



RALLIS INDIA LIMITED

A TATA Enterprise

Regd. Office: 156/157, 15th Floor, Nariman Bhavan, 227 Nariman Point, Mumbai 400021

RESULTS OF POSTAL BALLOT

Pursuant to Section 192A of the Companies Act, 1956 read with the Companies (Passing of Resolution by Postal Ballot) Rules, 2001, approval of the shareholders was sought through Postal Ballot, for issue of bonus shares to the shareholders, in the proportion of one new fully paid equity share of Rs.10/- each for every two equity shares of Rs.10/- each held by them.

The last date for receipt of the postal ballot forms duly completed by the shareholders was May 28, 2010.

The Scrutinizer appointed by the Board has submitted his report dated May 29, 2010 on the Postal Ballot and based on the report, the results of the postal ballot is declared as follows:

	Issue of Bonus Shares		
	No. of Ballot Papers	No. of Votes	%
Total No. of Ballots received	666	76,24,855	
<i>Less: No. of Invalid Votes</i>	60	10,065	
Total No. of Valid Votes	606	76,14,790	100.00
Votes in favour of the Resolution	602	76,14,387	99.99
Votes against the Resolution	4	403	0.01

The votes cast in favour of the aforesaid Resolution are 99.99% of the total valid votes received and consequently the Ordinary Resolution for issue of bonus shares to the shareholders, in the proportion of one new fully paid equity share of Rs.10/- each for every two equity shares of Rs.10/- each held by them, as mentioned in the Notice dated April 22, 2010 has been passed by the requisite majority.

For RALLIS INDIA LIMITED

R. GOPALAKRISHNAN
CHAIRMAN

Place: Mumbai

Date: May 29, 2010

To
The Chairman
Rallis India Limited
156/157, 15th Floor, Nariman Bhavan,
227, Nariman Point,
Mumbai-400021

Report of Scrutinizer

I, P. N. Parikh, Company Secretary in whole time practice, having my office at A - 60/1220, Azad Nagar, Veera Desai Road, Andheri (West), Mumbai 400 053 had been appointed as the Scrutinizer by the Board of Directors of the Company to conduct the postal ballot process in respect of the Ordinary Resolution under the applicable provisions of the Companies Act, 1956 pursuant to the Notice dated April 22, 2010 (copy attached) issued under Section 192A of the Companies Act, 1956 read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2001 for issue of bonus shares.

I have scrutinized the poll papers and maintained a register in which necessary entries have been made in accordance with the above rules.

I now submit my Report as under of the result of the voting by postal ballot in respect of the said Ordinary Resolution.



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Ordinary Resolution under the applicable provisions of the Companies Act, 1956 for issue of bonus shares.

Sr. No.	Particulars	Result
I	Total Number of Shareholders as on April 23, 2010	10,148
II	Total Shareholders to whom postal ballots were sent	10,148
III	Total Shareholders who exercised their votes through postal ballots	666
IV	Total Shareholders whose votes were valid	606
	1.a. Number of Shareholders voted in favour	602
	b. Percentage	99.34
	2. a. Number of Shareholders voted against	4
	b. Percentage	0.66
V	Total number of shares voted	7624855
VI	Total valid votes (in terms of number of voting rights/ shares through postal ballots)	7614790
	1.a. Number of votes in favour of the resolution	7614387
	b. Percentage	99.99
	2. a. Number of votes against the resolution	403
	b. Percentage	0.01
VII	Invalid Postal Ballots	60
	Number of shares	10065

Place: Mumbai

Dated: May 29, 2010



Signature

Name:

P. N. Parikh
Scrutinizer

FCS: 327

CP: 1228