

KIL/SH/SS/ AGM 2019/RESULT

27th July, 2019

The Secretary
BSE Limited
(Listing Department)
25th Floor,
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai- 400001
India

The Asst. Manager,
National Stock Exchange of India Ltd.
Investor Services Cell
Exchange Plaza,
Plot No. C/1, G Block,
Bandra-Kurla Complex
Bandra (E)
Mumbai - 400 051 (India)

The Secretary,
The Calcutta Stock Exchange Ltd.
7, Lyons Range
Kolkata - 700 001
India

Dear Sirs,

In compliance of provision of Regulation 44(3) of SEBI (LODR) Regulations 2015, please find enclosed herewith voting result of the Annual General Meeting held on 26th July, 2019 pursuant to Notice dated 15th May, 2019. The Scrutiniser's Report dated 27th July, 2019 is also enclosed hereto.

Thanking you,

Encl: as above

For KESORAM INDUSTRIES LIMITED

Company Secretary

Voting Results of Annual General Meeting held on 26th July, 2019

Date of the AGM	26.07.2019
Total number of shareholders on record date	86271 (19.07.2019)
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	9
Public	1967
No. of shareholders attended the meeting through video Conferencing:	
Promoters and Promoter Group	Nil
Public	Nil

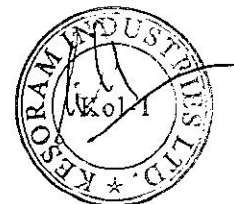
Agenda-wise disclosure (to be disclosed separately for each agenda item)

Agenda No. 1: Adoption of Audited Financial Statements and Reports of Director's and Auditors thereon for the year ended 31st March, 2019 as well as the Audited Consolidated Financial Statements and Report of the Auditors thereon for the year ended 31st March, 2019.

Resolution required: (Ordinary/Special)		Ordinary						
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	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	75761340	73833738	97.46	73833738	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		73833738	97.46	73833738	0	100.00	0.00
Public- Institutions	E-Voting	6869833	5339054	77.72	5339054	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		5339054	77.72	5339054	0	100.00	0.00
Public- Non Institutions	E-Voting	59958906	12109220	20.20	12109169	51	100.00	0.00
	Poll		300737	0.50	300737	0	100.00	0.00
	Total		12409957	20.70	12409906	51	100.00	0.00
Total		142590079	91582749	64.23	91582698	51	100.00	0.00

Agenda No. 2: Approval to the re-appointment of Siddhartha Mohanty (DIN: 08058830), as a Director, retiring by rotation.

Resolution required: (Ordinary/Special)		Ordinary						
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	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	75761340	75349544	99.46	75349544	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		75349544	99.46	75349544	0	100.00	0.00
Public- Institutions	E-Voting	6869833	5339054	77.72	5128800	210254	96.06	3.94
	Poll		0	0.00	0	0	0.00	0.00
	Total		5339054	77.72	5128800	210254	96.06	3.94
Public- Non Institutions	E-Voting	59958906	12108870	20.20	12108587	283	100.00	0.00
	Poll		300737	0.50	300737	0	100.00	0.00
	Total		12409607	20.70	12409324	283	100.00	0.00
Total		142590079	93098205	65.29	92887668	210537	99.77	0.23



Agenda No. 3: Confirmation and ratification of remuneration payable to Cost Auditors for the Financial Year 2018-19.

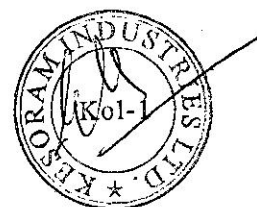
Resolution required: (Ordinary/Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes 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	75761340	75349544	99.46	75349544	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		75349544	99.46	75349544	0	100.00	0.00
Public-Institutions	E-Voting	6869833	5339054	77.72	5339054	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		5339054	77.72	5339054	0	100.00	0.00
Public- Non Institutions	E-Voting	59958906	12108870	20.20	12108779	91	100.00	0.00
	Poll		300737	0.50	300737	0	100.00	0.00
	Total		12409607	20.70	12409516	91	100.00	0.00
Total		142590079	93098205	65.29	93098114	91	100.00	0.00

Agenda No. 4: Approval to the re-appointment of Kashi Prasad Khandelwal (DIN: 00748523), as an Independent Director.

Resolution required: (Ordinary/Special)				Special				
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	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	75761340	75349544	99.46	75349544	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		75349544	99.46	75349544	0	100.00	0.00
Public-Institutions	E-Voting	6869833	5339054	77.72	5339054	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		5339054	77.72	5339054	0	100.00	0.00
Public- Non Institutions	E-Voting	59958906	12109220	20.20	12108587	633	99.99	0.01
	Poll		300737	0.50	300737	0	100.00	0.00
	Total		12409957	20.70	12409324	633	99.99	0.01
Total		142590079	93098555	65.29	93097922	633	100.00	0.00

Agenda No. 5: Approval to the re-appointment of Sudip Banerjee (DIN: 05245757), as an Independent Director.

Resolution required: (Ordinary/Special)				Special				
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	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	75761340	75349544	99.46	75349544	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		75349544	99.46	75349544	0	100.00	0.00
Public-Institutions	E-Voting	6869833	5339054	77.72	5339054	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		5339054	77.72	5339054	0	100.00	0.00
Public- Non Institutions	E-Voting	59958906	12109220	20.20	12108587	633	99.99	0.01
	Poll		300737	0.50	300737	0	100.00	0.00
	Total		12409957	20.70	12409324	633	99.99	0.01
Total		142590079	93098555	65.29	93097922	633	100.00	0.00



Agenda No. 6: Approval to the re-appointment of Amitabha Ghosh (DIN: 00055962), as an Independent Director.

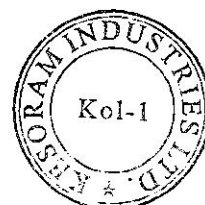
Resolution required: (Ordinary/Special)				Special				
Whether promoter/promoter group are interested in the				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% 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	75761340	75349544	99.46	75349544	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		75349544	99.46	75349544	0	100.00	0.00
Public-Institutions	E-Voting	6869833	5339054	77.72	5137765	201289	96.23	3.77
	Poll		0	0.00	0	0	0.00	0.00
	Total		5339054	77.72	5137765	201289	96.23	3.77
Public- Non Institutions	E-Voting	59958906	12109220	20.20	12108587	633	99.99	0.01
	Poll		300737	0.50	300737	0	100.00	0.00
	Total		12409957	20.70	12409324	633	99.99	0.01
Total		142590079	93098555	65.29	92896633	201922	99.78	0.22

Agenda No. 7: Approval to the re-appointment and remuneration to Manjushree Khaitan, Whole-time Director.

Resolution required: (Ordinary/Special)				Not Applicable - Item No. 7 of the Notice was dropped with the consent of the Members present				
Whether promoter/promoter group are interested in the								
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							
	Poll							
	Total							
Public-Institutions	E-Voting							
	Poll							
	Total							
Public- Non Institutions	E-Voting							
	Poll							
	Total							
Total		0	0	0	0	0	0	0

Agenda No. 8: Approval to the re-appointment and remuneration to Chander Kumar Jain, Whole-time Director.

Resolution required: (Ordinary/Special)				Special				
Whether promoter/promoter group are interested in the				No				
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	75761340	75349544	99.46	75349544	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		75349544	99.46	75349544	0	100.00	0.00
Public-Institutions	E-Voting	6869833	355237	5.17	346272	8965	97.48	2.52
	Poll		0	0.00	0	0	0.00	0.00
	Total		355237	5.17	346272	8965	97.48	2.52
Public- Non Institutions	E-Voting	59958906	12109220	20.20	12108587	633	99.99	0.01
	Poll		300737	0.50	300737	0	100.00	0.00
	Total		12409957	20.70	12409324	633	99.99	0.01
Total		142590079	88114738	61.80	88105140	9598	99.99	0.01



Report of Scrutinizer

Chairperson of the
100th Annual General Meeting of the
Equity Shareholders of KESORAM INDUSTRIES LIMITED
Held on 26th day of July, 2019 at 11 A.M.

Madam,

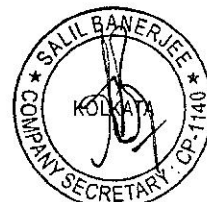
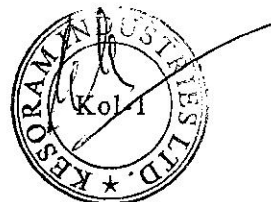
I, SALIL BANERJEE, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the ANNUAL GENERAL meeting of the Equity Shareholders of KESORAM INDUSTRIES LIMITED, held on 26th July, 2019 at "Kala-Kunj" (within the premises of Kala Mandir), 48, Shakespeare Sarani, Kolkata – 700 017, as also for e-voting process for the same purpose, hereby submit my report as under:

1. After the time fixed for closing of the poll by the Chairperson, the ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. After the conclusion of voting at the general meeting, the votes cast through remote e-voting were unblocked in the presence of two witnesses not in the employment of the company.
4. The result of the poll, is as under:

(a) Resolution No.1 – Adoption of the Audited Financial Statements and Reports of the Directors and Auditors thereon for the Financial Year ended 31st March 2019 as well as the Audited Consolidated Financial Statements and the Reports of the Auditors thereon for the financial year ended 31st March 2019.

(i) Voted in favour of the resolution:

	Number of members present and voting (in person or by proxy) (In case of e-voting no. of members voted)	Number of votes cast by them	% of total number of valid votes cast
Poll	13	300737	100.00
E- Voting	59	91281961	99.99
Total	72	91582698	99.99



(ii) Voted against the resolution:

	Number of members present and voting (in person or by proxy) (In case of e-voting no. of members voted)	Number of votes cast by them	% of total number of valid votes cast
Poll	-	-	-
E-Voting	2	51	0.01
Total	2	51	0.01

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
4	25

(b) Resolution No.2 – Approval to the re-appointment of Siddhartha Mohanty, as a director retiring by rotation.

(i) Voted in favour of the resolution:

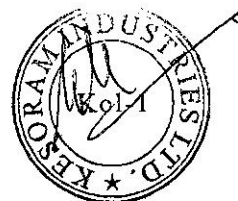
	Number of members present and voting (in person or by proxy) (In case of e-voting no. of members voted)	Number of votes cast by them	% of total number of valid votes cast
Poll	13	300737	100.00
E-Voting	55	92586931	99.77
Total	68	92887668	99.77

(ii) Voted against the resolution:

	Number of members present and voting (in person or by proxy) (In case of e-voting no. of members voted)	Number of votes cast by them	% of total number of valid votes cast
Poll	-	-	-
E-Voting	6	210537	0.23
Total	6	210537	0.23

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
4	25



(c) Resolution No.3 – Ratification of remuneration payable to Cost Auditors for the financial year 2018-19.

(i) Voted in favour of the resolution:

	Number of members present and voting (in person or by proxy) (In case of e-voting no. of members voted)	Number of votes cast by them	% of total number of valid votes cast
Poll	13	300737	100.00
E- Voting	58	92797377	99.99
Total	71	93098114	99.99

(ii) Voted against the resolution:

	Number of members present and voting (in person or by proxy) (In case of e-voting no. of members voted)	Number of votes cast by them	% of total number of valid votes cast
Poll	-	-	-
E- Voting	3	91	0.01
Total	3	91	0.01

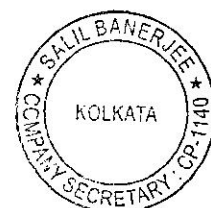
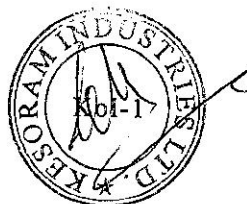
(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
4	25

(d) Resolution No.4 – Approval to the re-appointment of Kashi Prasad Khandelwal as an Independent Director for a second term of 5 (Five) years.

(i) Voted in favour of the resolution:

	Number of members present and voting (in person or by proxy) (In case of e-voting no. of members voted)	Number of votes cast by them	% of total number of valid votes cast
Poll	13	300737	100.00
E- Voting	57	92797185	99.99
Total	70	93097922	99.99



(ii) Voted against the resolution:

	Number of members present and voting (in person or by proxy) (In case of e-voting no. of members voted)	Number of votes cast by them	% of total number of valid votes cast
Poll	-	-	-
E- Voting	5	633	0.01
Total	5	633	0.01

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
4	25

(e) Resolution No.5 – Approval to the re-appointment of Sudip Banerjee as an Independent Director for a second term of 5 (Five) years.

(i) Voted in favour of the resolution:

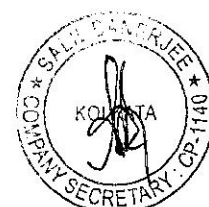
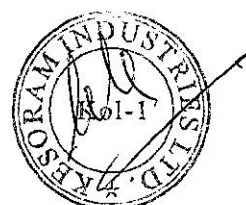
	Number of members present and voting (in person or by proxy) (In case of e-voting no. of members voted)	Number of votes cast by them	% of total number of valid votes cast
Poll	13	300737	100.00
E- Voting	57	92797185	99.99
Total	70	93097922	99.99

(ii) Voted against the resolution:

	Number of members present and voting (in person or by proxy) (In case of e-voting no. of members voted)	Number of votes cast by them	% of total number of valid votes cast
Poll	-	-	-
E- Voting	5	633	0.01
Total	5	633	0.01

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
4	25



(f) Resolution No.6 – Approval to the re-appointment of Amitabha Ghosh, as an Independent Director for a second term of 5 (Five) years.

(i) Voted in favour of the resolution:

	Number of members present and voting (in person or by proxy) (In case of e-voting no. of members voted)	Number of votes cast by them	% of total number of valid votes cast
Poll	13	300737	100.00
E- Voting	56	92595896	99.78
Total	69	92896633	99.78

(ii) Voted against the resolution:

	Number of members present and voting (in person or by proxy) (In case of e-voting no. of members voted)	Number of votes cast by them	% of total number of valid votes cast
Poll	-	-	-
E- Voting	6	201922	0.22
Total	6	201922	0.22

(iii) Invalid votes:

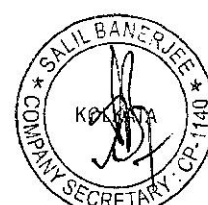
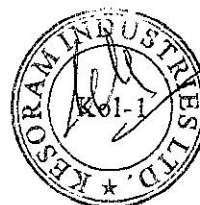
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
4	25

(f) Resolution No.7 – Approval to the re-appointment and remuneration to Manjushree Khaitan, Executive Vice Chairperson for a further period of 3 (Three) years from 05.02.2020 to 04.02.2023 – **WAS DROPPED AT THE AGM**

(f) Resolution No.8 – Approval to the re-appointment and remuneration to Chander Kumar Jain, Whole-time director for a further period of 1 (One) year from 04.05.2019 to 03.05.2020

(i) Voted in favour of the resolution:

	Number of members present and voting (in person or by proxy) (In case of e-voting no. of members voted)	Number of votes cast by them	% of total number of valid votes cast
Poll	13	300737	100.00
E- Voting	54	87804403	99.99
Total	67	88105140	99.99



(ii) Voted against the resolution:

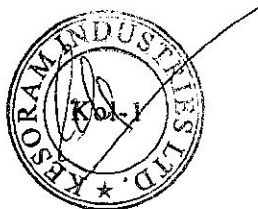
	Number of members present and voting (in person or by proxy) (In case of e-voting no. of members voted)	Number of votes cast by them	% of total number of valid votes cast
Poll	-	-	-
E- Voting	6	9598	0.01
Total	6	9598	0.01

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
4	25

5. An excel file containing a list of equity shareholders who voted "FOR", "AGAINST" each resolution is being sent separately.
7. The poll papers and all other relevant records are being sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,



Place: KOLKATA
Dated: 27th July, 2019

Yours Faithfully,



SALIL BANERJEE
(Scrutinizer)