

September 04 2014

Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza
Bandra-Kurla Complex
Bandra [E], Mumbai - 400 051

Dear Sirs,

Stock Code – KOTARISUG

Sub: Clause 35A of the Listing Agreement – Details of E-voting Results at the 53rd Annual General Meeting (AGM) held on September 03, 2014.

Pursuant to Clause 35A of the Listing Agreement, the details as follows:

Sl.No.	Description	Particulars
1.	Date of AGM	: September 03, 2014
2.	Total Number of Shareholders on cut-off date	: 26717
3.	No. of shareholders present in the meeting either in person or through proxy (i) Promoter and Promoter Group (ii) Public	: 3 : 906
4.	No. of shareholders attended the meeting through video conferencing (i) Promoter and Promoter Group (ii) Public	: No video conference facility was made available.

Detail of the Agenda:

Sl. No.	Details of Agenda	Resolution required (ordinary / Special)	Mode Voting (Show of Hands / Poll / Postal Ballot / E-Voting)
1.	Consider and adopt: a) Audited Financial Statement, Reports of the Board of Directors and Auditors b) Audited Consolidated Financial Statement	Ordinary	E-Voting



Contd....

(..2..)

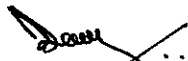
Sl. No.	Details of Agenda	Resolution required (ordinary / Special)	Mode Voting (Show of Hands / Poll / Postal Ballot / E-Voting)
2.	Declaration of Dividend on Equity Shares	Ordinary	E-Voting
3.	Re-appointment of Mr.B.H.Kothari who retires by rotation	Ordinary	E-Voting
4.	Appointment of Auditors	Ordinary	E-Voting
5.	Appointment of Mrs.Nina Bhadrashyam Kothari as Director	Ordinary	E-Voting
6.	Appointment of Mr.P.S.Gopalakrishnan as Independent Director	Ordinary	E-Voting
7.	Appointment of Mr.V.R.Deenadayalu as Independent Director	Ordinary	E-Voting
8.	Appointment of Mr.P.S.Balasubramaniam as Independent Director	Ordinary	E-Voting
9.	Consent under Section 180(1)(c) of the Companies Act, 2013 for a borrowings	Special	E-Voting
10.	Consent under Section 180(1)(a) of the Companies Act, 2013 to create charges, mortgages etc.,	Special	E-Voting
11.	Approval of Remuneration to Cost Auditor	Ordinary	E-Voting

Further we are also enclosing the Declaration in accordance with Clause 35A and Scrutinizer's Report on E-Voting.

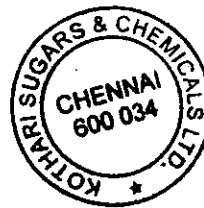
Kindly take this into your records and acknowledge the receipt.

Thanking you

Yours truly,
For Kothari Sugars and Chemicals Limited



R.Prakash
Company Secretary & Compliance Officer



Encl: as above

Kothari Sugars and Chemicals Limited

Declaration in accordance with Clause 35A of the Listing Agreement, for the business transacted by the Company through the facility of E-Voting is furnished below:

Item No.1	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
Consider and adopt:	Promoter and	60947519	60907533	99.93%	60907533	0	100%	0
a) Audited Financial Statement, Reports of the Board of Directors and Auditors	Promoter Group							
	Public - Institutional holders	2267906	0	0	0	0	0	0
b) Audited Consolidated Financial Statement	Public - Others	19673155	1679715	8.54	1679715	0	100%	0
	Total	82888580	62587248	75.51%	62587248	0	100%	0

Item No.2	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	60947519	60907533	99.93%	60907533	0	100%	0
	Promoter Group							
Declaration of Dividend on Equity Shares	Public - Institutional holders	2267906	0	0	0	0	0	0
	Public - Others	19673155	1679715	8.54	1679715	0	100%	0
	Total	82888580	62587248	75.51%	62587248	0	100%	0



Item No.3	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
Re-appointment of Mr.B.H.Kothari who retires by rotation	Promoter and Promoter Group	60947519	60907533	99.93%	60907533	0	100%	0
	Public - Institutional holders	2267906	0	0	0	0	0	0
	Public - Others	19673155	1679715	8.54	1679715	0	100%	0
	Total	82888580	62587248	75.51%	62587248	0	100%	0

Item No.4	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
Appointment of Auditors	Promoter and Promoter Group	60947519	60907533	99.93%	60907533	0	100%	0
	Public - Institutional holders	2267906	0	0	0	0	0	0
	Public - Others	19673155	1679715	8.54	1679715	0	100%	0
	Total	82888580	62587248	75.51%	62587248	0	100%	0



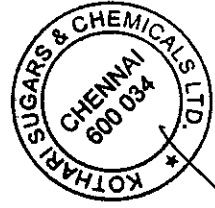
Item No.5	Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4) / (2)]*100	(7)= [(5) / (2)]*100
Appointment of Mrs.Nina Bhadrashyam Kothari as Director	Promoter and Promoter Group	60947519	60907533	99.93%	60907533	0	100%	0
	Public - Institutional holders	2267906	0	0	0	0	0	0
	Public - Others	19673155	1679715	8.54	1679715	0	100%	0
	Total	82888580	62587248	75.51%	62587248	0	100%	0

Item No.6	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
Appointment of Mr.P.S.Gopalakrishnan as Independent Director	Promoter and Promoter Group	60947519	60907533	99.93%	60907533	0	100%	0
	Public - Institutional holders	2267906	0	0	0	0	0	0
	Public - Others	19673155	1679715	8.54	1679715	0	100%	0
	Total	82888580	62587248	75.51%	62587248	0	100%	0



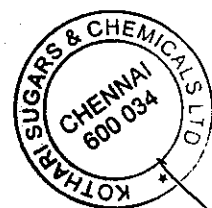
Item No.7	Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4) / (2)]*100	(7)= [(5) / (2)]*100
Appointment of Mr. V.R.Deenadayalu as Independent Director	Promoter and Promoter Group	60947519	60907533	99.93%	60907533	0	100%	0
	Public - Institutional holders	2267906	0	0	0	0	0	0
	Public - Others	19673155	1679715	8.54	1679715	0	100%	0
	Total	82888580	62587248	75.51%	62587248	0	100%	0

Item No.8	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
Appointment of Mr.P.S.Balasubramaniam as Independent Director	Promoter and Promoter Group	60947519	60907533	99.93%	60907533	0	100%	0
	Public - Institutional holders	2267906	0	0	0	0	0	0
	Public - Others	19673155	1679715	8.54	1679715	0	100%	0
	Total	82888580	62587248	75.51%	62587248	0	100%	0

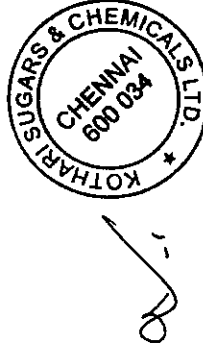


Item No.9	Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
Consent under Section 180(1)(c) of the Companies Act, 2013 for a borrowings	Promoter and Promoter Group	60947519	60907533	99.93%	60907533	0	100%	0
	Public - Institutional holders	2267906	0	0	0	0	0	0
	Public - Others	19673155	1679715	8.54	1679715	0	100%	0
	Total	82888580	62587248	75.51%	62587248	0	100%	0

Item No.10	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
Consent under Section 180(1)(a) of the Companies Act, 2013 to create charges, mortgages etc.,	Promoter and Promoter Group	60947519	60907533	99.93%	60907533	0	100%	0
	Public - Institutional holders	2267906	0	0	0	0	0	0
	Public - Others	19673155	1679715	8.54	1679715	0	100%	0
	Total	82888580	62587248	75.51%	62587248	0	100%	0



Item No.11	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
Approval of Remuneration to Cost Auditor	Promoter and Promoter Group	60947519	60907533	99.93%	60907533	0	100%	0
	Public - Institutional holders	2267906	0	0	0	0	0	0
	Public - Others	19673155	1679715	8.54	1679715	0	100%	0
	Total	82888580	62587248	75.51%	62587248	0	100%	0





N. Sridharan & Associates

Company Secretaries

Flat B, Gothis Flats,
Old No.27, New No.67,
Brindhavan Street Extension,
West Mambalam, Chennai - 600 033.

N. Sridharan, M.Com.,ML.,FCS.,MBA.,
CP No. : 7469 FCS : 1646

Phone : 044-42668775
Cell : 97907 91965 / 94447 71442
E-mail : ensridaran@gmail.com

Report of Scrutinizer

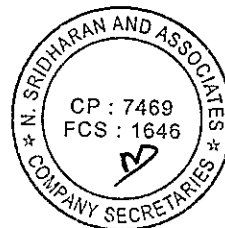
[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To
The Chairman of
53rd Annual General Meeting of the Equity Shareholders of
Kothari Sugars and Chemicals Limited
Held on 03.09.2014 at
The Music Academy ,Mini Hall,
New no .168, TTK Road,
Royapettah,
Chennai 600 014.

Dear Sir,

I, N. Sridharan, Company Secretary in Practice, appointed as Scrutinizer for the purpose of the e-voting / poll on the below mentioned resolution(s), at the Annual General Meeting of the Equity Shareholders of M/s. Kothari Sugars and Chemicals Limited, held on Wednesday September 3rd, 2014 at 10.30 A.M at The Music Academy, Mini Hall, New no .168, TTK Road, Royapettah, Chennai 600014, submit my report as under:

1. The Annual General Meeting was held at 10.30 am and at the end of the meeting after answering all the queries raised by the members, Mr. B H Kothari, Chairman informed the results of the e-voting for each resolution mentioned in the notice and stated that the resolutions were approved unanimously.
2. As there was no physical polling, the result of the e-voting is as under:



Item No.1

Resolution: Ordinary

To consider and adopt:

(a) the audited financial statement of the Company for the financial year ended March 31, 2014, the reports of the Board of Directors and Auditors and

(b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2014.

(i) Voted in favor of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
27	62587248	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
0	0%

Item No.2

Resolution – Ordinary

Declaration of Dividend on Equity Shares

(i) Voted in favor of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
27	62587248	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
0	0%



Item No.3

Resolution – Ordinary

Re-appointment of Mr. B.H Kothari who retires by rotation

(i) Voted in favor of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
27	62587248	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
0	0%

Item No.4

Resolution – Ordinary

Appointment of Auditors

(i) Voted in favor of the resolution:

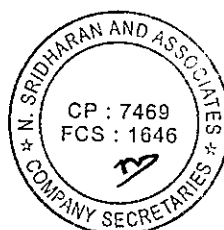
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
27	62587248	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
0	0%





Item No.5

Resolution – Ordinary

Appointment of Mrs. Nina Bhadrashyam Kothari as Director

(i) Voted in favor of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
27	62587248	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
0	0%

Item No.6

Resolution – Ordinary

Appointment of Mr. P. S. Gopalakrishnan as Independent Director

(i) Voted in favor of the resolution:

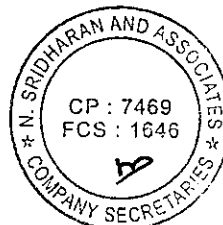
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
27	62587248	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
0	0%



Item No.7
Resolution – Ordinary

Appointment of Mr. V.R Deenadayalu as Independent Director

(i) Voted in favor of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
27	62587248	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
0	0%

Item No.8
Resolution – Ordinary

Appointment of Mr. P.S. Balasubramanian as Independent Director

(i) Voted in favor of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
27	62587248	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
0	0%



Item No.9
Resolution – Special

Consent under section 180(1)(c) of the Companies Act, 2013 for a borrowing

(i) Voted in favor of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
27	62587248	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
0	0%

Item No.10
Resolution – Special

Consent under section 180(1)(a) of the Companies Act, 2013 to create charge, mortgages etc.,

(i) Voted in favor of the resolution:

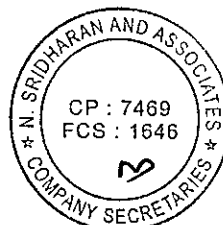
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
27	62587248	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
0	0%





Item No.11

Resolution – Ordinary

Approval of Remuneration to Cost Auditor

(i) Voted in favor of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
27	62587248	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

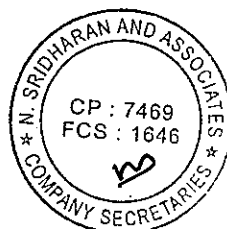
(iii) Invalid votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
0	0%

For N.SRIDHARAN & ASSOCIATES,

N. Sridharan

Place: Chennai
Date: 03.09.2014



N.SRIDHARAN
COMPANY SECRETARY
CP NO- 7469