KANORIA CHEMICALS & INDUSTRIES LIMITED

Registered Office : Park Plaza
71, Park Street, 7th Floor
Kolkata-700 016
Tel : +91-33-4031-3200
Fax : +91-33-4031-3220
CIN :L24110WB1960PLC024910
E-mail :calall@kanoriachem.com
Website : www.kanoriachem.com

KC-13/

September 03, 2015

The Manager- Listing
The National Stock Exchange of India Limited
"Exchange Plaza", 5th floor,
Plot No.C/1, "G" Block,
Bandra Kurla Complex, Bandra (E)
Mumbai- 400051

SYMBOL : KANORICHEM

BSE Limited
Rotunda Building
P J Towers
Dalal Street,
Mumbai- 400001

Security Code : 506525

Dear Sir/s,

Sub : Voting Results of 55th AGM

We are attaching herewith the results declared today on the resolutions proposed at the 55th AGM of the Company held on Tuesday, the 1st September, 2015. Please note that all the resolutions have been passed with the requisite majority.

Thanking you,

Yours sincerely,
For Kanoria Chemicals & Industries Limited

N K Sethia
Company Secretary

Encl:

55th Annual General Meeting (AGM) of Kanoria Chemicals & Industries Limited - details of voting results

Date of the AGM :	1st September, 2015
Total number of shareholders on record date: (being the cut-off date for determining shareholders entitled to e-voting - 25th August,2015)	12719
No.of Shareholders present in the meeting either in person or through proxy: Promoter and Promoter Group: Public:	 5 1549
No. of Shareholders attended the meeting through Video Conferencing: Promoter and Promoter Group: Public:	N A
Mode of Voting	Remote e-Voting and through Polling papers at Annual General Meeting

Agenda-wise

ORDINARY BUSINESS

Item No. 1 - Ordinary Resolution

(a) Adoption of the audited Financial Statements of the Company for the financial year ended 31st March 2015 and the Reports of the Board of Directors and Auditors thereon; and

(b) Adoption of the audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2015 and the Report of the Auditors thereon

Promoter/Public	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	3,25,19,024	3,24,23,384	99.71	3,24,23,384	-	100.00	-
Public-institutional holders	2,38,620	-	-	-	-	-	-
Public-Others	1,09,35,689	12,012	0.11	12,006	6	99.95005	0.04995
Total	4,36,93,333	3,24,35,396	74.23	3,24,35,390	6	99.99998	0.00002

Item No. 2 - Ordinary Resolution

Declaration of Dividend on Equity Shares

Promoter/Public	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	3,25,19,024	3,24,23,384	99.71	3,24,23,384	-	100.00	-
Public-institutional holders	2,38,620	-	-	-	-	-	-
Public-Others	1,09,35,689	11,712	0.11	11,712	-	100.00	-
Total	4,36,93,333	3,24,35,096	74.23	3,24,35,096	-	100.00	-

Item No. 3 - Ordinary Resolution

Appointment of a Director in place of Shri T D Bahety (DIN : 00031572), who retires by rotation and being eligible, offers himself for reappointment.

Promoter/Public	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	3,25,19,024	3,24,23,384	99.71	3,24,23,384	-	100.00	-
Public-institutional holders	2,38,620	-	-	-	-	-	-
Public-Others	1,09,35,689	12,012	0.11	12,006	6	99.95005	0.04995
Total	4,36,93,333	3,24,35,396	74.23	3,24,35,390	6	99.99998	0.00002

Item No. 4 - Ordinary Resolution

Ratification of appointment of Statutory Auditors and fixing their remuneration.

Promoter/Public	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	3,25,19,024	3,24,23,384	99.71	3,24,23,384	-	100.00	-
Public-institutional holders	2,38,620	-	-	-	-	-	-
Public-Others	1,09,35,689	11,712	0.11	11,706	6	99.94877	0.05123
Total	4,36,93,333	3,24,35,096	74.23	3,24,35,090	6	99.99998	0.00002

SPECIAL BUSINESS

Item No. 5 - Ordinary Resolution

Appointment of Smt Madhuvanti Kanoria (DIN : 00142146) as a Director

Promoter/Public	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	3,25,19,024	3,24,23,384	99.71	3,24,23,384	-	100.00	-
Public-institutional holders	2,38,620	-	-	-	-	-	-
Public-Others	1,09,35,689	12,012	0.11	12,006	6	99.95005	0.04995
Total	4,36,93,333	3,24,35,396	74.23	3,24,35,390	6	99.99998	0.00002

Item No. 6 - Special Resolution

Re-appointment of Shri R V Kanoria (DIN : 00003792) as the Managing Director of the Company.

Promoter/Public	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	3,25,19,024	3,24,23,384	99.71	3,24,23,384	-	100.00	-
Public-institutional holders	2,38,620	-	-	-	-	-	-
Public-Others	1,09,35,689	11,862	0.11	11,856	6	99.94942	0.05058
Total	4,36,93,333	3,24,35,246	74.23	3,24,35,240	6	99.99998	0.00002

Item No. 7 - Ordinary Resolution

Ratification of remuneration of the Cost Auditors for the financial year 2014-15.

Promoter/Public	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	3,25,19,024	3,24,23,384	99.71	3,24,23,384	-	100.00	-
Public-institutional holders	2,38,620	-	-	-	-	-	-
Public-Others	1,09,35,689	12,012	0.11	12,006	6	99.95005	0.04995
Total	4,36,93,333	3,24,35,396	74.23	3,24,35,390	6	99.99998	0.00002

Item No. 8 - Ordinary Resolution

Ratification of remuneration of the Cost Auditors for the financial year 2015-16.

Promoter/Public	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	3,25,19,024	3,24,23,384	99.71	3,24,23,384	-	100.00	-
Public-institutional holders	2,38,620	-	-	-	-	-	-
Public-Others	1,09,35,689	12,012	0.11	12,006	6	99.95005	0.04995
Total	4,36,93,333	3,24,35,396	74.23	3,24,35,390	6	99.99998	0.00002

All the resolutions with respect to the agenda items were passed by requisite majority. The resolutions as approved by the members of the Company, in terms of the Notice dated 27th May, 2015, will form part of the Minutes of the Annual General Meeting.

For KANORIA CHEMICALS & INDUSTRIES LTD.

Director

03/09/2015

(Amitav Kothari)

DIN: 01097705

H. M. CHORARIA

Practising Company Secretary
E-mail : hmchoraria@gmail.com

Phones (033) 2242-0196
2243-2509
Moblie – 9830058715
Room No. 401, 4th Floor
14/2, Old China Bazar street
Kolkata-700001

Scrutinizer's Report
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20[4][xii] of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Kanoria Chemicals & Industries Limited
"Park Plaza", South Block, 7th Floor
71, Park Street
Kolkata-700016

Dear Sir,

Re: Consolidated Report of Scrutinizer on the resolutions of the 55th Annual General Meeting of the Members of Kanoria Chemicals & Industries Limited held at "Shripati Singhania Hall" in "Rotary Sadan", 94/2, Chowringhee Road, Kolkata-700 020 on Tuesday, the 1st September, 2015 at 10.30 A.M.

I, Hanuman Mal Choraria, Practising Company Secretary and proprietor of H. M. Choraria & Co., having C P No. 1499, appointed by the Board of Directors of Kanoria Chemicals & Industries Limited (the Company) to act as the Scrutinizer for the purpose of scrutinizing the e-voting process (remote e-voting) and voting through polling papers at the Annual General Meeting ("AGM") pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015), in respect of the below mentioned resolutions proposed at the 55th Annual General Meeting of the Company, held on Tuesday, the 1st September, 2015 at Shripati Singhania Hall in Rotary Sadan, 94/2, Chowringhee Road, Kolkata - 700 020, do hereby submit my report as under:

1- The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and voting through polling papers at the AGM by the shareholders on the resolutions proposed in the Notice of the 55th AGM of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means (by remote e-voting) and through polling papers at the AGM are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL) and the report generated electronically for voting through polling papers at the AGM.

2- I have submitted separate Scrutinizer's Reports dated 3rd September, 2015 on remote e-voting and voting through polling papers at the AGM and I hereby submit consolidated Scrutinizer's Report pursuant to Rule 20(4)(xii) on the resolutions contained in the Notice of the aforesaid Annual General Meeting.

3- The consolidated results of the e-voting and voting through polling papers at the AGM are as under:

H. M. CHORARIA Kolkata FCS

ORDINARY BUSINESS:

Item No. 1- Ordinary Resolution

(a) Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March 2015 and the Reports of the Board of Directors and Auditors thereon; and

(b) Adoption of the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2015 and the Report of the Auditors thereon

(i) Voted in favour of the resolution :

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
82	32435390	99.99998

(ii) Voted against the resolution :

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
1	6	0.00002

(iii) Invalid Votes : includes 4 cases of mismatch of signatures and wrong ticking involving 2552 shares and 6 cases of mismatch of folio numbers whose identities and number of shares could not be ascertained,

Number of members whose votes were declared invalid	Total number of votes cast by them
10	2552

Item No. 2 - Ordinary Resolution

Declaration of Dividend on Equity Shares

(i) Voted in favour of the resolution :

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
82	32435096	100

(ii) Voted against the resolution :

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes : includes 4 cases of mismatch of signatures and wrong ticking involving 2552 shares and 6 cases of mismatch of folio numbers whose identities and number of shares could not be ascertained,

Number of members whose votes were declared invalid	Total number of votes cast by them
10	2552



Item No. 3 - Ordinary Resolution

Appointment of a Director in place of Shri T. D. Bahety (DIN: 00031572), who retires by rotation and being eligible, offers himself for re-appointment

(i) Voted in favour of the resolution :

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
82	32435390	99.99998

(ii) Voted against the resolution :

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
1	6	0.00002

(iii) Invalid Votes : includes 4 cases of mismatch of signatures and wrong ticking involving 2552 shares and 6 cases of mismatch of folio numbers whose identities and number of shares could not be ascertained,

Number of members whose votes were declared invalid	Total number of votes cast by them
10	2552

Item No. 4 - Ordinary Resolution

Ratification of appointment of Statutory Auditors and fixing their remuneration

(i) Voted in favour of the resolution :

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
81	32435090	99.99998

(ii) Voted against the resolution :

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
1	6	0.00002

(iii) Invalid Votes : includes 4 cases of mismatch of signatures and wrong ticking involving 2552 shares and 6 cases of mismatch of folio numbers whose identities and number of shares could not be ascertained,

Number of members whose votes were declared invalid	Total number of votes cast by them
10	2552



SPECIAL BUSINESS:

Item No. 5 - Ordinary Resolution

Appointment of Smt. Madhuvanti Kanoria (DIN: 00142146) as a Director

(i) Voted in favour of the resolution :

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
82	32435390	99.99998

(ii) Voted against the resolution :

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
1	6	0.00002

(iii) Invalid Votes : includes 4 cases of mismatch of signatures and wrong ticking involving 2552 shares and 6 cases of mismatch of folio numbers whose identities and number of shares could not be ascertained,

Number of members whose votes were declared invalid	Total number of votes cast by them
10	2552

Item No. 6 – Special Resolution

Re-appointment of Shri R. V. Kanoria (DIN: 00003792) as the Managing Director of the Company

(i) Voted in favour of the resolution :

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
81	32435240	99.99998

(ii) Voted against the resolution :

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
1	6	0.00002

(iii) Invalid Votes : includes 4 cases of mismatch of signatures and wrong ticking involving 2552 shares and 6 cases of mismatch of folio numbers whose identities and number of shares could not be ascertained,

Number of members whose votes were declared invalid	Total number of votes cast by them
10	2552



Item No. 7 – Ordinary Resolution

Ratification of remuneration of the Cost Auditors for the financial year 2014-15

(i) Voted in favour of the resolution :

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
82	32435390	99.99998

(ii) Voted against the resolution :

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
1	6	0.00002

(iii) Invalid Votes : includes 4 cases of mismatch of signatures and wrong ticking involving 2552 shares and 6 cases of mismatch of folio numbers whose identities and number of shares could not be ascertained,

Number of members whose votes were declared invalid	Total number of votes cast by them
10	2552

Item No. 8 – Ordinary Resolution

Ratification of remuneration of the Cost Auditors for the financial year 2015-16

(i) Voted in favour of the resolution :

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
82	32435390	99.99998

(ii) Voted against the resolution :

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
1	6	0.00002

(iii) Invalid Votes : includes 4 cases of mismatch of signatures and wrong ticking involving 2552 shares and 6 cases of mismatch of folio numbers whose identities and number of shares could not be ascertained,

Number of members whose votes were declared invalid	Total number of votes cast by them
10	2552

H. M. CHORARIA & CO. Kolkata

The registers and all other papers/records relating to remote e-voting and voting through polling papers will remain in my safe custody until the Chairman signs the Minutes of 55th AGM and the same shall be handed over thereafter to the Company Secretary for safe keeping.

Thanking you,

Yours truly

(H M Choraria)
Practising Company Secretary
FCS No. 2398, C P No. 1499

Place: Kolkata
Date: 3rd September, 2015

H.M. CHORARIA PCS Kolkata

For KANORIA CHEMICALS & INDUSTRIES LTD.

Director

(Amitav Kothari)
DIN: 01097705

03/09/2015