

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



30th December 2017

Central Depository Servicers (India) Limited
Registered Office: 17th Floor
PhirozeJeejeebhoy Towers, Dalal Street
Mumbai - 400 001.

Dear Sirs,

Sub: Submission of Consolidated Voting Results pf 47th Annual General Meeting held on 30th December 2017

We submit herewith the Consolidated Voting Results (both e-voting & polling) of the company's 47th Annual General Meeting held on 30th December 2017.

A.Particulars of Attendance at the 47th Annual General Meeting:

Particulars	Details
Date of 47 th AGM	30.12.2017
Total number of Equity Shareholders as on the Record Date	51050
No. of shareholders present in the meeting either in person or through proxy	60
(a)Promoter group	21
(b)Public	39
No. of shareholders attended the meeting through video conference:	0
(a)Promoter group	0
(b)Public	0
Details of Agenda:	Details furnished below in "B"
Resolutions Proposed:	
Mode of voting:	
Voting results:	

B.Details of voting for all items proposed at the 47th AGM:

The mode of voting for all the Resolutions were by E-voting and through Ballot.

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Resolution 1

To receive, consider and adopt the Audited Statement of Profit and Loss for the financial year ended 31st March 2017, the Balance Sheet as at that date together with the Report of Auditors and the Directors 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	E-voting	1074280	1074280	100.00	1074280	0	100	0
& Promoter group	Poll	3035269	2192008	72.22	2192008	0	100	0
	Postal ballot						0	0
	Total	4109549	3266288	79.48	3266288	0	100	0
Public	E-voting	2627936	20000	0.76	0	20000	0	100
Institution(s)	Poll	164392	0	-	0	0	0	0
	Postal ballot						0	0
	Total	2792328	20000	0.72	0	20000	0	100
Public Non-Institutions	E-voting	1777629	102131	5.75	102131	0	100	0
	Poll	10431379	6101656	58.49	6101656	0	100	0
	Postal ballot						0	0
	Total	12209008	6203787	50.81	6203787	0	100	0

This resolution has been carried with requisite majority.

A handwritten signature in blue ink, consisting of several loops and a long horizontal stroke at the end.

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Resolution 2

Ratification of the appointment of Messrs.Arockiasamy & Raj, Statutory Auditors from the conclusion of 47th AGM to conclusion of 48th AGM

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	1074280	1074280	100.00	1074280	0	100	0
& Promoter group	Poll	3035269	2192008	72.22	2192008	0	100	0
	Postal ballot							
	Total	4109549	3266288	79.48	3266288	0	100	0
Public	E-voting	2627936	20000	0.76	0	20000	0	100
Institution(s)	Poll	164392	0	-	0	0	0	0
	Postal ballot							
	Total	2792328	20000	0.72	0	20000	0	100
Public Non-Institutions	E-voting	1777629	102131	5.75	102131	0	100	0
	Poll	10431379	6101656	58.49	6101656	0	100	0
	Postal ballot							
	Total	12209008	6203787	50.81	6203787	0	100	0

This resolution has been carried with requisite majority.

A handwritten signature in purple ink, appearing to be a stylized name, located at the bottom right of the page.

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Resolution 3

Re-appointment of Mr.Pradip D Kothari as a Director of the company

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	1074280		-	0	0	0	0
& Promoter	Poll	3035269		-	0	0	0	0
group	Postal ballot							
	Total	4109549	0	-	0	0	0	0
Public	E-voting	2627936	20000	0.76	0	20000	0	100
Institution(s)	Poll	164392	0	-	0	0	0	0
	Postal ballot							
	Total	2792328	20000	0.72	0	20000	0	100
Public Non-	E-voting	1777629	102131	5.75	102131	0	100	0
Institutions	Poll	10431379	6101656	58.49	6101656	0	100	0
	Postal ballot							
	Total	12209008	6203787	50.81	6203787	0	100	0

This resolution has been carried with requisite majority.

A handwritten signature in blue ink, appearing to be 'Pradip D Kothari', is written over a faint circular stamp that contains the text '1917-2017'.

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Resolution 4

Appointment of and Remuneration of Mr.J.Rafiq Ahmed as Managing Director of the company

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	1074280	1074280	100.00	1074280	0	100	0
& Promoter group	Poll	3035269	2192008	72.22	2192008	0	100	0
	Postal ballot							
	Total	4109549	3266288	79.48	3266288	0	100	0
Public	E-voting	2627936	20000	0.76	0	20000	0	100
Institution(s)	Poll	164392	0	-	0	0	0	0
	Postal ballot							
	Total	2792328	20000	0.72	0	20000	0	100
Public Non-Institutions	E-voting	1777629	102131	5.75	102131	0	100	-
	Poll	10431379	6101656	58.49	6101656	0	100	0
	Postal ballot							
	Total	12209008	6203787	50.81	6203787	0	100	0

This resolution has been carried with requisite majority.

A handwritten signature in purple ink, consisting of several loops and a long horizontal stroke at the end.

R.SRINIVASAN B.Sc., B.L., A.C.S.,
PRACTISING COMPANY SECRETARY

A-2, Sri Vijayam - Ceebros Apts.
9, Vijayaraghava Road, T Nagar
Chennai - 600 017.
Email id: momu18@gmail.com
Mobile no.9840158156
Tel.no.044-28154421

30.12.2017

Mr.Pradip D Kothari
Chairman
Kothari Industrial Corporation Limited
Kothari Buildings, 4th Floor
114, Mahatma Gandhi Salai
Nungambakkam
Chennai - 600 034.

Dear Sir,

Sub: Report of the Scrutinizer on the remote E-voting and Physical Voting by Ballot at the 47th Annual General Meeting of Kothari Industrial Corporation Limited held vide Notice dated 2nd December 2017 under Sec.108 of the Companies Act, 2013 read with Regulation 44 of the SEBI (LODR) Regulations, 2015

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1. The undersigned was appointed as Scrutinizer for the remote e-voting and physical voting by ballot in respect of resolutions proposed vide Notice dated 2nd December 2017 of Kothari Industrial Corporation Limited (the Company) as per the provisions of Sec.108 of the Companies Act 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 read with Regulation 44 of the SEBI (LODR) Regulations, 2015 in connection with the 47th Annual General Meeting (AGM) of the company convened and held on 30th December 2017.
 2. As per the said Notice, the Record date(cut off date) for ascertaining the voting rights of shareholders for remote e-voting and physical voting by ballot at AGM was 23rd December 2017.
 3. The remote e-voting commenced on Wednesday the 27th December 2017 at 09.00 a.m.(IST) and ended on Friday the 29th December 2017 at 05.00 p.m.(IST).
 4. **As regards voting by ballot at the 47th AGM -**
 - (i) The ballots were duly opened in my presence in the presence of two witnesses who are not in the employment of the company and scrutinized and the shareholding and signatures were verified with the records available with the company.





- (ii) 51 ballots cast at the AGM were found to be valid and 9 ballots cast were found to be invalid.

5. As regards remote e-voting -

- (i) The reports on remote e-voting from portal of Central Depository Services (India) Limited (CDSL) was opened and downloaded in the presence of two witnesses by me on 30th December 2017 after counting the votes cast by ballot at the 47th AGM, in respect of the resolutions as proposed in the said Notice
- (ii) A total of 4 shareholders have voted successfully using the remote e-voting facility. The summary of the votes cast 'For' and 'Against' the 4 resolutions as per the said Notice and as extracted from the summary report of remote e-voting from the said CDSL portal is annexed as Annexure.
- (iii) There is no invalid vote in e-voting and there are 9 invalid votes in physical ballot.
6. The detailed shareholderwise voting pattern by remote e-voting as downloaded from CDSL has been submitted to the Chairman and Managing Director of the company.

As a Scrutinizer, I have performed my duties in compliance of the provisions of Sec.108 read with Companies (Management and Administration) Rules, 2014 Regulation 44 of the SEBI (LODR) Regulations, 2015.

Place: Chennai
Date : 30.12.2017

R. Srinivasan
R.SRINIVASAN
Practising Company Secretary
C.P.No.7779
ACS No.2654



ANNEXURE-I

REMOTE E-VOTING POSITION OF KOTHARI INDUSTRIAL CORPORATION LIMITED

Resln. No.	Subject matter of the Resolution	Resolution Requirement	FOR	AGAINST	RESULT
1	To receive, consider and adopt the Audited Statement of Profit and Loss for the financial year ended 31 st March 2017 the Balance Sheet as at that date together with the Report of Auditors and the Directors thereon.	Ordinary	1176411	20000	PASSED
2	To Ratify the appointment of Messrs.Arockiasamy & Raj, Statutory Auditors from the conclusion of 47 th AGM to conclusion of 48 th AGM	Ordinary	1176411	20000	PASSED
3	To re-appoint Mr.Pradip D Kothari(DIN 01315682) as a Director of the Company, liable to retire by rotation	Ordinary	102131	20000	PASSED
4	Appointment of and Remuneration of Mr.J.Rafiq Ahmed(DIN 02861341) as Managing Director	Ordinary	1176411	20000	PASSED





ANNEXURE-II

PHYSICAL VOTING POSITION OF KOTHARI INDUSTRIAL CORPORATION LIMITED

Resln. No.	Subject matter of the Resolution	Resolution Requirement	FOR	AGAINST	RESULT
1	To receive, consider and adopt the Audited Statement of Profit and Loss for the financial year ended 31 st March 2017 the Balance Sheet as at that date together with the Report of Auditors and the Directors thereon.	Ordinary	8293664	20000	PASSED
2	To Ratify the appointment of Messrs.Arockiasamy& Raj, Statutory Auditors from the conclusion of 47 th AGM to conclusion of 48 th AGM	Ordinary	8293664	20000	PASSED
3	To re-appoint Mr.Pradip D Kothari(DIN 01315682) as a Director of the Company, liable to retire by rotation	Ordinary	6101656	20000	PASSED
4	Appointment of and Remuneration of Mr.J.Rafiq Ahmed(DIN 02861341) as Managing Director	Ordinary	8293664	20000	PASSED

39

