KANORIA CHEMICALS & INDUSTRIES LIMITED

Registered Office : Park Plaza
71, Park Street, 7th Floor
Kolkata-700 016
Tel : +91-33-4031-3200
Fax : +91-33-4031-3220
CIN : L24110WB1960PLC024910
E-mail : calall@kanoriachem.com
Website : www.kanoriachem.com

KC-13/

3rd September, 2016

The Manager
Listing Department
National Stock Exchange of India Limited,
"Exchange Plaza", Plot No. C/1,
"G" Block,Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051

Symbol: KANORICHEM

DCS-CRD
BSE Limited,
1st Floor, New Trading Ring,
Rotunda Building, P.J. Towers,
Dalal Street, Fort,
Mumbai - 400 001

Code No. 50 6525

Dear Sirs,

We are attaching herewith the results declared today on the resolutions proposed at the 56th Annual General Meeting of the Company held on Thursday, the 1st September, 2016. Please note that all the resolutions have been passed with the requisite majority.

The Scrutinizer's Report is also attached herewith.

Thanking you,

Yours sincerely,
For Kanoria Chemicals & Industries Limited

N. K. Sethia
Company Secretary

56th Annual General Meeting (AGM) of Kanoria Chemicals & Industries Limited - details of voting results

Date of the AGM :	1st September, 2016
Total number of shareholders on record date: (being the cut-off date for determining shareholders entitled to e-voting - 25th August,2016)	14408
No.of Shareholders present in the meeting either in person or through proxy: Promoter and Promoter Group: Public:	 6 1590
No. of Shareholders attended the meeting through Video Conferencing: Promoter and Promoter Group: Public:	N A

Agenda-wise disclosure

ORDINARY BUSINESS

Item No.1

(a) Adoption of the audited Financial Statements of the Company for the financial year ended 31st March 2016 and the Reports of the Board of Directors and Auditors thereon; and

(b) Adoption of the audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2016 and the Report of the Auditors thereon

Resolution Required (Ordinary/Special)					Ordinary Resolution			
Whether promoter/promoter groups are interested in 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	32,519,024	-	-	-	-	-	-
	Poll		31,988,645	98.37	31,988,645	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total	32,519,024	31,988,645	98.37	31,988,645	-	100.00	-
Public-institutions	E-Voting	117,134	-	-	-	-		
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-		
	Total	117,134	-	-	-	-		
Public-Non institutions	E-Voting	11,057,175	18,974	0.17	18,974	-	100.00	-
	Poll		15,947	0.14	15,946	1	99.99	0.01
	Postal Ballot		-	-	-	-	-	-
	Total	11,057,175	34,921	0.32	34,920	1	100.00	
Total		43,693,333	32,023,566	73.29	32,023,565	1	100.00	0.00

Item No. 2

Declaration of Dividend on Equity Shares for the financial year ended 31st March, 2016

Resolution Required (Ordinary/Special)					Ordinary Resolution			
Whether promoter/promoter groups are interested in 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	32,519,024	-	-	-	-	-	-
	Poll		31,988,645	98.37	31,988,645	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total	32,519,024	31,988,645	98.37	31,988,645	-	100.00	-
Public-institutions	E-Voting	117,134	-	-	-	-		
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-		
	Total	117,134	-	-	-	-		
Public-Non institutions	E-Voting	11,057,175	18,974	0.17	18,974	-	100.00	-
	Poll		15,947	0.14	15,946	1	99.99	0.01
	Postal Ballot		-	-	-	-	-	-
	Total	11,057,175	34,921	0.32	34,920	1	100.00	
Total		43,693,333	32,023,566	73.29	32,023,565	1	100.00	0.00

Item No. 3

Appointment of a Director in place of Smt. Madhuvanti Kanoria (DIN : 00142146), who retires by rotation and being eligible, offers herself for reappointment.

Resolution Required (Ordinary/Special)					Ordinary Resolution			
Whether promoter/promoter groups are interested in 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	32,519,024	-	-	-	-	-	-
	Poll		31,988,645	98.37	31,988,645	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total	32,519,024	31,988,645	98.37	31,988,645	-	100.00	-
Public-institutions	E-Voting	117,134	-	-	-	-		
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-		
	Total	117,134	-	-	-	-		
Public-Non institutions	E-Voting	11,057,175	18,899	0.17	15,562	3,337	82.34	17.66
	Poll		15,947	0.14	15,946	1	99.99	0.01
	Postal Ballot		-	-	-	-	-	-
	Total	11,057,175	34,846	0.32	31,508	3,338	90.42	9.58
Total		43,693,333	32,023,491	73.29	32,020,153	3,338	99.99	0.01

Item No. 4

Ratification of appointment of Statutory Auditors and fixing their remuneration.

Resolution Required (Ordinary/Special)					Ordinary Resolution			
Whether promoter/promoter groups are interested in 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	32,519,024	-	-	-	-	-	-
	Poll		31,988,645	98.37	31,988,645	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total	32,519,024	31,988,645	98.37	31,988,645	-	100.00	-
Public-institutions	E-Voting	117,134	-	-	-	-		
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-		
	Total	117,134	-	-	-	-		
Public-Non institutions	E-Voting	11,057,175	18,974	0.17	17,231	1,743	90.81	9.19
	Poll		15,947	0.14	15,946	1	99.99	0.01
	Postal Ballot		-	-	-	-	-	-
	Total	11,057,175	34,921	0.32	33,177	1,744	95.01	4.99
Total		43,693,333	32,023,566	73.29	32,021,822	1,744	99.99	0.01

SPECIAL BUSINESS

Item No. 5

Appointment of Shri S V Kanoria (DIN : 02097441) as a Director

Resolution Required (Ordinary/Special)					Ordinary Resolution			
Whether promoter/promoter groups are interested in 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	32,519,024	-	-	-	-	-	-
	Poll		31,988,645	98.37	31,988,645	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total	32,519,024	31,988,645	98.37	31,988,645	-	100.00	-
Public-Institutions	E-Voting	117,134	-	-	-	-		
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-		
	Total	117,134	-	-	-	-		
Public-Non institutions	E-Voting	11,057,175	18,899	0.17	16,284	2,615	86.16	13.84
	Poll		15,947	0.14	15,946	1	99.99	0.01
	Postal Ballot		-	-	-	-	-	-
	Total	11,057,175	34,846	0.32	32,230	2,616	92.49	7.51
Total		43,693,333	32,023,491	73.29	32,020,875	2,616	99.99	0.01

Item No. 6

Appointment of Shri S V Kanoria (DIN : 02097441) as the Wholetime Director of the Company.

Resolution Required (Ordinary/Special)					Special Resolution			
Whether promoter/promoter groups are interested in 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	32,519,024	-	-	-	-	-	-
	Poll		31,988,645	98.37	31,988,645	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total	32,519,024	31,988,645	98.37	31,988,645	-	100.00	-
Public-institutions	E-Voting	117,134	-	-	-	-		
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-		
	Total	117,134	-	-	-	-		
Public-Non institutions	E-Voting	11,057,175	18,974	0.17	15,909	3,065	83.85	16.15
	Poll		15,947	0.14	15,946	1	99.99	0.01
	Postal Ballot		-	-	-	-	-	-
	Total	11,057,175	34,921	0.32	31,855	3,066	91.22	8.78
Total		43,693,333	32,023,566	73.29	32,020,500	3,066	99.99	0.01

Item No. 7

Ratification of remuneration of the Cost Auditors for the financial year 2016-17.

Resolution Required (Ordinary/Special)					Ordinary Resolution			
Whether promoter/promoter groups are interested in 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	32,519,024	-	-	-	-	-	-
	Poll		31,988,645	98.37	31,988,645	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total	32,519,024	31,988,645	98.37	31,988,645	-	100.00	-
Public-institutions	E-Voting	117,134	-	-	-	-		
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-		
	Total	117,134	-	-	-	-		
Public-Non institutions	E-Voting	11,057,175	18,974	0.17	16,631	2,343	87.65	12.35
	Poll		15,947	0.14	15,946	1	99.99	0.01
	Postal Ballot		-	-	-	-	-	-
	Total	11,057,175	34,921	0.32	32,577	2,344	93.29	6.71
Total		43,693,333	32,023,566	73.29	32,021,222	2,344	99.99	0.01

All the resolutions with respect to the agenda items were passed by requisite majority. The resolutions as approved by the members of the Company, in terms of the Notice dated 27th May, 2016, will form part of the Minutes of the Annual General Meeting.

For KANORIA CHEMICALS & INDUSTRIES LTD.

Director

(Amitav Kothari) 3/8/16

DIN 01067705

H. M. CHORARIA

Practising Company Secretary
E-mail : hmchoraria@gmail.com

Phones (033) 2242-0196
2243-2509
Moblie – 9830058715
Room No. 401, 4th Floor
14/2, Old China Bazar street
Kolkata-700001

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Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20[4][xii] of the Companies (Management and Administration) Rules, 2014]

The Chairman
Kanoria Chemicals & Industries Limited
"Park Plaza", South Block, 7th Floor
71, Park Street
Kolkata-700016

Dear Sir,

Re: Consolidated Report of Scrutinizer on voting through Polling Paper and Remote e-voting on the resolutions proposed at the 56th Annual General Meeting of the Members of Kanoria Chemicals & Industries Limited held at "Shripati Singhania Hall" in "Rotary Sadan", 94/2, Chowringhee Road, Kolkata-700 020 on Thursday, the 1st September, 2016 at 10.30 A.M.

I, Hanuman Mal Choraria, Practising Company Secretary and proprietor of H. M. Choraria & Co., having C P No. 1499, was appointed by the Board of Directors of Kanoria Chemicals & Industries Limited (the Company) to act as the Scrutinizer for the purpose of scrutinizing the e-voting process (remote e-voting) and voting through polling papers at the Annual General Meeting ("AGM") pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, as amended in respect of the below mentioned resolutions proposed at the 56th Annual General Meeting of the Company, held on Thursday, the 1st September, 2016 at 10.30 A.M. at Shripati Singhania Hall in Rotary Sadan, 94/2, Chowringhee Road, Kolkata - 700 020.

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and voting through polling papers at the AGM by the shareholders on the resolutions proposed in the Notice of the 56th AGM of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means (by remote e-voting) and through polling papers at the AGM are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL) and the report generated electronically for voting through polling papers at the AGM.

The remote e-voting period commenced from 29th August, 2016 at 9.00 A. M. and ended on 31st August, 2016 at 5.00 P.M.

The Members of the Company as on the cut- off date i. e. 25th August, 2016 were entitled to vote on the resolutions as set out in the Notice dated 27th May, 2016 for the 56th Annual General Meeting of the members of the Company.

The voting at the AGM began after the close of discussions on the Resolutions proposed at the AGM. The voting process was carried out by distributing polling papers at the AGM:

1 (one) locked ballot box was placed at the venue of the AGM for dropping of polling papers therein;

H. M. CHORARIA Kolkata

Subsequent to the conclusion of voting through polling papers at the venue of the 56th AGM, I counted the votes cast through polling papers and thereafter the votes cast through remote e-voting were unblocked, in the presence of two witnesses, Shri Prem Chand Maloo and Ms. Sunita Chakraborty who are not in the employment of the Company. The polling papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company, C. B. Management Services private Limited, to the extent available with them and the authorizations / proxies lodged with the Company. The polling papers, which were incomplete and/or which were otherwise found defective were treated as invalid.

The relevant data relating to remote e-voting process were also reconciled with the records maintained by the Registrar and Share Transfer Agent and the authorizations lodged with me and were found to be in order.

On the basis of the above and pursuant to Rule 20(4)(xii), I hereby submit consolidated Scrutinizer's Report on the remote e-voting and voting through polling papers at the AGM, as under:

ORDINARY BUSINESS:
Item No. 1- Ordinary Resolution

(a) Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March 2016 and the Reports of the Board of Directors and Auditors thereon; and

(b) Adoption of the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2016 and the Report of the Auditors thereon.

Particulars	Remote e-voting		Voting at AGM through Polling Papers		Total		% of total number of valid votes cast
	No. of Shareholders	No. of Votes	No. of Shareholders	No. of Votes	No. of Shareholders	No. of Votes	
Voted in favour of the resolution	39	18974	40	32004591	79	32023565	100.00
Voted against the resolution	0	0	1	1	1	1	0
Total	39	18974	41	32004592	80	32023566	100.00
Invalid Votes	0	0	1	1089	1	1089	

Item No. 2 - Ordinary Resolution

Declaration of Dividend on Equity Shares for the financial year ended 31st March 2016.

Particulars	Remote e-voting		Voting at AGM through Polling Papers		Total		% of total number of valid votes cast
	No. of Shareholders	No. of Votes	No. of Shareholders	No. of Votes	No. of Shareholders	No. of Votes	
Voted in favour of the resolution	39	18974	40	32004591	79	32023565	100.00
Voted against the resolution	0	0	1	1	1	1	0
Total	39	18974	41	32004592	80	32023566	100.00
Invalid Votes	0	0	1	1089	1	1089	



Item No. 3 - Ordinary Resolution

Appointment of a Director in place of Smt. Madhuvanti Kanoria (DIN: 00142146), who retires by rotation and being eligible, offers herself for re-appointment.

Particulars	Remote e-voting		Voting at AGM through Polling Papers		Total		% of total number of valid votes cast
	No. of Shareholders	No. of Votes	No. of Shareholders	No. of Votes	No. of Shareholders	No. of Votes	
Voted in favour of the resolution	33	15562	40	32004591	73	32020153	99.99
Voted against the resolution	5	3337	1	1	6	3338	00.01
Total	38	18899	41	32004592	79	32023491	100.00
Invalid Votes	0	0	1	1089	1	1089	

Item No. 4 - Ordinary Resolution

Ratification of appointment of Statutory Auditors and fixing their remuneration.

Particulars	Remote e-voting		Voting at AGM through Polling Papers		Total		% of total number of valid votes cast
	No. of Shareholders	No. of Votes	No. of Shareholders	No. of Votes	No. of Shareholders	No. of Votes	
Voted in favour of the resolution	35	17231	40	32004591	75	32021822	99.99
Voted against the resolution	4	1743	1	1	5	1744	00.01
Total	39	18974	41	32004592	80	32023566	100.00
Invalid Votes	0	0	1	1089	1	1089	

SPECIAL BUSINESS:

Item No. 5 - Ordinary Resolution

Appointment of Shri S. V. Kanoria (DIN: 02097441) as a Director.

Particulars	Remote e-voting		Voting at AGM through Polling Papers		Total		% of total number of valid votes cast
	No. of Shareholders	No. of Votes	No. of Shareholders	No. of Votes	No. of Shareholders	No. of Votes	
Voted in favour of the resolution	33	16284	40	32004591	73	32020875	99.99
Voted against the resolution	5	2615	1	1	6	2616	00.01
Total	38	18899	41	32004592	79	32023491	100.00
Invalid Votes	0	0	1	1089	1	1089	



Item No. 6 – Special Resolution

Appointment of Shri S. V. Kanoria (DIN: 02097441) as the Wholetime Director of the Company.

Particulars	Remote e-voting		Voting at AGM through Polling Papers		Total		% of total number of valid votes cast
	No. of Shareholders	No. of Votes	No. of Shareholders	No. of Votes	No. of Shareholders	No. of Votes	
Voted in favour of the resolution	33	15909	40	32004591	73	32020500	99.99
Voted against the resolution	6	3065	1	1	7	3066	00.01
Total	39	18974	41	32004592	80	32023566	100.00
Invalid Votes	0	0	1	1089	1	1089	

Item No. 7 – Ordinary Resolution

Ratification of remuneration of the Cost Auditors for the financial year 2016-17.

Particulars	Remote e-voting		Voting at AGM through Polling Papers		Total		% of total number of valid votes cast
	No. of Shareholders	No. of Votes	No. of Shareholders	No. of Votes	No. of Shareholders	No. of Votes	
Voted in favour of the resolution	34	16631	40	32004591	74	32021222	99.99
Voted against the resolution	5	2343	1	1	6	2344	00.01
Total	39	18974	41	32004592	80	32023566	100.00
Invalid Votes	0	0	1	1089	1	1089	

In terms of the provisions of Rule 20(4)(xiv), of the Companies (Management and Administration) Amendment Rules, 2015, I have maintained the Registers of remote e-voting in electronic form and the list of Equity Shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid. The registers and all other papers relating to electronic voting and voting by polling paper shall remain in my safe custody until the Chairman signs the Minutes of 56th AGM and the same shall be handed over thereafter to the Company Secretary for safe keeping.

Thanking you,

Yours truly,

(H M Choraria)
Practising Company Secretary
FCS No. 2398, C P No. 1499

Place: Kolkata
Date: 3rd September, 2016

For KANORIA CHEMICALS & INDUSTRIES LTD.

Director

(Amitav Kothari) 3/9/16
DIN 01697705

H. M. CHORARIA FCS Kolkata