



# KANORIA CHEMICALS & INDUSTRIES LIMITED

Registered Office :  
KCI Plaza, 6th Floor  
23C, Ashutosh Chowdhury Avenue  
Kolkata-700 019  
Tel : +91-33-4031-3200  
CIN : L24110WB1960PLC024910  
E-mail : calall@kanoriachem.com  
Website : www.kanoriachem.com  
10<sup>th</sup> May, 2025

To, The Manager, Listing Department National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 Symbol: <b>KANORICHEM</b>	To, The Secretary, BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400 001 Script Code: <b>506525</b>
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Dear Sir,

**Sub: Result of Postal Ballot & E-Voting – Notice dated 13<sup>th</sup> February 2025**

In accordance with the Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the voting results declared today and the Scrutinizer's Report for the following: -

- Re-appointment of Shri Saumya Vardhan Kanoria (DIN 02097441) as a Whole-Time Director of the Company for a term of 3 years with effect from 1<sup>st</sup> April 2025.
- Approval of Material Related Party Transaction between the step down subsidiaries of the Company, viz., APAG Elektronik AG, Switzerland and APAG Elektronik s.r.o., Czech Republic

The aforesaid resolutions have been passed by the Members with requisite majority, through Postal Ballot by remote e-voting process.

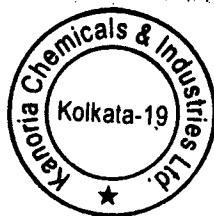
You are requested to kindly take the same on record.

Thanking you,

Yours sincerely,

**For Kanoria Chemicals & Industries Limited**

**Pratibha Jaiswal  
Company Secretary**



Encl. : as above

### Voting Results on Postal Ballot

Date of Close of Postal Ballot :	09-05-2025
Total number of shareholders on cut-off date- 4th April, 2025	18888
No. of Shareholders present in the meeting either in person or through proxy: Promoter and Promoter Group: Public:	Not Applicable
No. of Shareholders voted through e-Voting	153
Promoter and Promoter Group:	7
Public:	146

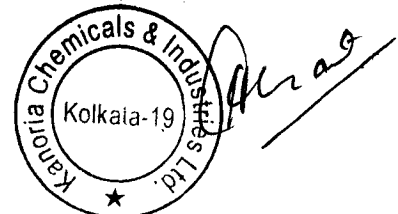
### Agenda-wise disclosure

#### SPECIAL BUSINESS

##### Item No. 1

Re-appointment of Shri Saumya Vardhan Kanoria (DIN 02097441) as a Whole-Time Director of the Company for a period of three years with effect from 1st April, 2025.

Resolution Required (Ordinary/Special)					Special Resolution			
Whether promoter/promoter groups are interested in agenda/resolution ?					Yes			
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 and Promoter Group	E-Voting	3,25,06,880	3,25,06,880	100.0000	3,25,06,880	-	100.00	-
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	<b>Total</b>	3,25,06,880	3,25,06,880	100.0000	3,25,06,880	-	100.00	-
Public-institutions	E-Voting	66,712	1,137	1.7043	1,137	-	100.00	-
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	<b>Total</b>	66,712	1,137	1.7043	1,137	-	100.00	-
Public-Non institutions	E-Voting	1,11,19,741	32,118	0.2888	31,687	431	98.6581	1.3419
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	<b>Total</b>	1,11,19,741	32,118	0.2888	31,687	431	98.6581	1.3419
<b>Total</b>		<b>4,36,93,333</b>	<b>3,25,40,135</b>	<b>74.4739</b>	<b>3,25,39,704</b>	<b>431</b>	<b>99.9987</b>	<b>0.0013</b>



**Item No. 2**

**Approval of Material Related Party Transaction between the step down subsidiaries of the Company, viz., APAG Elektronik AG, Switzerland and APAG Elektronik s.r.o., Czech Republic**

**Resolution Required (Ordinary/Special)****Ordinary Resolution**

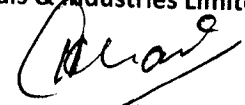
**Whether promoter/promoter groups are interested in agenda/resolution ?**

**Yes**

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	Yes			
					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 and Promoter Group	E-Voting	3,25,06,880	-	-	-	-	-	-
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		3,25,06,880	-	-	-	-	-
Public-institutions	E-Voting	66,712	1,137	1.7043	1,137	-	100.00	-
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		66,712	1,137	1.7043	1,137	-	100.00
Public-Non institutions	E-Voting	1,11,19,741	32,109	0.2888	31,655	454	98.5861	1.4139
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		1,11,19,741	32,109	0.2888	31,655	454	98.5861
<b>Total</b>		<b>4,36,93,333</b>	<b>33,246</b>	<b>0.0761</b>	<b>32,792</b>	<b>454</b>	<b>98.6344</b>	<b>1.3656</b>

All the resolutions with respect to the agenda item were passed by requisite majority. The resolutions as approved by the members of the Company, in terms of the Postal Ballot Notice dated 13th February, 2025 will form part of the Minutes of the General Meeting.

**For Kanoria Chemicals & Industries Limited**



H. K. Khaitan

Director

DIN: 00220049

Place : Kolkata

Date: 10th May, 2025

### Scrutinizer's Report

[Pursuant to Section 108 and Section 110 of the Companies Act, 2013 and Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

To,  
The Chairman  
Kanoria Chemicals & Industries Limited  
"KCI Plaza", 6<sup>th</sup> Floor  
23C, Ashutosh Chowdhury Avenue  
Kolkata-700019

Date: 10.05.2025

Dear Sir,

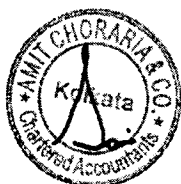
**Sub: Report of Scrutinizer on Postal Ballot conducted through electronic voting system in accordance with the provisions of Section 108 and Section 110 and other applicable provisions, if any of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014**

I, Amit Choraria, Practicing Chartered Accountant and proprietor of Amit Choraria & Co., having Membership No. 066838, was appointed by the Board of Directors of Kanoria Chemicals & Industries Limited ("the Company") (CIN: L24110WB1960PLC024910) to act as the Scrutinizer for the purpose of scrutinizing the remote e-voting process of the Postal Ballot in respect of the Resolutions mentioned in the Notice of Postal Ballot dated 13<sup>th</sup> February, 2025, in compliance with Section 108 and Section 110 of the Companies Act, 2013, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), read with circulars issued in this relation by the Ministry of Corporate Affairs ("collectively referred to as "MCA Circulars"), allowing the companies to conduct the Postal Ballot process through electronic means ("remote e-voting") only.

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder, the Listing Regulations, read with the "relevant Circulars", relating to remote e-voting process is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the remote e-voting process is conducted in a fair and transparent manner and to render the Scrutinizer's Report of the total votes cast in favour or against, if any, on the resolution, based on the report generated from the electronic voting system provided by National Securities Depository Limited ("NSDL").

As per the relevant MCA and SEBI circulars, physical copies of the notice were not dispatched to the members for this Postal Ballot. Accordingly, the communication of assent or dissent of members has taken place through the remote e-voting system only.

The Notice dated 13<sup>th</sup> February, 2025 along with the statement under Section 102 of the Companies Act, 2013, conducting the Postal Ballot of the Company through remote e voting, was sent through electronic mode only to those shareholders whose email addresses were registered with the Company/Depositories, in compliance with the MCA Circulars and SEBI Circulars.



The Members of the Company holding shares as on the *cut- off date i.e. Friday, 4<sup>th</sup> April, 2025* were entitled to vote on the resolutions as set out in the Postal Ballot notice.

In this regard, I hereby submit my report as under: -

1. The Company had availed the services of National Securities Depository Limited (NSDL) as the Agency for providing facility for remote e-voting participation in the Postal Ballot.
2. The remote e-voting period commenced from *Thursday, 10<sup>th</sup> April, 2025 at 9.00 A. M. and ended on Friday, 9<sup>th</sup> May, 2025 at 5.00 P.M.* and the remote e-voting module was disabled by NSDL thereafter.
3. Subsequent to the conclusion of the Postal Voting, I unlocked the electronic votes cast through remote e-voting, in the presence of two witnesses, Mr. Supriyo Das and Ms. Sunita Chakraborty who are not in the employment of the Company.
4. We have scrutinized the votes cast through remote e-voting for the purpose of this Report.

On the basis of the above and pursuant to Rule 20(4)(xii), I hereby submit the Scrutinizer's Report on the remote e-voting (EVEN- 133534), as under:

**SPECIAL BUSINESS:**

**Item No. 1 - Special Resolution**

Re-appointment of Shri Saumya Vardhan Kanoria (DIN: 02097441) as a Whole-Time Director of the Company for a term of 3 years

Particulars	Remote e-voting		% of total number of valid votes cast
	No. of shareholders	No. of Votes	
Votes in favour of the Resolution	125	32539704	99.9987
Votes against the Resolution	28	431	0.0013
<b>Total</b>	<b>153</b>	<b>32540135</b>	<b>100.0000</b>
Invalid Votes	0	0	0

**Item No. 2 – Ordinary Resolution**

Approval of Material Related Party Transaction between the step down subsidiaries of the Company, viz., APAG Elektronik AG, Switzerland and APAG Elektronik s.r.o., Czech Republic

Particulars	Remote e-voting		% of total number of valid votes cast
	No. of shareholders	No. of Votes	
Votes in favour of the Resolution	112	32792	98.6344
Votes against the Resolution	33	454	1.3656
<b>Total</b>	<b>145</b>	<b>33246</b>	<b>100.0000</b>
Invalid Votes	0	0	0



**AMIT CHORARIA & CO**  
**Chartered Accountants**  
**Email ID: amitchorariaco@gmail.com**

14/2, Old China Bazar Street,  
4<sup>th</sup> Floor, Room No: 401,  
Kolkata- 700 001  
(M): 9830858715  
(O): (033) 2242-0196, 2243- 2509

### **Recommendation**

All the Resolutions, having secured requisite majority of votes in favour, may be considered to have been passed. The Company may accordingly declare the results of the remote e-voting.

Thanking you,

Yours truly,

**For Amit Choraria & Co**  
Chartered Accountants  
**Firm Registration No: 326638E**

*Amit Choraria*



**Amit Choraria**  
Proprietor  
**Membership No: 066838**  
Place: Kolkata  
**UDIN: 25066838BMUNUK1383**

### **Signature of the witnesses**

*Supriyo Das.*

1. Mr. Supriyo Das  
14/2 Old China Bazar Street, Kolkata – 700001

*Suniti Chakraborty*

2. Ms. Suniti Chakraborty  
14/2 Old China Bazar Street, Kolkata – 700001