

To,
BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers Dalal Street
Mumbai- 400001

Date:13.01.2025

Subject: Voting Result & Scrutinizer Report of Postal Ballot (including e-voting)

Dear Sir/Madam,

Postal Ballot Notice dated December 11, 2024 ("the Notice") issued to the members of the Company seeking approval for the matter mentioned therein the Notice, by way of ordinary and special resolution to be passed through the mode of remote e-voting.

As required under Regulation 44 (3) of the Listing Regulations, we submit herewith the following disclosures:

- 1) Voting results in the prescribed format
- 2) Scrutinizer's Report on remote e-voting pursuant to Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.

The same will also be uploaded on the website of the Company at www.kotharis.in and website of the depository i.e CDSL at www.evotingindia.com. The resolution has been passed by Members through Postal Ballot with requisite majority.

You are requested to take the above information on record.

Thanking You,

Yours Faithfully,

For Kothari Industrial Corporation Limited

Anil Kumar Padhiali
Company Secretary and Compliance Officer



KOTHARI INDUSTRIAL CORPORATION LIMITED
CIN No. L74110TN1970PLC005865
Kothari Building - No. 114/117, Mahatma Gandhi Salai
Nungambakkam, Chennai - 600 034.



enquiries@kotharis.in
www.kotharis.in



+91 44 2833 4564
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Company Name: Kothari Industrial Corporation Limited
Type of meeting: Postal Ballot
Total Number of shareholders on record date: 50530
Date of the meeting / last day of remote Evoting:
(in case of Postal Ballot): 11.01.2025

Item No.1:

Resolution required: Ordinary Resolution

Whether promoter/promoter group are interested in the agenda/resolution: No

TO INCREASE THE AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENT ALTERATION OF CLAUSE V OF MEMORANDUM OF ASSOCIATION:

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 & Promoter group	E-voting	22678038	1031379	4.54	1031379	0	100	0
	Poll		0	0	0	0	0	0
	Postal ballot(If applicable)		0	0	0	0	0	0
	Total		22678038	1031379	4.54	1031379	0	100
Public Institution(s)	E-voting	2694050	180801	6.71	180801	0	100	0
	Poll		0	0	0	0	0	0
	Postal ballot(If applicable)		0	0	0	0	0	0
	Total		2694050	180801	6.71	180801	0	100
Public Non-Institutions	E-voting	17111797	8735028	51.04	8734878	150	100	0
	Poll		0	0	0	0	0	0
	Postal ballot (If applicable)		0	0	0	0	0	0
	Total		17111797	8735028	51.04	8734878	150	100
Total		42483885	9947208	23.41	9947058	150	100	0



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Item No.2:
Resolution required: Special Resolution
Whether promoter/promoter group are interested in the agenda/resolution: Yes
To approve the issuance of 3,52,00,000 equity shares to Promoter and Non-promoters on a preferential basis

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 & Promoter group	E-voting	22678038	1031379	4.54	1031379	0	100	0
	Poll		0	0	0	0	0	0
	Postal ballot(If applicable)		0	0	0	0	0	0
	Total		1031379	4.54	1031379	0	100	0
Public Institution(s)	E-voting	2694050	180801	6.71	180801	0	100	0
	Poll		0	0	0	0	0	0
	Postal ballot(If applicable)		0	0	0	0	0	0
	Total	180801	6.71	180801	0	100	0	
Public Non-Institutions	E-voting	17111797	8735028	51.04	8734393	635	99.99	0.01
	Poll		0	0	0	0	0	0
	Postal ballot (If applicable)		0	0	0	0	0	0
	Total	8735028	51.04	8734393	635	99.99	0.01	
Total		42483885	9947208	23.41	9946573	635	99.99	0.01

We write this to inform you that the aforesaid resolution has been passed with requisite Majority. We enclose the Scrutinizer's Report dated 13.01.2025 for your records.

Thanking you

Yours faithfully

For Kothari Industrial Corporation Limited

Pradip B Kothari
Chairman



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M/s. SANTOSH SENAPATI & Co.,

COMPANY SECRETARIES

SCRUTINIZER'S REPORT

To
The Chairman
Kothari Industrial Corporation Limited
114, Mahatma Gandhi Salai, Nungambakkam High Road,
Chennai-600034

Sub: Scrutinizer's Report on Postal Ballot (e-voting) Results

Dear Sir,

The Board of Directors of Kothari industrial Corporation Limited (hereinafter referred to as "the Company") has appointed N. Ganesan, Practicing Chartered Accountant (Membership No.023700) as the Scrutinizer by way of Resolutions passed at Board Meeting on December 11, 2024 for the purpose of scrutinize the e-voting conducted in respect of the Resolutions as circulated / stated in the Postal Ballot Notice dated December 11, 2024 ('Notice') in a fair and transparent manner. Due to sudden death of Mr. N Ganesan on 11th January 2024, I, Santosh Senapati have been appointed as Scrutinizer.

The item for which approval of the Members of the Company was sought as stated in the Notice is mentioned hereunder: -

- 1. Ordinary Resolution for to increase the authorized share capital of the company and consequent alteration of clause v of memorandum of association**
- 2. Special Resolution for to approve the issuance of 3,52,00,000 equity shares to Promoter and Non-promoters on a preferential basis**

I submit my report as under:

The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules there under and SEBI Listing Regulations relating to the items being placed for approval of the Members through postal ballot by e-voting.

My responsibility as the Scrutinizer of the voting process (through e-voting), was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the Notice, based on the reports generated from the e-voting system provided by CDSL.

The Company has engaged the services of the Central Depository Services (India) Limited ("CDSL") as the agency to provide the remote e-voting facility.

On Thursday, December 12, 2024 the Company has completed the dispatch of Notice of Postal Ballot electronically to all the members who have registered their e-mail addresses with the Company or with the Depositories/Depository Participant and whose names appear in the Register of Members/list of Beneficial Owners as on the Cut-off date i.e. Friday, December 06, 2024, in accordance with the guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for holding general meetings/conducting postal ballot process through e-voting vide General Circular



M/s. SANTOSH SENAPATI & Co.,

COMPANY SECRETARIES

Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020 and 09/2023 dated September 25, 2023 ("MCA Circulars").

The e-voting commenced on Friday, December 13, 2024 at 9:00 AM (IST) and ended on Saturday, January 11, 2025 at 5:00 PM (IST). The votes casted electronically by the Shareholders till Saturday, January 11, 2025 up to 5:00 PM, being the last date and time fixed by the Company for e-voting were considered for my scrutiny.

In compliance with MCA Circulars, physical Postal Ballot Forms were not dispatched by the Company. Therefore, neither the Company nor I have received any postal ballot (s).

After completion of e-voting, the votes casted by the members, were unblocked in the presence of two witnesses, who are not in the employment of the Company.

A summary of the result of e-voting is given below:

Item No: 1: To increase the authorized share capital of the company and consequent alteration of clause v of memorandum of association Nature of resolution: Ordinary Resolution

(I) VOTED FOR THE RESOLUTION

	Number of members voted	Number of valid Votes cast (Shares)	% Of total number of valid votes cast
Remote E-VOTING	57	9947058	100
TOTAL	57	9947058	100

(II) VOTED AGAINST RESOLUTION

	Number of members voted	Number of valid Votes cast (Shares)	% Of total number of valid votes cast
Remote E-VOTING	2	150	0
TOTAL	2	150	0

(III) INVALID VOTES:

	Number of members voted	Number of invalid Votes cast (Shares)
Remote E-VOTING	0	0
TOTAL	0	0

Item No: 2: To approve the issuance of 3,52,00,000 equity shares to Promoter and Non-promoters on a preferential basis : Special Resolution

(I) VOTED FOR THE RESOLUTION

	Number of members	Number of valid Votes cast	% Of total number of
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M/s. SANTOSH SENAPATI & Co.,

COMPANY SECRETARIES

	voted	(Shares)	valid votes cast
Remote E-VOTING	55	9946573	99.99
TOTAL	55	9946573	99.99

(II) VOTED AGAINST RESOLUTION

	Number of members voted	Number of valid Votes cast (Shares)	% Of total number of valid votes cast
Remote E-VOTING	4	635	0.01
TOTAL	4	635	0.01

(III) INVALID VOTES:

	Number of members voted	Number of invalid Votes cast (Shares)
Remote E-VOTING	0	0
TOTAL	0	0

Based on the aforesaid results. I report that the resolutions mentioned in the Postal Ballot Notice stands passed with the requisite majority on Saturday, January 11, 2025, being the last date fixed for e-voting by the Company. Therefore, the chairman may accordingly declare the result of Postal Ballot process.

For SANTOSH SENAPATI & CO.,

Company Secretaries in Practice



CS. Santosh Kumar Senapati

Membership No. 11548

CP No-16782

UDIN: F011548F003663526

Peer review certificate No: 2789/2022

Counter signed by:

For and on behalf of Kothari Industrial Corporation Limited

Chairman
Place: Chennai



Date: 13.01.2025