

# 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



To,

01<sup>st</sup> October 2021

BSE LIMITED

P. J. Towers, Dalal Street,

Fort Mumbai - 400 001

Scrip Code: 509732 (BSE)

Dear Sirs,

**Sub: Disclosure of voting results of the 51<sup>st</sup> Annual General Meeting of the Company held On 30<sup>th</sup> September, 2021 pursuant to Regulation 44 of the SEBI (LODR) Regulations, 2015.**

We submit herewith the Consolidated Voting Results (remote e-voting and e-voting during the AGM) of the company's Annual General Meeting held on 30th September, 2021 together with the Scrutinizer's Report dated 30.09.2021.

## Details of Voting Results

Particulars	Details
Date of AGM	30.09.2021
Total number of Equity Shareholders as on the Record Date	51049
No. of shareholders present in the meeting either in person or through proxy	0
(a) Promoter group	0
(b) Public	0
No. of shareholders attended the meeting through video conference:	41
(a) Promoter group	11
(b) Public	30



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## Item No.1:

**Resolution required: Ordinary Resolution**

**Whether promoter/promoter group are interested in the agenda/resolution: No**

**To consider and adopt:**

- a) **The Audited Standalone Financial Statements of the Company for the financial Year ended 31st March, 2021 and the Reports of Board of Directors and Auditors thereon.**
- b) **The Audited Consolidated Financial Statements of the Company for the financial Year ended 31st March, 2021 and the Report of Auditors thereon.**

Category	Mode of Voting	No. of shares held	No. of 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
Promoter & Promoter group	E-voting	9305038	1031379	11.08	1031379	0	100	0
	Poll	NA	0	0	0	0	0	0
	Postal ballot(If applicable)	NA	0	0	0	0	0	0
	Total	9305038	1031379	11.08	1031379	0	100	0
Public	E-voting	2774120	1491629	53.76	1491629	0	100	0
Institution(s)	Poll	NA	0	0	0	0	100	0
	Postal ballot(If applicable)	NA	0	0	0	0	0	0
	Total	2774120	1491629	53.76	1491629	0	100	0
Public Non-Institutions	E-voting	7031727	368005	5.23	367905	100	99.97	0.03
	Poll	NA	0	0	0	0	0	0
	Postal ballot(If applicable)	NA	0	0	0	0	0	0
	Total	7031727	368005	5.23	367905	100	99.97	0.03
Total		19110885	2891013	15.12	2890913	100	99.99	0.01



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## Item No.2

**Resolution required: Ordinary Resolution**

**Whether promoter/promoter group are interested in the agenda/resolution: Yes**

**To appoint a Director in the place of Mr. Pradip D Kothari (DIN: 01315682), who retires by rotation and being eligible offers himself for re-appointment.**

Category	Mode of Voting	No. of shares held	No. of 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
Promoter & Promoter group	E-voting	9305038	1031379	11.08	1031379	0	100	0
	Poll	NA	0	0	0	0	0	0
	Postal ballot(if applicable)	NA	0	0	0	0	0	0
	Total	9305038	1031379	11.08	1031379	0	100	0
Public	E-voting	2774120	20000	0.72	20000	0	100	0
Institution(s)	Poll	NA	0	0	0	0	0	0
	Postal ballot(if applicable)	NA	0	0	0	0	0	0
	Total	2774120	20000	0.72	20000	0	100	0
Public Non-Institutions	E-voting	7031727	368005	5.23	367905	100	99.97	0.03
	Poll	NA	0	0	0	0	0	0
	Postal ballot(if applicable)	NA	0	0	0	0	0	0
	Total	7031727	368005	5.23	367905	100	99.97	0.03
Total		19110885	1419384	7.42	1419284	100	99.99	0.01



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## Item No.3

**Resolution required: Ordinary Resolution**

**Whether promoter/promoter group are interested in the agenda/resolution: No**

## Approval of Related party Transactions

Category	Mode of Voting	No. of shares held	No. of 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	$(6)=(4)/(2)*100$	$(7)=(5)/(2)*100$
Promoter	E-voting	9305038	1031379	11.08	1031379	0	100	0
& Promoter group	Poll	NA	0	0	0	0	0	0
	Postal ballot(if applicable)	NA	0	0	0	0	0	0
	Total	9305038	1031379	11.08	1031379	0	100	0
Public	E-voting	2774120	20000	0.72	20000	0	100	0
Institution(s)	Poll	NA	0	0	0	0	0	0
	Postal ballot(if applicable)	NA	0	0	0	0	0	0
	Total	2774120	20000	0.72	20000	0	100	0
Public Non-Institutions	E-voting	7031727	368005	5.23	367905	100	99.97	0.03
	Poll	NA	0	0	0	0	0	0
	Postal ballot(if applicable)	NA	0	0	0	0	0	0
	Total	7031727	368005	5.23	367905	100	99.97	0.03
Total		19110885	1419384	7.42	1419284	100	99.99	0.01

We write this to inform you that all the aforesaid resolutions have been passed with requisite Majority. We enclose the Scrutinizer's Report dated 30.09.2021 for your records.

Thanking you

Yours faithfully  
For Kothari Industrial Corporation Limited

Pradip D Kothari  
Chairman





# N. GANESAN ASSOCIATES

## CHARTERED ACCOUNTANTS

Lake View Building, II Floor, TNSC Bank Upstairs, New No.177/3 (Old No.136)  
Valluvarkottam High Road, Nungambakkam, Chennai - 600 034.  
E-mail : nganesanassociates@yahoo.com

### Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 read with Rules 20 and 21 of the Companies Management and Administration) Rules, 2014]

To  
The Chairman  
Kothari Industrial Corporation Limited  
114, Mahatma Gandhi Salai, Nungambakkam High Road,  
Chennai-600034

**Sub: Consolidated Scrutinizer's Report on remote e-voting and e-voting during the 51<sup>st</sup> Annual General Meeting (AGM) of Kothari Industrial Corporation Limited (the Company) held at 11.00 A.M. [Indian Standard Time] (1ST) on Thursday, the 30<sup>th</sup> September, 2021, through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")**

Dear Sir,

I, N Ganesan, a Chartered Accountant in Practice, have been appointed as Scrutinizer by the Board of Directors of Kothari Industrial Corporation Limited (the Company), having its Registered Office at Kothari Buildings, Nungambakkam High Road, Chennai-600034, for the purpose of scrutinizing the remote e-voting and e-voting during the 51<sup>st</sup> Annual General Meeting (AGM) held at 11 A.M.(IST) Thursday , the 30<sup>th</sup> September, 2021, through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), in respect of the resolutions as set out in the Notice of the AGM, pursuant to Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 (the Rules), as amended by Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

- 1) The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder relating to remote e-voting and e-voting during the AGM in respect of the resolutions set out in the Notice of the 51<sup>st</sup> AGM of the Members of the Company.
- 2) My responsibility as Scrutinizer for the remote e-voting and e-voting during the AGM is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice of 51<sup>st</sup> AGM which are detailed below, based on the reports generated from the e-voting system provided by the Central Depository Services (India)Limited (CDSL).

Now pursuant to the completion of the AGM of the Equity Shareholders of the Company held on Thursday, 30th September 2021 at 11.AM, I submit my report as under;





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- a) The e-voting facility for both remote e-voting and e-voting at the AGM through VC/OAVM was provided by Central Depository Services (India) Limited (CDSL).
- b) The e-voting period remained open from 9.00 AM on Monday, 27<sup>th</sup> September 2021 up to 5.00 PM on Wednesday, 29<sup>th</sup> September 2021.
- c) The company has also provided e-voting facility to the shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier through remote e-voting facility provided by CDSL at the AGM.
- d) The Equity shareholders holding shares as on 23<sup>rd</sup> September 2021, "cutoff date" was entitled to vote on the resolutions stated in notice of the 51<sup>ST</sup> AGM of the company.
- e) As per the information given by the company, the names of the shareholders who had voted by remote-voting through the facility provided by CDSL had been blocked and only those members who were present at the AGM through VC/OAVM and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
- f) After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of CDSL (www.evotingindia.com) in the presence of two witnesses, who are not in the employment of the company. The e-voting data stake results downloaded from the e-voting system of CDSL were scrutinized and reviewed, the votes were counted and the results were prepared.
- g) I have collated the votes cast through remote e-voting and e-voting through VC/OAVM and the same have been furnished hereunder:

### Resolution No: 1

### Nature of resolution: Ordinary Resolution

To consider and adopt:

- a) The Audited Standalone Financial Statements of the Company for the financial Year ended 31st March, 2021 and the Reports of Board of Directors and Auditors thereon.
- b) The Audited Consolidated Financial Statements of the Company for the financial Year ended 31st March, 2021 and the Report of Auditors thereon.

### (I) VOTED FOR THE RESOLUTION

	Number of members voted	Number of valid Votes cast (Shares)	% Of total number of valid votes cast
Remote E-VOTING	21	2890913	100
E-VOTING	0	0	0
TOTAL	21	2890913	100





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### (II) VOTED AGAINST RESOLUTION

	Number of members voted	Number of valid Votes cast (Shares)	% Of total number of valid votes cast
Remote E-VOTING	1	100	100
E-VOTING	0	0	0
<b>TOTAL</b>	<b>1</b>	<b>100</b>	<b>100</b>

### (III) INVALID VOTES:

	Number of members voted	Number of invalid Votes cast (Shares)
Remote E-VOTING	Nil	Nil
E-VOTING	Nil	Nil
<b>TOTAL</b>	<b>Nil</b>	<b>Nil</b>

### Resolution No: 2

#### Nature of resolution: Ordinary Resolution

To appoint a director in the place of Mr. Pradip D Kothari (DIN: 01315682), who retires by rotation and being eligible offers himself for re-appointment.

### 1) VOTED FOR THE RESOLUTION

	Number of members voted	Number of valid Votes cast (Shares)	% Of total number of valid votes cast
Remote E-VOTING	20	1419284	100
E-VOTING	0	0	0
<b>TOTAL</b>	<b>20</b>	<b>1419284</b>	<b>100</b>





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### II) VOTED AGAINST RESOLUTION

	Number of members voted	Number of valid Votes cast (Shares)	% Of total number of valid votes cast
Remote E-VOTING	1	100	100
E-VOTING	0	0	0
<b>TOTAL</b>	<b>1</b>	<b>100</b>	<b>100</b>

### III) INVALID VOTES:

	Number of members voted	Number of invalid Votes cast (Shares)
Remote E-VOTING	Nil	Nil
E-VOTING	Nil	Nil
<b>TOTAL</b>	<b>Nil</b>	<b>Nil</b>

**Resolution No: 3**

**Nature of resolution: Ordinary Resolution**

Approval of Related party Transactions

### 1) VOTED FOR THE RESOLUTION

	Number of members voted	Number of valid Votes cast (Shares)	% Of total number of valid votes cast
Remote E-VOTING	20	1419284	100
E-VOTING	0	0	0
<b>TOTAL</b>	<b>20</b>	<b>1419284</b>	<b>100</b>

### II) VOTED AGAINST RESOLUTION

	Number of members voted	Number of valid Votes cast (Shares)	% Of total number of valid votes cast
Remote E-VOTING	1	100	100
E-VOTING	0	0	0
<b>TOTAL</b>	<b>1</b>	<b>100</b>	<b>100</b>





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### III) INVALID VOTES:

	Number of members voted	Number of invalid Votes cast (Shares)
Remote E-VOTING	Nil	Nil
E-VOTING	Nil	Nil
TOTAL	Nil	Nil

The electronic data and all other relevant records relating to remote e-voting and e-voting during the AGM will be in my safe custody until the Chairman considers, approves and signs the minutes of AGM and thereafter the same will be handed over to the Company for safe keeping.

Place: Chennai  
Date:30.09.2021



Thanking you,  
For N.Ganesan Associates

N Ganesan  
Practicing Chartered Accountant  
Membership No:023700  
UDIN: 21023700AAAAAKG4716.

Counter signed by:  
For and on behalf of Kothari Industrial Corporation Limited

Chairman

