

SCRUTINIZER'S REPORT

[Pursuant to Sections 108 & 109 of the Companies Act, 2013 and the Companies (Management & Administration) Rules, 2014]

To
Mr. Bharat D. Shah
Chairman
3M India Limited
Plot No 48-51, Electronic City,
Hosur Road, Bangalore
560100 Karnataka

Dear Sir

I, Vijaykrishna KT, Company Secretary in Whole-Time Practice (FCS No.1788, CP No.980), having office at # 496/4, 2nd Floor, 10th Cross, Near Bashyam Circle, Sadashivanagar, Bengaluru- 560080, duly appointed as Scrutinizer by 3M India Limited ('the Company') for the purpose of scrutinizing the e-voting prior to the Annual General Meeting (AGM) ('remote e-voting') and electronic voting ('e-voting') at the 36th Annual General Meeting held on Friday, August 25, 2023 at 10.30 AM IST held through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'), pursuant to Sections 108 and 109 of the Companies Act, 2013 (the Act), read with Rules 20 and 21 of the Companies (Management & Administration) Rules, 2014 (the Rules) as amended from time to time and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, hereby furnish my Report to you.

The Notice dated May 30, 2023, as confirmed by the Company was sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular No.2/2022 dated May 5, 2022 read with Circular No.14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 5, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 issued by the Securities and Exchange Board of India (collectively referred to as 'SEBI Circulars') permitted the holding of the Annual General Meeting ('AGM') through VC/OAVM, without the physical presence of the Members. The Management of the Company is responsible to ensure compliance of the requirements of the Companies Act, 2013 and Rules relating to voting through remote e-voting and e-voting at the Annual General Meeting venue for the resolutions proposed in the Notice of 36th Annual General Meeting. My responsibility as Scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to make a Scrutinizer's Report for

the votes casts in "favour" or "against" on the resolutions proposed in the Notice convening the 36th Annual General Meeting of the Company.

The e-voting facility both for remote e-voting and e-voting at the AGM were provided by National Securities Depository Limited (NSDL).

In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the remote e-voting was kept open for three days from 22nd August, 2023 (9:00 A.M. IST) till 24th August, 2023 (5:00 P.M. IST) and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the e-voting platform.

After declaration of voting by Chairman, two Shareholders present at the AGM through VC/OAVM voted through e-voting facility at the AGM provided by NSDL at the AGM.

The Members holding Equity Shares as on the "cut-off date" i.e., Thursday, 18th August, 2023 were entitled to vote on the resolutions proposed in the Notice calling the 36th Annual General Meeting.

At the end of the E-voting period on 24th August, 2023 (5.00 P.M. IST), the voting portal of NSDL was blocked forthwith.

After the conclusion of e-voting at the AGM, the votes cast under remote e-voting and votes cast through e-voting at the AGM were unblocked on 25th August, 2023, in the presence of who acted as witnesses as prescribed under sub-rule 3(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and thereafter the votes cast there under were counted.

Thereafter, the details containing *inter alia*, the list of members, who voted "for" or "against" each of the resolution that were put to vote, were derived from the report generated from the e-voting portal of NSDL i.e. www.evoting.nsdl.com and based on such reports.

a. 290 (folio wise) Members have cast their votes through remote e-voting.

b. 4 (folio wise) Members have cast their votes through e-voting at the Annual General Meeting.

The brief analysis of the results of the remote e-voting and e-voting at the Annual General Meeting are as under.

ORDINARY BUSINESS:

Item No.1: Adoption of Standalone Financial Statements for the financial year ended March 31, 2023:

Ordinary Resolution:

Particulars	No. of votes contained in			Percentage on Valid votes
	Remote e-voting	e-voting at the AGM	Total	

	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	281	9783955	3	129	284	9784084	99.997
Dissent	3	246	0	0	3	246	0.003
Total	284	9784201	3	129	287	9784330	100.000
Abstained/ Invalid	0	0	0	0	0	0	-

Item No.2: Adoption of Consolidated Financial Statements for the financial year ended March 31, 2023:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	281	9783955	3	129	284	9784084	99.997
Dissent	3	246	0	0	3	246	0.003
Total	284	9784201	3	129	287	9784330	100.000
Abstained/ Invalid	0	0	0	0	0	0	-

Item No.3: Confirmation of interim dividend and recommendation of final Dividend for the financial year ended March 31, 2023:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote E-voting		e-voting at the AGM		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	282	9785307	4	330	286	9785637	99.997
Dissent	3	246	0	0	3	246	0.003
Total	285	9785553	4	330	289	9785883	100.000

Abstained/ Invalid	0	0	0	0	0	0	-
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Item No.4:Re-appointment of Ms. Yun Jin (holding DIN: 09474323) who retires by rotation:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	253	9756909	3	129	256	9757038	99.71
Dissent	38	28842	0	0	38	28842	0.29
Total	291	9785751	3	129	294	9785880	100.000
Abstained/ Invalid	0	0	0	0	0	0	-

SPECIAL BUSINESS:

Item No.5: Approval of Material Related Party Transactions with 3M Company, USA:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	142	646842	3	129	145	646971	48.41
Dissent	141	689556	0	0	141	689556	51.59
Total	283	1336398	3	129	286	1336527	100.00
Abstained/ Invalid	0	0	0	0	0	0	-

Item No.6: Approval of Material Related Party Transactions with 3M Innovation Singapore Pte Ltd.:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	279	1336709	3	129	282	1336838	99.98
Dissent	5	242	0	0	5	242	0.02
Total	284	1336951	3	129	287	1337080	100.00
Abstained/ Invalid	0	0	0	0	0	0	-

Item No.7: Ratification of remuneration payable to Messrs. Rao, Murthy & Associates, Cost Auditors for the financial year 2023-24:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	281	9785421	3	129	284	9785550	99.993
Dissent	5	333	0	0	5	333	0.007
Total	286	9785754	3	129	289	9785883	100.000
Abstained/ Invalid	0	0	0	0	0	0	-

Based on the foregoing, the resolution numbers from 01, 02, 03, 04, 06 and 07 in respect of Notice of 36th Annual General Meeting maybe deemed to have been passed by Requisite Majority. *However, resolution number 05 was not passed.*

All the relevant records relating to remote e-voting and e-voting are under my safe custody and will be handed over to the Chairman or Company Secretary of the Company for preserving safely.

Thanking You

Yours Sincerely

Vijayakrishna KT
Company Secretary
FCS No.: 1788
C. P. No.: 980
UDIN: F001788E000876376
Date: 28.08.2023
Place: Bengaluru