

KOTHARI INDUSTRIAL CORPORATION LIMITED

CIN No.L24110TN1970PLC005865

"Kothari Buildings" No.114/117, Mahatma Gandhi Salai

Nungambakkam, Chennai - 600 034

Ph : +91 44 2833 4565 | Fax : +91 44 2833 4581

E-mail : enquiries@kotharis.in | www.kotharis.in



July 20, 2021

To,
BSE Limited
Department of Corporate Services
P.J. Towers, 1st Floor,
Dalal Street,
Mumbai – 400 001

Sub: Corrigendum to the Postal Ballot Notice dated 30.06.2021

Ref: Scrip Code: 509732
Scrip ID: KOTIC

Dear Sir,

This has reference to the Postal Ballot Notice dated 30.06.2021 ("**Postal Ballot Notice**") issued by Kothari Industrial Corporation Limited (the "**Company**") for the purpose of seeking shareholders' approval by way of special resolution for reduction of the share capital of the Company from Rs.9,55,54,425 divided into 1,91,10,885 Equity Shares of Rs.5 each to Rs.6,24,19,425 divided into 1,24,83,885 Equity Shares of Rs.5 each by cancelling and extinguishing 66,27,000 equity shares each of Rs.5 each ("**Capital Reduction**")

The Postal Ballot Notice has been sent to all the shareholders/beneficial owner of the Company in due compliance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This corrigendum ("**Corrigendum**") is being issued to the shareholder/beneficial owners of the Company to provide amendment to the clause (xx) of Part C of the Explanatory Statement to item no. 1 of the Postal Ballot Notice.

Amendment to clause (xx) of Part C of the Explanatory Statement to item no. 1 of the Postal Ballot Notice to appear and read as follows:

"This Scheme of Capital Reduction is in the interest of the Company and its public shareholders as by virtue of this Capital Reduction, the shareholding of the public shareholders will increase. The Company has appointed Mr. L K Sivaramankrishnan, Chartered Accountant /Registered valuer for recommending the fair value for the reduction of share capital. As per valuation report dated 28.10.2020 as on 15th October 2020 the value of equity share per share is Zero. Due to the cash flow restraints in the Company, the Allottees have agreed to waive off the whole subscription amount of Rs. 5 per share, that was paid by them to the Company as share subscription monies towards subscription of the aforesaid equity shares on a preferential basis such that the reduced share capital is equal to and matches the listed share capital. In other words, the Company will not be paying the Allottees any refund for such Capital Reduction. The Company will then make an application to the BSE, along with the order for Capital Reduction, requesting the BSE to revoke suspension of its shares."



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The Postal Ballot Notice had an inadvertent error in Clause (xx) of Part C of the Explanatory Statement to item no. 1 of the Postal Ballot Notice wherein it is stated that the Company will refund an amount of Re.1 (Rupee one) per shares amounting to Rs.66, 27,000 (Rupees sixty-six lakhs twenty-seven thousand and the Allottees will be waiving off Rs.4 (Rupees four) per share. However, this is an incorrect fact and the Company is not making any payouts to the Allottees pursuant to the approval of the Scheme of Capital Reduction. This is evident from Clause No. 5.20 and Clause 7 of the Scheme (*attached as Annexure I to the Postal Ballot Notice*) which says that no amounts will be paid to the Allottees.

This aforesaid amendment is to clarify that the Allottees will not be paid pursuant to the Scheme of Capital Reduction, hence this Corrigendum.

Except as detailed in this Corrigendum, all other terms and contents of the Postal Ballot Notice shall remain unchanged

All capitalised terms used in this Corrigendum and not defined herein shall have the same meaning as ascribed in the Postal Ballot Notice.

The above intimation is given to you for your record, kindly take the note of the same.

Thanking You,

Yours faithfully,

For Kothari Industrial Corporation Limited

Anil Kumar Padhiali

Anil Kumar Padhiali
Company Secretary cum Compliance Officer

