



Dated: December 28, 2022

To,
The Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai – 400051, Maharashtra.

Symbol: KNAGRI

Sub: Scrutinizer Report pertaining to the 35th Annual General Meeting of the Company.

Dear Sir/ Ma'am,

With reference to the captioned subject, and pursuant to the applicable provisions of the Companies Act, 2013 read with rules made thereunder, please find attached herewith, '**Scrutinizer Report**' in respect of resolutions proposed for the **35th Annual General Meeting** of the Company held on Monday, December 26, 2022.

This is for your information and records.

Thanking You

Yours Sincerely,
For KN Agri Resources Limited

Akshat Sharma
Company Secretary

KN AGRI RESOURCES LIMITED

(formerly known as KN Agri Resources Pvt Ltd and Itarsi Oils & Flours Pvt Limited)

Regd. Office: KN Building, Panchsheel, Raipur-492001, CG, India

Tel: +91 771 2293706 / 08 Fax: + 91 771 2293707 Email: ho@kngroup.in, CIN L15141 CT 1987 PLC 003777



AMIT SHARMA & ASSOCIATES Chandni Chowk, Near Poddar Steel Industries
COMPANY SECRETARIES

Ganj Ward, Gondia-441601

Email : csamitsharma@yahoo.com

Mob: 09588616979/08275725512

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 & 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014

To,
The Chairman of 35th Annual General Meeting ("AGM")
KN Agri Resources Limited
KN Building, Panchsheel,
Raipur (CG) 492001

Dear Sir,

Sub: Consolidated Scrutinizer's report on remote e-voting conducted pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Ballot process conducted at the 35th Annual General Meeting of KN Agri Resources Limited ("AGM") held on Monday, December 26, 2022, at 03.00 p.m. IST at the registered office of the Company at KN Building, Panchsheel, Raipur, Chhattisgarh-492001

Dear Sir,

1. I, Amit Kumar Sharma, Proprietor, Amit Sharma & Associates, Practicing Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of KN Agri Resources Limited (the "Company") for the purpose of:
 - a. Scrutinizing the remote e-voting process under the provisions of Section 108 of The Companies Act, 2013 ("the 2013 Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended ("Rules") and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulations") on the resolutions contained in the notice dated November 28, 2022 convening the AGM ("AGM Notice"); and
 - b. Scrutinizing the voting process conducted at the AGM for all the resolutions contained in the notice to the 35th AGM.
2. The management of the Company is responsible to ensure the compliance with the requirement of the 2013 Act and Rules relating to remote e-voting and ballot process during the AGM. My responsibility as a Scrutinizer is to scrutinize remote e-voting and ballot process during the AGM in a fair and transparent manner and to ascertain requisite majority and is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" and/or "against" the resolutions stated in the AGM Notice, based on the report generated from the e-voting system provided by National Securities Depository Limited ("NSDL"), appointed by the Company to provide remote e-voting and ballot process during the AGM.
3. I submit herewith a Consolidated report on the results of remote e-voting and ballot process during the AGM as under:
 - (i). The remote e-voting period remained open from 09:00 a.m. IST Friday, December 23, 2022 to 05:00 p.m. IST Sunday, December 25, 2022.
 - (ii). The Annual Report and the AGM Notice inter-alia indicating the process and manner of e-voting was sent by electronic mode to those Members whose e-mail addresses were





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registered with the Company or Depositories Participants or Registrar and Transfer Agent - link intime India Private Limited pursuant to the circulars issued by Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI").

- (iii). The company also released an advertisement in English in "Businessline " (All India Edition) newspaper having country wide circulation on December 3,2022 and in Hindi in Dailypioneer, Raipur on December 3,2022
- (iv). The voting rights were reckoned as on Friday, December 16, 2022, being the Cut-off date for the purpose of deciding the entitlements of members for the remote e-voting and ballot process during the AGM.
- (v). Scrutinizing the voting process is conducted at the AGM for all the resolutions contained in the notice to the 35th AGM.
- (vi). After the conclusion of the AGM, the votes cast through remote e-voting and ballot process during the AGM were unblocked on Monday, December 26, 2022 at 04.05 PM in the presence of two witnesses, namely Rajiv Verma and Geeta Sharma, who were not in employment of the Company.
- (vii). Thereafter, we have scrutinized the votes cast through remote e-voting conducted before the AGM and ballot process during the AGM and reconciled the same with the records maintained by the Company/ NSDL/ Registrar and Transfer Agents of the Company.
- (viii). The consolidated result of remote e-voting and ballot process during AGM is enclosed as an Annexure to this Report.

Yours faithfully,

For Amit Sharma & Associates
Company Secretaries

ae sharma
Amit Kumar Sharma
Company Secretary
Membership No. ACS 40995
CP No. 15315
P.R Certificate :1740/2022
UDIN: A040995 P102803128
Place: 26/12/2022
Date: Gondia

Countersigned
For KN Agri Resources Limited

Vijay Shrishimal
Vijay Shrishimal
Chairman cum Managing Director

Place: Raipur
Date: 26/12/2022



Witness :
1) Geeta Sharma
2) Rajiv Verma

Enclosed: Annexure

Signature

Geeta Sharma
Rajiv Verma



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Annexure to the Report

Results of Remote E-Voting and Ballot process during the AGM of
KN Agri Resources Limited

Ordinary Business:

Item No: 1: Ordinary Resolution

To receive, consider and adopt the Audited Standalone and consolidated Financial Statements of the Company comprising Balance Sheet and statement of Profits & Loss of the Company as on 31st March 2022 along with the notes appended thereto and the reports of the Directors and Auditors thereon.

i) Details of Votes in favour and against the resolution:

	Remote e-voting		Voting at the AGM		Total		Percent -age (%)
	No. of members voted	No. of shares for which votes cast	No. of members voted	No. of shares for which votes cast	No. of members voted	No. of shares for which votes cast	
Votes in favour of the resolution	6	18256093	15	1582927	21	19839020	100.00
Votes against the resolution	-	-	-	-	-	-	-
Total	6	18256093	15	1582927	21	19839020	100.00

ii) Details of Invalid and Abstained Votes:

Method of Voting	Invalid Votes		Abstained from Voting	
	No. of members	No. of shares for which votes cast	No. of members	No. of votes
Remote e-voting	-	-	-	-
Voting at the AGM	-	-	-	-
Total	-	-	-	-

Item No: 2: Ordinary Resolution

To appoint a Director in place of Mr. Vijay Shrishrimal (DIN: 00323316), Director who retires by rotation and being eligible, offers himself for re-appointment.

i) Details of Votes in favour and against the resolution:

	Remote e-voting		Voting at the AGM		Total		Percent -age (%)
	No. of members voted	No. of shares for which votes cast	No. of members voted	No. of shares for which votes cast	No. of members voted	No. of shares for which votes cast	
Votes in favour of the resolution	6	18256093	15	1582927	21	19839020	100.00
Votes against the resolution	-	-	-	-	-	-	-
Total	6	18256093	15	1582927	21	19839020	100.00





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ii) Details of Invalid and Abstained Votes:

Method of Voting	Invalid Votes		Abstained from Voting	
	No. of members	No. of shares for which votes cast	No. of members	No. of votes
Remote e-voting	-	-	-	-
Voting at the AGM	-	-	-	-
Total	-	-	-	-

Special Business:

Item No: 3: Special Resolution

To authorize the Board of Directors to borrow funds, not exceeding the prescribed limit passed by the members, pursuant to Section 180(1)(c) of the Companies Act, 2013.

i) Details of Votes in favour and against the resolution:

	Remote e-voting		Voting at the AGM		Total		Percent -age (%)
	No. of members voted	No. of shares for which votes cast	No. of members voted	No. of shares for which votes cast	No. of members voted	No. of shares for which votes cast	
Votes in favour of the resolution	6	18256093	15	1582927	21	19839020	100.00
Votes against the resolution	-	-	-	-	-	-	-
Total	6	18256093	15	1582927	21	19839020	100.00

ii) Details of Invalid and Abstained Votes:

Method of Voting	Invalid Votes		Abstained from Voting	
	No. of members	No. of shares for which votes cast	No. of members	No. of votes
Remote e-voting	-	-	-	-
Voting at the AGM	-	-	-	-
Total	-	-	-	-

Item No: 4: Special Resolution

To authorize the Board of Directors to create Charge in the assets of the Company, pursuant to Section 180(1)(a) of the Companies Act, 2013.

i) Details of Votes in favour and against the resolution:

	Remote e-voting		Voting at the AGM		Total		Percent -age (%)
	No. of members voted	No. of shares for which votes cast	No. of members voted	No. of shares for which votes cast	No. of members voted	No. of shares for which votes cast	





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Votes in favour of the resolution	6	18256093	15	1582927	21	19839020	100.00
Votes against the resolution	-	-	-	-	-	-	-
Total	6	18256093	15	1582927	21	19839020	100.00

ii) Details of Invalid and Abstained Votes:

Method of Voting	Invalid Votes		Abstained from Voting	
	No. of members	No. of shares for which votes cast	No. of members	No. of votes
Remote e-voting	-	-	-	-
Voting at the AGM	-	-	-	-
Total	-	-	-	-

Item No: 5: Ordinary Resolution

To ratify the amount of remuneration payable to the Cost Auditor of the Company for Financial year 2022-23.

i) Details of Votes in favour and against the resolution:

	Remote e-voting		Voting at the AGM		Total		Percent -age (%)
	No. of members voted	No. of shares for which votes cast	No. of members voted	No. of shares for which votes cast	No. of members voted	No. of shares for which votes cast	
Votes in favour of the resolution	6	18256093	15	1582927	21	19839020	100.00
Votes against the resolution	-	-	-	-	-	-	-
Total	6	18256093	15	1582927	21	19839020	100.00

ii) Details of Invalid and Abstained Votes:

Method of Voting	Invalid Votes		Abstained from Voting	
	No. of members	No. of shares for which votes cast	No. of members	No. of votes
Remote e-voting	-	-	-	-
Voting at the AGM	-	-	-	-
Total	-	-	-	-

Item No: 6: Ordinary Resolution

To approve the appointment of Ms. Deeptimayee Vidushi (DIN:09807751) as an Independent Director of the Company.

i) Details of Votes in favour and against the resolution:





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	Remote e-voting		Voting at the AGM		Total		Percent -age (%)
	No. of members voted	No. of shares for which votes cast	No. of members voted	No. of shares for which votes cast	No. of members voted	No. of shares for which votes cast	
Votes in favour of the resolution	6	18256093	15	1582927	21	19839020	100.00
Votes against the resolution	-	-	-	-	-	-	-
Total	6	18256093	15	1582927	21	19839020	100.00

ii) Details of Invalid and Abstained Votes:

Method of Voting	Invalid Votes		Abstained from Voting	
	No. of members	No. of shares for which votes cast	No. of members	No. of votes
Remote e-voting	-	-	-	-
Voting at the AGM	-	-	-	-
Total	-	-	-	-

Item No: 7: Ordinary Resolution

To approve the revision in terms of remuneration of Mr. Vijay Shrishrimal (DIN:00323316), Chairman and Managing Director of the Company.

i) Details of Votes in favour and against the resolution:

	Remote e-voting		Voting at the AGM		Total		Percent -age (%)
	No. of members voted	No. of shares for which votes cast	No. of members voted	No. of shares for which votes cast	No. of members voted	No. of shares for which votes cast	
Votes in favour of the resolution	6	18256093	15	1582927	21	19839020	100.00
Votes against the resolution	-	-	-	-	-	-	-
Total	6	18256093	15	1582927	21	19839020	100.00

ii) Details of Invalid and Abstained Votes:

Method of Voting	Invalid Votes		Abstained from Voting	
	No. of members	No. of shares for which votes cast	No. of members	No. of votes
Remote e-voting	-	-	-	-
Voting at the AGM	-	-	-	-
Total	-	-	-	-

Item No: 8: Ordinary Resolution





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To approve the revision in terms of remuneration of Mr. Sanjay Shrishrimal (DIN:00860294), Whole-time Director of the Company.

i) Details of Votes in favour and against the resolution:

	Remote e-voting		Voting at the AGM		Total		Percent -age (%)
	No. of members voted	No. of shares for which votes cast	No. of members voted	No. of shares for which votes cast	No. of members voted	No. of shares for which votes cast	
Votes in favour of the resolution	6	18256093	15	1582927	21	19839020	100.00
Votes against the resolution	-	-	-	-	-	-	-
Total	6	18256093	15	1582927	21	19839020	100.00

ii) Details of Invalid and Abstained Votes:

Method of Voting	Invalid Votes		Abstained from Voting	
	No. of members	No. of shares for which votes cast	No. of members	No. of votes
Remote e-voting	-	-	-	-
Voting at the AGM	-	-	-	-
Total	-	-	-	-

Item No: 9: Ordinary Resolution

To approve the revision in terms of remuneration of Mr. Dharendra Shrishrimal (DIN:00324169), Whole-time Director of the Company.

i) Details of Votes in favour and against the resolution:

	Remote e-voting		Voting at the AGM		Total		Percent -age (%)
	No. of members voted	No. of shares for which votes cast	No. of members voted	No. of shares for which votes cast	No. of members voted	No. of shares for which votes cast	
Votes in favour of the resolution	6	18256093	15	1582927	21	19839020	100.00
Votes against the resolution	-	-	-	-	-	-	-
Total	6	18256093	15	1582927	21	19839020	100.00

ii) Details of Invalid and Abstained Votes:

Method of Voting	Invalid Votes		Abstained from Voting	
	No. of members	No. of shares for which votes cast	No. of members	No. of votes
Remote e-voting	-	-	-	-
Voting at the AGM	-	-	-	-
Total	-	-	-	-





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Item No: 10: Ordinary Resolution

To grant exemption to the Auditors of the Company to attend General Meetings of the Company.

i) Details of Votes in favour and against the resolution:

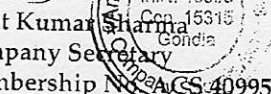
	Remote e-voting		Voting at the AGM		Total		Percent -age (%)
	No. of members voted	No. of shares for which votes cast	No. of members voted	No. of shares for which votes cast	No. of members voted	No. of shares for which votes cast	
Votes in favour of the resolution	6	18256093	15	1582927	21	19839020	100.00
Votes against the resolution	-	-	-	-	-	-	-
Total	6	18256093	15	1582927	21	19839020	100.00

ii) Details of Invalid and Abstained Votes:

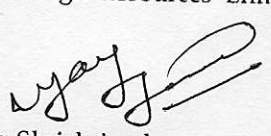
Method of Voting	Invalid Votes		Abstained from Voting	
	No. of members	No. of shares for which votes cast	No. of members	No. of votes
Remote e-voting	-	-	-	-
Voting at the AGM	-	-	-	-
Total	-	-	-	-

The consolidated results of the e-voting and ballot voting as stated above for the resolution no.1 to 10 as contained in the notice November 28, 2022, may accordingly be declared by the Chairman of the meeting or person duly authorized by the Chairman.

Thanking you,
Yours faithfully,
For Amit Sharma & Associates
Company Secretaries


Amit Kumar Sharma
Company Secretary
Membership No. ACS 40995
CP No. 15315
UDIN: A040995D002803128
P.R Certificate :1740/2022
Place: Gondia
Date: 26/12/2022

Countersigned
For KN Agri Resources Limited


Vijay Shrishrimal
Chairman & Managing Director

Place: Raipur
Date: 26/12/2022

