

KIL/SE/Reg. 44(3)/AGM 2021/RESULT

26th July, 2021

BSE Ltd. First Floor, New Trading Ring, Rotunda Building, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400001	National Stock Exchange of India Ltd. "Exchange Plaza", Plot no. C/1, G. Block Bandra-Kurla Complex, Bandra (E) Mumbai – 400051	The Calcutta Stock Exchange Ltd. 7, Lyons Range, Kolkata – 700001
(BSE Scrip Code – 502937)	(NSE Symbol – KESORAMIND)	(CSE Scrip code – 10000020)

Dear Sirs,

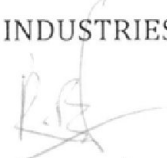
In compliance of provision of Regulation 44(3) of SEBI (LODR) Regulations 2015, please find enclosed herewith voting result of the Annual General Meeting held on 23rd July, 2021 pursuant to Notice dated 14th May, 2021. The Scrutiniser's Report dated 24th July, 2021 is also enclosed hereto.

Thanking you,

For KESORAM INDUSTRIES LIMITED



Encl: as above


Raghuram Nath

Company Secretary and Compliance Officer

Voting Results of Annual General Meeting held on 23rd July, 2021

Date of the AGM	23.07.2021
Total number of shareholders on record date	98219 (16.07.2021)
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	NA
Public:	NA
No. of shareholders attended the meeting through /video Conferencing:	
Promoters and Promoter Group:	11
Public:	46

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

Agenda No. 1: To consider and adopt (a) the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2021 and the Reports of the Board of Directors and Auditors thereon; and (b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2021 and the Report of Auditors thereon.

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	24278630	48203*	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		48203	0.20	0	0	0.00	0.00
Public- Non Institutions	E-Voting	64771371	12390153	19.13	12388706	1447	99.99	0.01
	Poll		0	0.00	0	0	0.00	0.00
	Total		12390153	19.13	12388706	1447	99.99	0.01
Total		164811341	87787900	53.27	87738250	1447	99.94	0.00

* Invalid Votes

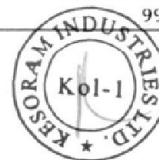
Agenda No. 2: To re-appoint Manjushree Khaitan (DIN: 00055898), Director who retires by rotation and being eligible, offers herself for re-appointment.

Resolution required: (Ordinary/Special)				Ordinary				
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	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	74629386	98.51	74629386	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		74629386	98.51	74629386	0	100.00	0.00
Public- Institutions	E-Voting	24278630	48203*	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		48203	0.20	0	0	0.00	0.00
Public- Non Institutions	E-Voting	64771371	12389905	19.13	12385889	4016	99.97	0.03
	Poll		0	0.00	0	0	0.00	0.00
	Total		12389905	19.13	12385889	4016	99.97	0.03
Total		164811341	87067494	52.83	87015275	4016	99.94	0.00

* Invalid Votes

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Kesoram Industries Limited
Registered & Corporate Office
9/1, R.N. Mukherjee Road, Kolkata - 700 001
CIN - L17119WB1919PLC003429



Agenda No. 3: To ratify the remuneration payable to the Cost Auditors for conducting the audit of the Company's Cost Accounting Records for the Financial Year 2020-21.

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	24278630	48203*	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		48203	0.20	0	0	0.00	0.00
Public- Non Institutions	E-Voting	64771371	12389373	19.13	12386604	2769	99.98	0.02
	Poll		0	0.00	0	0	0.00	0.00
	Total		12389373	19.13	12386604	2769	99.98	0.02
Total		164811341	87787120	53.27	87736148	2769	99.94	0.00

* Invalid Votes

Agenda No. 4: To consider and adopt the Amendment in the Articles of Association of the Company.

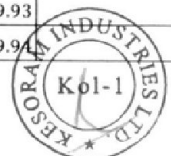
Resolution required: (Ordinary/Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in 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	24278630	48203*	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		48203	0.20	0	0	0.00	0.00
Public- Non Institutions	E-Voting	64771371	12390405	19.13	12386604	3801	99.97	0.03
	Poll		0	0.00	0	0	0.00	0.00
	Total		12390405	19.13	12386604	3801	99.97	0.03
Total		164811341	87788152	53.27	87736148	3801	99.94	0.00

* Invalid Votes

Agenda No. 5: To appoint Mangala Radhakrishna Prabhu (DIN: 06450659) as an Independent Director, who was appointed as an Additional Director of the Company w.e.f. 14th May, 2021 under section 161 of the Companies Act, 2013, to hold office for a term of five consecutive years commencing from 14th May, 2021.

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	24278630	48203*	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		48203	0.20	0	0	0.00	0.00
Public- Non Institutions	E-Voting	64771371	12390155	19.13	12381858	8297	99.93	0.07
	Poll		0	0.00	0	0	0.00	0.00
	Total		12390155	19.13	12381858	8297	99.93	0.07
Total		164811341	87787902	53.27	87731402	8297	99.94	0.01

* Invalid Votes





Date : 24th July, 2021

To,
The Chairman
Kesoram Industries Limited
CIN: L17119WB1919PLC003429
9/1, R.N. Mukherjee Road,
Kolkata - 700001

Dear Sir,

I, Ritu Bajaj (Membership No. F9913), Proprietor of RP & Associates, Company Secretaries having our office at "Ricoh" Salt Lake Electronics Complex, Plot No. A1/1 & 2, Block - GP, Sector-V, Kolkata 700091, thank you for appointing us as the Scrutinizer for remote e-voting process and e-voting process by your Members during the 102nd Annual General Meeting of your Company held on Friday, 23rd July, 2021 through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

We are pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

For RP & Associates
Company Secretaries

Ritu Bajaj
Proprietor
M.No. : F9913
CP No.: 11933
UDIN : F009913C000680935



Date : 24th July, 2021
Place : Kolkata



SCRUTINIZER'S REPORT

Name of the Company	Kesoram Industries Limited
Meeting	102nd Annual General Meeting
Day, Date & Time	Friday, 23 rd July, 2021 at 03:00 pm
Deemed Venue	"Kala Mandir", 48, Shakespeare Sarani, Kolkata – 700017
Mode	Video Conferencing ("VC") / Other Audio- Visual Means ("OAVM")

1. Appointment as Scrutinizer

We were appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Members during the 102nd Annual General Meeting ("AGM") of **KESORAM INDUSTRIES LIMITED** (hereinafter referred to as "the Company") scheduled on Friday, 23rd July, 2021 at 3:00 p.m. held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and to ascertain the requisite majority on e-voting carried out as per the provisions of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.



2. Dispatch of Notice convening the AGM

2.1 In view of the global outbreak of the Covid -19 pandemic, social distancing is a norm to be followed. Accordingly, the Ministry of Corporate Affairs (MCA) vide its General Circular 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, followed by General Circular No. 20/2020 dated May 5, 2020 read with General Circular No 02/2021 dated January 13, 2021 (collectively referred to as "MCA Circulars") has permitted the holding of the annual general meeting through Video Conferencing ("VC") or through other Audio- Visual Means ("OAVM"), without the physical presence of the members at a common venue. The Securities Exchange Board of India ("SEBI") vide its circular dated January 15, 2021 read with May 12, 2020 ("SEBI Circulars") has granted relaxation in respect of sending physical copies of annual report to shareholders and requirement of proxy for general meetings held through electronic mode. An advertisement was published in Financial Express (English) and Ekdin (Bengali) on **Saturday, 03rd July, 2021** specifying the date & time of the AGM, availability of the notice on Company's website and website of Stock Exchanges, manner of registration of email ids by the members (both physical & demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.

2.2 The Company hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to Bombay Stock Exchange Limited, National Stock Exchange of India Limited and Calcutta Stock Exchange on **Thursday, 1st July, 2021**.

2.3 The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by MCS Share Transfer Agent Limited, the Registrar and Share Transfer Agents ("RTA") of the Company and pursuant to the MCA and SEBI Circulars, the Notice of the AGM along with the Annual Report for FY 2020-21 was sent in electronic form only to Members whose email addresses were registered with the Company/ Depositories.

3. Cut-off date

Voting rights were reckoned as on **Friday, 16th July, 2021**, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting at the AGM.

4. Remote e-voting process

4.1 Agency

The Company appointed NSDL as the agency for providing the platform for remote e-voting platform and e-voting at the AGM.



4.2 Remote e-voting period

Remote e-voting platform was open from 9:00 a.m. (IST) on Tuesday, 20th July, 2021 till 5:00 p.m. (IST) on Thursday, 22nd July, 2021 and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by NSDL.

5. Voting at the AGM

5.1 In keeping with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Rules, 2014 for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, we have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.

6. Counting Process

6.1 On completion of e-voting during the AGM, we unblocked the results of the remote e-voting and e-voting by members at the AGM, on the NSDL e-voting platform and downloaded the results.

7. Results

7.1 We observe that:

- a) **4 Members** had cast their votes through e-voting at the AGM;
- b) **236 Members** had cast their votes through remote e-voting.

7.2 Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 14th May, 2021 is enclosed herewith.

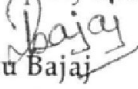
7.3 Based on the aforesaid results, we report that **04 Ordinary Resolutions** as set out in Item Nos. 1 to 3 and Item No. 5 and **01 Special Resolution** as set out in Item Nos. 4 of the Notice of the AGM dated 14th May, 2021 have been passed with the requisite majority.



8. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

For RP & Associates

Company Secretaries


Ritu Bajaj

Proprietor

M.No. : F9913

CP No.: 11933

UDIN : F009913C000680935



Countersigned By
Company Secretary


Raghuram Nath

Date : 24th July, 2021

Place : Kolkata

CONSOLIDATED RESULTS

Item No. 1:

Adoption of the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2021 and the Reports of the Board of Directors and Auditors thereon and the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2021 and the Report of Auditors thereon.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	236	87735592	4	2658	240	87738250	99.9434
Dissent	14	1447	0	0	14	1447	0.0016
Invalid	2	48203	0	0	2	48203	0.0549
Total	252	87785242	4	2658	256	87787900	100

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 1 of the Notice of the AGM dated 14th May, 2021 has been passed with requisite majority.

Item No. 2:

Appointment of a Director in place of Manjushree Khaitan (DIN: 00055898), who retires by rotation and being eligible, offers herself for re-appointment.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	223	87012617	4	2658	227	87015275	99.9400
Dissent	26	4016	0	0	26	4016	0.0046
Invalid	2	48203	0	0	2	48203	0.0554
Total	251	87064836	4	2658	255	87067494	100

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 2 of the Notice of the AGM dated 14th May, 2021 has been passed with requisite majority.



Item No. 3:

Ratification of Remuneration of Cost Auditor

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	232	87734522	4	2658	236	87737180	99.9419
Dissent	20	2769	0	0	20	2769	0.0032
Invalid	2	48203	0	0	2	48203	0.0549
Total	254	87785494	4	2658	258	87788152	100

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 3 of the Notice of the AGM dated 14th May, 2021 has been passed with requisite majority.

Item No. 4:

Amendment of the Articles of Association of the Company

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	230	87733490	4	2658	234	87736148	99.9408
Dissent	22	3801	0	0	22	3801	0.0043
Invalid	2	48203	0	0	2	48203	0.0549
Total	254	87785494	4	2658	258	87788152	100

Based on the aforesaid result, we report that the **Special Resolution** as set out in Item No. 4 of the Notice of the AGM dated 14th May, 2021 has been passed with requisite majority.



Item No. 5:

Appointment of Mangala Radhakrishna Prabhu (DIN: 06450659) as Independent Director of the Company

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	225	87728744	4	2658	229	87731402	99.9356
Dissent	26	8297	0	0	26	8297	0.0095
Invalid	2	48203	0	0	2	48203	0.0549
Total	253	87785244	4	2658	257	87787902	100

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 5 of the Notice of the AGM dated 14th May, 2021 has been **passed** with requisite majority.

