

KEL/SEC/SKC/9/2016

September 2, 2016

National Stock Exchange of India Ltd

Exchange Plaza, 5th Floor
Plot NoC/1, G Block
Bandra-Kurla Complex
Bandra East
Mumbai – 400 051

Scrip Code No. : **533451**

Sub : **Declaration of Voting Results / Submission of the Scrutinizers Report in Respect of Resolutions Polled at the Annual General Meeting – Regulation 44(3) of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015**

Sir,

Enclosed please find herewith the Consolidated Results of the voting declared by the Chairman in respect of Resolutions polled by Physical Ballot / e-voting & poll as set out in the Notice convening the AGM of the Company dated 25th May, 2016, for which e-voting was conducted from 30th August, 2016 to 1st September, 2016.

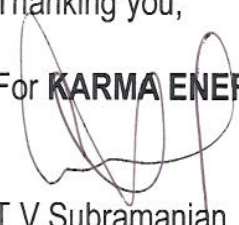
The Chairman has declared that all the resolutions have been passed with requisite majority.

A copy of the Scrutinizers Report is also enclosed along with.

Kindly find the same in order and arrange for publication on your website.

Thanking you,

For **KARMA ENERGY LIMITED**


T V Subramanian
CFO & Company Secretary

Encl : as above

Date of the AGM/EGM	02/09/2016
Total number of shareholders on record date	8527
No. of shareholders present in the meeting either in person or through proxy:	33
Promoters and promoter Group:	17
Public:	16
No. of shareholders attended the meeting through Video Conferencing:	NOT ARRANGED
Promoters and promoter Group:	
Public:	

Resolution 1 :Adoption of Financial Statements, Directors and Auditor's report for the year ended 31st March, 2016.

Resolution required :(Ordinary / Special)	Ordinary Resolution
Whether promoter/promoter group are interested in the agenda/resolution ?	No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	8644046	8644046	100.00	8644046	0	100.00	0.00
	POLL	8644046	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	8644046	8644046	100.00	8644046	0	100.00	0.00
Public - Institutions	E-VOTING	199	0	0.00	0	0	0.00	0.00
	POLL	199	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	199	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	2925673	829189	28.34	829189	0	100.00	0.00
	POLL	2925673	87	0.00	87	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	2925673	829276	28.34	829276	0	100.00	0.00
TOTAL		11569918	9473322	81.88	9473322	0	100.00	0.00



Resolution 2 : Re-appointment of Shri Chetan D. Mehra as Director, who retires by Rotation.

Resolution required : (Ordinary / Special)

Ordinary Resolution

Whether promoter/promoter group are interested in the agenda/resolution ?

No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	8644046	8644046	100.00	8644046	0	100.00	0.00
	POLL	8644046	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	8644046	8644046	100.00	8644046	0	100.00	0.00
Public - Institutions	E-VOTING	199	0	0.00	0	0	0.00	0.00
	POLL	199	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	199	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	2925673	829189	28.34	829189	0	100.00	0.00
	POLL	2925673	87	0.00	87	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	2925673	829276	28.34	829276	0	100.00	0.00
TOTAL		11569918	9473322	81.88	9473322	0	100.00	0.00



Resolution 3 : Re-appointment of Shri Vinesh N. Davda as Director, who retires by Rotation.

Resolution required : (Ordinary / Special)

Ordinary Resolution

Whether promoter/promoter group are interested in the agenda/resolution ?

No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	8644046	8644046	100.00	8644046	0	100.00	0.00
	POLL	8644046	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	8644046	8644046	100.00	8644046	0	100.00	0.00
Public - Institutions	E-VOTING	199	0	0.00	0	0	0.00	0.00
	POLL	199	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	199	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	2925673	829189	28.34	829189	0	100.00	0.00
	POLL	2925673	87	0.00	87	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	2925673	829276	28.34	829276	0	100.00	0.00
TOTAL		11569918	9473322	81.88	9473322	0	100.00	0.00



Resolution 4 : Re-Appointment of Auditors.
Resolution required : (Ordinary / Special)
Ordinary Resolution
Whether promoter/promoter group are interested in the agenda/resolution ?
No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	8644046	8644046	100.00	8644046	0	100.00	0.00
	POLL	8644046	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	8644046	8644046	100.00	8644046	0	100.00	0.00
Public - Institutions	E-VOTING	199	0	0.00	0	0	0.00	0.00
	POLL	199	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	199	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	2925673	829189	28.34	829189	0	100.00	0.00
	POLL	2925673	87	0.00	87	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	2925673	829276	28.34	829276	0	100.00	0.00
TOTAL		11569918	9473322	81.88	9473322	0	100.00	0.00



Resolution 5 : Re-appointment of Shri Ganesh N. Kamath as Managing Director

Resolution required : (Ordinary / Special)

Special Resolution

Whether promoter/promoter group are interested in the agenda/resolution ?

No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	8644046	8644046	100.00	8644046	0	100.00	0.00
	POLL	8644046	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	8644046	8644046	100.00	8644046	0	100.00	0.00
Public - Institutions	E-VOTING	199	0	0.00	0	0	0.00	0.00
	POLL	199	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	199	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	2925673	829189	28.34	829189	0	100.00	0.00
	POLL	2925673	87	0.00	87	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	2925673	829276	28.34	829276	0	100.00	0.00
TOTAL		11569918	9473322	81.88	9473322	0	100.00	0.00



Resolution 6 :Adoption of New set of Articles of Association of the Company.

Resolution 6 :Adoption of New set of Articles of Association of the Company.

Resolution required : (Ordinary / Special)		Special Resolution						
Whether promoter/promoter group are interested in the agenda/resolution ?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	8644046	8644046	100.00	8644046	0	100.00	0.00
	POLL	8644046	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	8644046	8644046	100.00	8644046	0	100.00	0.00
Public - Institutions	E-VOTING	199	0	0.00	0	0	0.00	0.00
	POLL	199	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	199	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	2925673	829189	28.34	829189	0	100.00	0.00
	POLL	2925673	87	0.00	87	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	2925673	829276	28.34	829276	0	100.00	0.00
TOTAL		11569918	9473322	81.88	9473322	0	100.00	0.00



Resolution 7 : Approval on Related Party Transaction.

Resolution required : (Ordinary / Special)	Special Resolution
Whether promoter/promoter group are interested in the agenda/resolution ?	Yes

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group		(1)	(2)		(4)	(5)		
	E-VOTING	8644046	7244646	83.81	7244646	0	100.00	0.00
	POLL	8644046	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	8644046	7244646	83.81	7244646	0	100.00	0.00
Public - Institutions	E-VOTING	199	0	0.00	0	0	0.00	0.00
	POLL	199	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	199	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	2925673	829189	28.34	829189	0	100.00	0.00
	POLL	2925673	87	0.00	87	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	2925673	829276	28.34	829276	0	100.00	0.00
	TOTAL	11569918	8073922	69.78	8073922	0	100.00	0.00




CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman,
09th Annual General Meeting
KARMA ENERGY LIMITED
held at Babasaheb Dahanukar Hall,
Maharashtra Chamber of Commerce,
Oricon House, 6th Floor, Kalaghoda,
Fort, Mumbai -400001

Sub: Passing of Resolution through Electronic Voting and Voting conducted at the 09th Annual General Meeting of Karma Energy Limited (the Company) held on Friday, 02nd September, 2016 at Babasaheb Dahanukar Hall, Maharashtra Chamber of Commerce, Oricon House, 6th Floor, Kalaghoda, Fort, Mumbai -400001

Dear Sir,

The Company had appointed me as Scrutinizer to scrutinize the E-voting process and also for the voting by shareholders at 09th Annual General Meeting of the Company held on September 02, 2016.



The Company had appointed Central Depository Securities Limited (CDSL) as the Service Provider for extending the facility of electronic voting to the shareholders of the Company from Tuesday, 30th August, 2016 at 09:00 a.m. to Thursday, 01st September, 2016 at 5:00 p.m. Bigshare Services Private Limited are the Registrar and Share Transfer Agents of the Company.

At the 09th AGM of the Company held on September 02, 2016, the Chairman of the Company had called for a voting to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process.

The result of the E-voting together with those of the Poll are as under:

Item No. 1 - Ordinary Resolution

Adoption of Financial Statements, Directors and Auditor's report for the year ended 31st March, 2016.

Method of Voting	Votes in Favour of the resolution		Votes Against the resolution		Invalid Votes/ Abstained	
	Nos.	%age	Nos.	%age	Nos.	%age
E-voting	9473235	100	0	0	0	0
Poll	87	100	0	0	0	0
TOTAL	9473322	100	0	0	0	0



Item No. 2 - Ordinary Resolution

Re-appointment of Shri Chetan D. Mehra as Director, who retires by Rotation

Method of Voting	Votes in Favour of the resolution		Votes Against the resolution		Invalid Votes/ Abstained	
	Nos.	%age	Nos.	%age	Nos.	%age
E-voting	9473235	100	0	0	0	0
Poll	87	100	0	0	0	0
TOTAL	9473322	100	0	0	0	0

Item No. 3 - Ordinary Resolution

Re-appointment of Shri Vinesh N. Davda as Director, who retires by Rotation

Method of Voting	Votes in Favour of the resolution		Votes Against the resolution		Invalid Votes/ Abstained	
	Nos.	%age	Nos.	%age	Nos.	%age
E-voting	9473235	100	0	0	0	0
Poll	87	100	0	0	0	0
TOTAL	9473322	100	0	0	0	0



Item No. 4 –Ordinary Resolution

Re-Appointment of Auditors

Method of Voting	Votes in Favour of the resolution		Votes Against the resolution		Invalid Votes/ Abstained	
	Nos.	%age	Nos.	%age	Nos.	%age
E-voting	9473235	100	0	0	0	0
Poll	87	100	0	0	0	0
TOTAL	9473322	100	0	0	0	0

Item No. 5 - Special Resolution

Re-appointment of Shri Ganesh N. Kamath as Managing Director

Method of Voting	Votes in Favour of the resolution		Votes Against the resolution		Invalid Votes/ Abstained	
	Nos.	%age	Nos.	%age	Nos.	%age
E-voting	9473235	100	0	0	0	0
Poll	87	100	0	0	0	0
TOTAL	9473322	100	0	0	0	0



Item No. 6 - Special Resolution

Adoption of New set of Articles of Association of the Company.

Method of Voting	Votes in Favour of the resolution		Votes Against the resolution		Invalid Votes/ Abstained	
	Nos.	%age	Nos.	%age	Nos.	%age
E-voting	9473235	100	0	0	0	0
Poll	87	100	0	0	0	0
TOTAL	9473322	100	0	0	0	0

Item No. 7 - Special Resolution

Approval on Related party transaction.

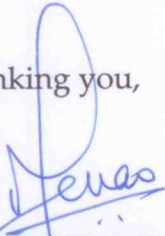
Method of Voting	Votes in Favour of the resolution		Votes Against the resolution		Invalid Votes/ Abstained	
	Nos.	%age	Nos.	%age	Nos.	%age
E-voting	8073835	100	0	0	1399400	0
Poll	87	100	0	0	0	0
TOTAL	8073922	100	0	0	1399400	0

All resolutions stand passed unanimously.



I hereby confirm that I am maintaining the Registers received from the Service provider both electronically and manually, in respect of the votes cast through e-voting and voting by the shareholder at AGM of the Company. I shall be arranging to hand over these records to the Chairman of the Company or such person to be authorized by him in due course.

Thanking you,



MARTINHO FERRAO

Scrutinizer

Practicing Company Secretary



Date: 02nd September, 2016

Place: Mumbai