Reddy (DIN: 08060227) as Director, 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 Valid 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
Promoters and Promoter Group	E-voting	95,153,872	95,153,872	100.0000	95,153,872	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>95,153,872</b>	<b>100.0000</b>	<b>95,153,872</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-voting	15,528,497	15,511,088	99.8879	15,394,760	116328	99.2500	0.7500
	Poll		-	0.0000	-	0	0.0000	0.0000
	<b>Total</b>		<b>15,511,088</b>	<b>99.8879</b>	<b>15,394,760</b>	<b>116328</b>	<b>99.2500</b>	<b>0.7500</b>
Public-Non Institutions	E-voting	64,296	64,296	100.0000	63,353	943	98.5333	1.4667
	Poll		-	0.0000	-	0	0.0000	0.0000
	<b>Total</b>		<b>64,296</b>	<b>100.0000</b>	<b>63,353</b>	<b>943</b>	<b>98.5333</b>	<b>1.4667</b>
<b>Total</b>		<b>110,746,665</b>	<b>110,729,256</b>	<b>99.9843</b>	<b>110,611,985</b>	<b>117,271</b>	<b>99.8941</b>	<b>0.1059</b>



**4. Ordinary Resolution: Remuneration of Cost Auditors.**

Whether promoter/ promoter group are interested in the Agenda/resolution							No	
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting	95,153,872	95,153,872	100.0000	95,153,872	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>95,153,872</b>	<b>95,153,872</b>	<b>100.0000</b>	<b>95,153,872</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-voting	15,528,497	15,511,088	99.8879	15,511,088	0	100.0000	0.0000
	Poll		-	0.0000	-	0	0.0000	0.0000
	<b>Total</b>		<b>15,511,088</b>	<b>99.8879</b>	<b>15,511,088</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Non Institutions	E-voting	64,319	64,319	100.0000	64,093	226	99.6486	0.3514
	Poll		-	0.0000	-	0	0.0000	0.0000
	<b>Total</b>		<b>64,319</b>	<b>100.0000</b>	<b>64,093</b>	<b>226</b>	<b>99.6486</b>	<b>0.3514</b>
<b>Total</b>		<b>110,746,688</b>	<b>110,729,279</b>	<b>99.9843</b>	<b>110,729,053</b>	<b>226</b>	<b>99.9998</b>	<b>0.00020</b>



**5. Ordinary Resolution:** Appointment of Mr. Arvind Uppal (DIN: 00104992) 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 Valid 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
Promoters and Promoter Group	E-voting	95,153,872	95,153,872	100.0000	95,153,872	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>95,153,872</b>	<b>95,153,872</b>	<b>100.0000</b>	<b>95,153,872</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-voting	15,351,821	15,334,412	99.8866	10,410,827	4923585	67.8919	32.1081
	Poll		-	0.0000	-	0	0.0000	0.0000
	<b>Total</b>		<b>15,334,412</b>	<b>15,334,412</b>	<b>99.8866</b>	<b>10,410,827</b>	<b>4923585</b>	<b>67.8919</b>
Public-Non Institutions	E-voting	64,269	64,269	100.0000	63,676	593	99.0773	0.9227
	Poll		-	0.0000	-	0	0.0000	0.0000
	<b>Total</b>		<b>64,269</b>	<b>64,269</b>	<b>100.0000</b>	<b>63,676</b>	<b>593</b>	<b>99.0773</b>
<b>Total</b>		<b>110,569,962</b>	<b>110,552,553</b>	<b>99.9843</b>	<b>105,628,375</b>	<b>4,924,178</b>	<b>95.5458</b>	<b>4.4542</b>



**Consolidated Scrutinizer's Report**  
**[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the**  
**Companies (Management and Administration) Rules, 2014 as amended]**

To,

The Chairman of Sixtieth (60<sup>th</sup>) Annual General Meeting of the Equity Shareholders of Whirlpool of India Limited held on Tuesday, the 17<sup>th</sup> day of August, 2021 at 11.00 A.M. IST through Two-way Video Conferencing (VC) or Other Audio Visual Means (OAVM), which concluded at 1:24 P.M.

Dear Sir,

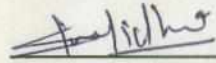
1. I, Rajiv Kumar Adlakha, a Company Secretary in Practice, have been appointed by the Board of Directors of Whirlpool of India Limited ("Company") as a scrutinizer for the purpose of scrutinizing the process of voting through electronic means ("remote e-voting") remotely before the Annual General Meeting ("AGM") and the process of e-voting at the AGM ("e-voting") and ascertaining the requisite majority on remote e-voting as well as e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the Resolutions contained in the Notice to the Sixtieth (60<sup>th</sup>) AGM of the Company issued in accordance with the relevant Circulars of Hon'ble Ministry of Corporate Affairs ("MCA"), and Securities and Exchange Board of India (SEBI) through VC or OAVM of the Members of the Company, held on Tuesday, the 17<sup>th</sup> day of August, 2021, at 11.00 A.M. IST.
2. The management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and Rules made thereunder, the MCA Circulars and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 relating to voting through electronic means on the resolutions contained in the Notice of the AGM of the Members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the respective Resolution(s) stated as above, based on the reports generated from the e-voting system provided by National Securities Depository (India) Limited ("NSDL") the agency authorized under the Rules to provide e-voting facilities, as engaged by the Company.
3. Further to the above, I submit my consolidated report on remote e-voting prior to the AGM and e-voting at the AGM as under:-
  - i. The remote e-voting period commenced from Friday, the 13<sup>th</sup> August, 2021 (09.00 A.M. IST) and ended on Monday, the 16<sup>th</sup> August, 2021 (05.00 P.M. IST) via e-voting platform of National Securities Depository (India) Limited (NSDL) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - ii. At the end of the voting period on 16<sup>th</sup> August, 2021 at 05.00 P.M. IST, the voting platform of NSDL stood blocked.
  - iii. After the conclusion of the AGM of the Company on Tuesday, the 17<sup>th</sup> day of August, 2021, the votes cast at the AGM through e-voting were first counted and thereafter, the votes cast through remote e-voting were unblocked in the presence of two





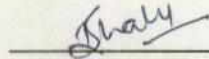


witnesses, Ms. Nidhi Sharma and Mrs. Shalu Sharma who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Nidhi Sharma

Adhaar No. 8137 3397 6073



Name: Shalu Sharma

Adhaar No: 2825 9154 3885

- iv. Thereafter, the details containing *inter alia*, list of Equity Shareholders, who voted "for" or "against" each of the resolutions that were put to vote, were generated from the e-voting website of NSDL i.e. <https://www.evoting.nsdl.com/> and based on such reports generated, the results of the remote e-voting were scrutinized.
- a. The Members of the Company as on the "cut-off" date for e-voting i.e., were entitled to vote on the resolutions (Item No. 1 to Item No. 5 as set out in the Notice of the AGM of the Company).
- v. I as a Scrutinizer have duly compiled the voting results of the remote e-voting carried out prior to the AGM and e-voting carried out at the AGM and hereby submit the Consolidated Scrutinizer's Report on the said voting results, the details of which are as follows:

Item No./ Resolution No. 1:-

Ordinary Resolution for adopting Audited Financial Statements (including audited Consolidated Financial Statements) of the Company for the financial year ended March 31, 2021 and the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Statutory Auditors thereon.

i. Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favor and Against)
420	110,712,916	99.985%

ii. Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favor and Against)
3	16,325	0.015%

iii. Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them





NIL	NIL
-----	-----

**Item No. 2:-**

Ordinary Resolution for declaration of Final Dividend on Equity Shares for the Financial Year ended March 31, 2021

i. **Voted in favour of the resolution:**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
423	110,729,256	100.000%

ii. **Voted against the resolution:**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1	10	0.000%

iii. **Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**Item No. 3:-**

Ordinary Resolution for re-appointment of Mr. Arumalla Hari Bhavanarayana Reddy (DIN: 08060227) as Director, who retires by rotation and being eligible, offers himself for re-appointment

i. **Voted in favour of the resolution:**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
400	110,611,985	99.894%

ii. **Voted against the resolution:**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
23	117,271	0.106%

iii. **Invalid Votes:**



Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**Item No. 4:-**

Ordinary Resolution for remuneration to be paid to M/s R.J. Goel & Co., Cost Accountants, as Cost Auditors of the Company, for the financial year 2021-22

i. **Voted in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
416	110,729,053	100.000%

ii. **Voted against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
6	226	0.000%

iii. **Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**Item No. 5:-**

Ordinary Resolution for appointment of Mr. Arvind Uppal (DIN: 00104992) as an Independent Director of the Company

i. **Voted in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
356	105,628,375	95.546%

ii. **Voted against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
63	4,924,178	4.454%



iii. **Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

For Adlakha & Adlakha Associates  
Company Secretaries

  
  
(Rajiv Kumar Adlakha)  
Practicing Company Secretary  
Membership No: A8388; CP No. 3508  
Partner  
UDIN: A008388C000801719  
Place: Gurugram  
Date: 18<sup>th</sup> August, 2021