

KAL/COR/BSE/09/ 557/2024

3rd January, 2025

The Manager – Listing Department

Dept. of Corporate Services,
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
Scrip Code-530163

Dear Sir,

Sub.: Voting Results and Scrutinizers’ report for the Extra Ordinary General Meeting (“EGM”) of the Company held on 3rd January, 2025

Ref.: Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing the details of the voting results (remote e-voting and e-voting at the EGM) on all the resolutions as set out in the Notice of AGM along with the Scrutinizer’s Report for your reference.

The consolidated Scrutinizer’s Report can also be accessed on the website of the Company at www.keralaayurveda.biz.

We request you to take the same on record.

Thanking you,

For Kerala Ayurveda Ltd.



George K T
Chief Financial Officer and Compliance Officer
PAN: ARPPG8485P

Registered Office :
Kerala Ayurveda Limited (An ISO 9001:2015 Certified Company)
XV/551, Athani, Nedumbassery, Ernakulam, Kerala, 683585.
CIN:L24233KL1992PLC006592
Ph: +91 484 2476301/2/3/4

Corporate Office :
Kerala Ayurveda Ltd, Ground Floor, BKN
Ambaram Estate
No.648/1, 1st Main, Binnamangala, 1st Stage
Indiranagar, Bengaluru-560038
Ph:+91- 080- 43760897

General information about company

Scrip code	530163
NSE Symbol	NOT LISTED
MSEI Symbol	NOT LISTED
ISIN	INES17B01025
Name of the company	KERALAAYURVEDALTD
Type of meeting	EGM
Date of the meeting/ last day of receipt of postal ballot forms (in case of Postal Ballot)	03-01-2025
Start time of the meeting	11:00AM
End time of the meeting	11:30AM

Scrutinizer Details

Name of the Scrutinizer	MR PRAMOD S.M
Firms Name	BMP & CO., LLP
Qualification	CS
Membership Number	7834
Date of Board Meeting in which appointed	10-12-2024
Date of issuance of Report to the company	03-01-2025

Voting results

Record date	27-12-2024
Total number of shareholders on record date	9184
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	32
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	



Resolution(1)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPOINTMENT OF MR. SAMIR DHAWAN (DIN:O1178691) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY				
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	7048435	555000	7.8741	555000	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	7048435	555000	7.8741	555000	0	100	0
Public- Institutions	E-Voting	2976	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	2976	0	0	0	0	0	0
Public- Non Institutions	E-Voting	4981040	278244	5.5861	278213	31	99.9889	0.0111
	Poll							
	Postal Ballot (if applicable)							
	Total	4981040	278244	5.5861	278213	31	99.9889	0.0111
Total		12032451	833244	6.925	833213	31	99.9963	0.0037
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)

Resolution required: (Ordinary/ Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				APPOINTMENT OF MR. KSHITI RANJAS DAS (DTN:07212449) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY				
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	7048435	555000	7.8741	555000	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		7048435	555000	7.8741	555000	0	100
Public-Institutions	E-Voting	2976	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		2976	0	0	0	0	0
Public-Non Institutions	E-Voting	4981040	278244	5.5861	278213	31	99.9889	0.0111
	Poll							
	Postal Ballot (if applicable)							
	Total		4981040	278244	5.5861	278213	31	99.9889
Total		12032451	833244	6.925	833213	31	99.9963	0.0037
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)

Resolution required: (Ordinary/ Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPOINTMENT OF DR. KODI KANNATH JAYARAJAN (DIN: I0798470) AS NON-EXECUTIVE NON-INDEPENDENT DIRECTOR OF THE COMPANY				
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	7048435	555000	7.8741	555000	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		7048435	555000	7.8741	555000	0	100
Public-Institutions	E-Voting	2976	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		2976	0	0	0	0	0
Public-Non Institutions	E-Voting	4981040	278244	5.5861	278213	31	99.9889	0.0111
	Poll							
	Postal Ballot (if applicable)							
	Total		4981040	278244	5.5861	278213	31	99.9889
Total		12032451	833244	6.925	833213	31	99.9963	0.0037
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	





Date: 03rd January 2025

To,
The Chairman,
Kerala Ayurveda Limited ("KAL" or "the Company")
CIN: L24233KL1992PLC006592
XV/ 551, Nedumbassery, Athani,
Ernakulam, Aluva-683585,
Kerala, India.

Dear Sir,

Sub.: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 at the Extra-Ordinary General Meeting of Kerala Ayurveda Limited held on Friday, January 3, 2025 at 11:00 A.M. (IST) through video conferencing ('VC') / other audio visual means ('OVAM')

I, Pramod S M (Membership No. FCS: 7834/ CP: 13784) Designated Partner of BMP & Co. LLP, Practising Company Secretaries, Bangalore had been appointed as the Scrutinizer by the Board of Directors of Kerala Ayurveda Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of below mentioned resolutions proposed in the Extra-Ordinary General Meeting ("EGM") of Kerala Ayurveda Limited ("Company") held on Friday, January 3, 2025 at 11:00 A.M. (IST) through VC / other OVAM.

I was also appointed as Scrutinizer to scrutinize the remote e-voting process during the said EGM.

The notice dated December 12, 2024, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the EGM by the Company through electronic mode to those members whose email addresses are

BMP & Co. LLP

Regd Off: #79/1, Aishwarya Sampurna, 4th Floor, Vanivilas Road, Bengaluru, Karnataka 560004.

✉ :biswajit@bmpandco.com. Web : www.bmpandco.com, LLPIN : AAI-4194

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registered with the Company/ Depositories, in compliance with the General Circular No. 14/2020 dated 8th April 2020, General Circular No.17/2020 dated 13th April 2020, followed by General Circular No. 20/2020 dated 5th May, 2020, General Circular 22/2020 dated 15th June 2020, General Circular No. 33/2020 dated 28th September 2020, General Circular No. 39/2020 dated 31st December 2020, General Circular no. 21/2021 dated December 14, 2021, General Circular No. 02/2021 dated 13th January 2021, General Circular No. 02/2022 dated 5th May 2022, General Circular No. 03/2022 dated 5th May 2022, General Circular No.11/2022 dated 28th December 2022, General Circular No. 09/2023 dated 25th September 2023, General Circular No. 09/2024 dated 19th September 2024 and all other relevant circulars issued from time to time (collectively referred to as “MCA Circulars”).

The Company had availed the e-voting facility offered by Central Depository Services (India) Ltd. (“CDSL”) for conducting remote e-voting by the shareholders of the Company.

In terms of the circulars, the Company had sent the Notice of the Extra-Ordinary General Meeting in electronic form.

The remote e-voting commenced on Tuesday, December 31, 2024 at 9:00 am (IST) and ended on Thursday, January 2, 2025 till 5:00 pm (IST). The e-voting services were provided by CDSL.

The votes were unblocked on January 3, 2025, at 11:47 a.m. in the presence of two witnesses, viz., Ms. Isha Shrotriya currently residing at No. 25, 6th Cross, 1st A Main Road, Nanjappa Layout, Adugodi, Bangalore-560030 and Ms. Muskan Agarwal currently residing at GRC Complex, 56, DV Gundappa Road, Basavanagudi, Bangalore - 560004 who are not in employment of the Company.

The Company had also provided remote e-voting facility to the shareholders present at the EGM through VC / OAVM and who had not cast their vote earlier.

The Shareholders of the Company holding shares as on the “cut-off” i.e., December 27, 2024, were entitled to vote on the resolutions contained in the Notice of the EGM.

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After the closure of remote e-voting at the EGM, the report on voting done at the EGM and the votes cast under remote e-voting facility prior were unblocked and were counted.

I have scrutinized and reviewed the remote e-voting prior and during the EGM and votes cast therein based on the data downloaded from CDSL's e-voting system. The Management of the Company is responsible to ensure compliance with requirements of the Act and rules relating to remote e-voting prior and during the EGM on the resolutions contained in the notice of the EGM.

My responsibility as scrutinizer for the remote e-voting and e-voting during the EGM is restricted to making scrutinizers report of the votes cast in favour or against the resolutions.

Considering the above, I now submit my consolidated Report as under, on the result of the remote e-voting and e-voting during EGM in respect of the said resolutions.

Resolution No. 1 – Special Resolution

Appointment of Mr. Samir Dhawan (DIN: 01178691) as Non-Executive, Independent Director of the Company

(i) Voted “*in Favour*” of the resolution

Particulars	Total Number of members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote E-voting	44	833006	99.9714%
E-voting during EGM	6	207	0.0248%
Total	50	833213	99.9963%



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(ii) Voted “*against*” the resolution

Particulars	Total Number of members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote E-voting	4	31	0.0037%
E-voting during EGM	0	0	0%
Total	4	31	0.0037%

(iii) *Invalid Votes*

Particulars	Total Number of members exercised their votes	Total number of votes cast by them (shares)
Remote E-voting	0	0
E-voting during EGM	0	0
Total	0	0

(iv) *Abstained Votes*

Particulars	Total Number of members exercised their votes	Total number of votes not cast by them (shares)
Remote E-voting	0	0
E-voting during EGM	0	0
Total	0	0

Resolution No. 2 – Special Resolution

Appointment of Kshiti Ranjan Das (DIN: 07212449) as Non-Executive, Independent Director of the Company.

(i) Voted “*in Favour*” of the resolution

Particulars	Total Number of members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote E-voting	44	833006	97.9714%

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E-voting during EGM	6	207	0.0248%
Total	50	8333213	99.9963%

(ii)

Voted “*in Against*” of the resolution

Particulars	Total Number of members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote E-voting	4	31	0.0037%
E-voting during EGM	0	0	0%
Total	4	31	0.0037%

(iii) *Invalid Votes*

Particulars	Total Number of members exercised their votes	Total number of votes cast by them (shares)
Remote E-voting	0	0
E-voting during EGM	0	0
Total	0	0

(iv) *Abstained Votes*

Particulars	Total Number of members exercised their votes	Total number of votes not cast by them (shares)
Remote E-voting	0	0
E-voting during EGM	0	0
Total	0	0

Resolution No. 3 – Ordinary Resolution

Appointment of Dr. Kodikannath Jayarajan (DIN: 10798470) as Non-Executive Non-Independent Director of the Company

(i) Voted “*in Favour*” of the resolution

Particulars	Total Number of members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote E-voting	44	833006	97.9714%

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E-voting during EGM	6	207	0.0248%
Total	50	833213	99.9963%

(ii) Voted “*against*” the resolution

Particulars	Total Number of members exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote E-voting	4	31	0.0037%
E-voting during EGM	0	0	0%
Total	4	31	0.0037%

(iii) *Invalid Votes*

Particulars	Total Number of members exercised their votes	Total number of votes cast by them (shares)
Remote E-voting	0	0
E-voting during EGM	0	0
Total	0	0

(iv) *Abstained Votes*

Particulars	Total Number of members exercised their votes	Total number of votes not cast by them (shares)
Remote E-voting	0	0
E-voting during EGM	0	0
Total	0	0



Pramod S M

Designated Partner, BMP & Co. LLP
 Company Secretary in Practice
FCS No: 7834; CP No: 13784
UDIN: F007834F003567742

Place: Bangalore
Date: 3rd January 2025

BMP & Co. LLP

Regd Off: #79/1, Aishwarya Sampurna, 4th Floor, Vanivilas Road, Bengaluru, Karnataka 560004.

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The final analysis of the e-voting is annexed herewith as **Annexure A**. The Register, all other papers and relevant records relating to remote e-voting shall remain in our safe custody until the chairman considers, approves, and signs the minutes and thereafter the same would be handed over to the Company Secretary/CFO of the Company for the safe keeping.

We the undersigned, witness that the votes were unblocked from the e-voting website of CDSL, in our presence.



Isha Shrotriya

Address: Jagadeesha G.S., No. 25, 6th Cross,
1st A Main Road, Nanjappa Layout, Adugodi,
Bangalore-560030



Muskan Agarwal

Address: GRC Complex, 56, DV
Gundappa Road, Basavanagudi
Bangalore - 560070

Countersign by CFO
(Authorised by the Chairman and Board of Directors)

George K T

Chief Financial Officer

Address: BKN Ambaram Estate, No.648/1, 1st Main, Binnamangala
1st Stage, Indiranagar, Bengaluru- 560038



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Annexure A

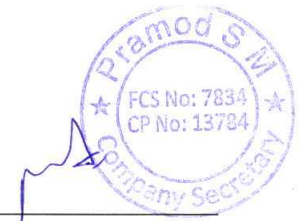
THE FINAL ANALYSIS OF THE E-VOTING IS AS FOLLOWS:

Sl. No.	Resolution	Remote E-Voting		E-Voting during EGM		Percentage		Result
		For	Against	For	Against	For	Against	
1	Appointment of Mr. Samir Dhawan (DIN: 01178691) as Non-Executive, Independent Director of the Company	883306	31	207	0	99.9963%	0.0037%	Passed
2	Appointment of Kshiti Ranjan Das (DIN: 07212449) as Non-Executive, Independent Director of the Company	883306	31	207	0	99.9963%	0.0037%	Passed
3	Appointment of Dr. Kodikannath Jayarajan (DIN: 10798470) as Non-Executive Non-Independent Director of the Company	883306	31	207	0	99.9963%	0.0037%	Passed

Based on the above information, you may kindly announce the results.

Thanking you,
Yours faithfully

Place: Bangalore
Date: 03rd January, 2025



Pramod S M
Designated Partner, BMP & Co. LLP
Company Secretary in Practice
FCS No: 7834; CP No: 13784
UDIN: F007834F003567742

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