



# THE COCHIN MALABAR ESTATES AND INDUSTRIES LIMITED

Regd. Off. : 21, STRAND ROAD, KOLKATA - 700 001, PHONE : 2230 9601 (4 LINES)

FAX : 00 91 033 2230 2105, E-mail : cochinmalabar@yahoo.com

CIN - L01132WB1991PLC152586

21.08.2024

The Secretary,  
BSE Ltd.,  
P. J. Towers, 25th Floor,  
Dalal Street,  
Mumbai - 400 001.

Scrip Code : 508571.

Dear Sir,

Sub : 94<sup>th</sup> AGM of the Company held on 21<sup>st</sup> August, 2024

We write to advise that all the Resolutions bearing Item Nos. 1 to 4 were placed at the 94<sup>th</sup> Annual General Meeting [AGM] of the Company duly convened on Wednesday, 21<sup>st</sup> August, 2024 through Video Conferencing/Other Audio Visual Means ("VC/OAVM") facility in terms of the Notice dated 21<sup>st</sup> May, 2024.

We send herewith a Report dated 21<sup>st</sup> August, 2024 furnished by Ms. Sweety Kapoor, Practicing Company Secretary, who was appointed as the Scrutinizer to scrutinize the voting process connected with the 94<sup>th</sup> AGM of the Members of the Company for your information and record. In terms of the said Report, all the Resolutions proposed at the above AGM of the Company have been passed by the Members with requisite majority.

We enclose the details of the voting results in respect of the aforesaid Resolutions in the prescribed format as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. A copy of the Scrutinizer's Report is also attached for your information and record.

We trust that you will find the aforesaid Report in order.

Yours faithfully,  
For The Cochin Malabar Estates And Industries Ltd.

Company Secretary  
Membership No. ACS 49202



Encl : As above.

THE COCHIN MALABAR ESTATES AND INDUSTRIES LIMITED - 94TH AGM VOTING SUMMARY								
Details as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015								
Date of the AGM		21st August, 2024						
Total Number of Shareholders on record date		2274						
No. of shareholders present in the meeting either in person or through proxy :		As the Meeting was held through VC / OAVM, physical presence of members / proxy was not applicable						
Promoter & Promoter Group								
Public								
Total								
No. of shareholders attended the meeting through Video Conferencing								
Promoter & Promoter Group		6						
Public		18						
Total		24						
Agenda-wise disclosure								
Item No. 1		Adoption of Audited Financial Statements for the Financial Year ended 31st March, 2024 alongwith the Reports of the Board of Directors and Auditors thereon - Ordinary Resolution						
Whether promoter/promoter group are interested in the agenda/resolution ?		No						
Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	1111359	1110359	99.9100	1110359	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		1110359	99.9100	1110359	-	100.0000	-
Public - Institutional holders	E-Voting	302850	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public - Non Institution	E-Voting	357699	1136	0.3176	1135	1	99.9120	0.0880
	Poll		1	0.0003	1	-	100.0000	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		1137	0.3179	1136	1	99.9120	0.0880
<b>Total</b>		<b>1771908</b>	<b>1111496</b>	<b>62.7288</b>	<b>1111495</b>	<b>1</b>	<b>99.9999</b>	<b>0.0001</b>

Votes under the head "Poll" indicates votes cast during the AGM through e-voting.



Item No. 2			To appoint a Director in place of Shri Hemant Bangur (DIN : 00040903), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment - Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution ?			No					
Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	1111359	1110359	99.9100	1110359	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		1110359	99.9100	1110359	-	100.0000	-
Public - Institutional holders	E-Voting	302850	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public - Non Institution	E-Voting	357699	1135	0.3173	1134	1	99.9119	0.0881
	Poll		1	0.0003	1	-	100.0000	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		1136	0.3176	1135	1	99.9120	0.0880
<b>Total</b>		<b>1771908</b>	<b>1111495</b>	<b>62.7287</b>	<b>1111494</b>	<b>1</b>	<b>99.9999</b>	<b>0.0001</b>

Votes under the head "Poll" indicates votes cast during the AGM through e-voting.

Item No. 3			To appoint M/s. Singhi & Co., Chartered Accountants (Firm Registration No. 302049E), as the Statutory Auditors of the Company for a term of upto 5 (five) consecutive years to hold office from the conclusion of this Annual General Meeting till the conclusion of the Annual General Meeting for the Financial Year 2028-29 - Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution ?			No					
Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	1111359	1110359	99.9100	1110359	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		1110359	99.9100	1110359	-	100.0000	-
Public - Institutional holders	E-Voting	302850	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public - Non Institution	E-Voting	357699	1135	0.3173	1134	1	99.9119	0.0881
	Poll		1	0.0003	1	-	100.0000	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		1136	0.3176	1135	1	99.9120	0.0880
<b>Total</b>		<b>1771908</b>	<b>1111495</b>	<b>62.7287</b>	<b>1111494</b>	<b>1</b>	<b>99.9999</b>	<b>0.0001</b>

Votes under the head "Poll" indicates votes cast during the AGM through e-voting.



Item No. 4			Re-appointment of Shri J.K. Surana (DIN: 00582653) as an Independent Director for second term of five consecutive years - Special Resolution					
Whether promoter/promoter group are interested in the agenda/resolution ?			No					
Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	1111359	1110359	99.9100	1110359	-	100.0000	
	Poll		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		1110359	99.9100	1110359	-	100.0000	
Public - Institutional holders	E-Voting	302850	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public - Non Institution	E-Voting	357699	1135	0.3173	1134	1	99.9119	0.0881
	Poll		1	0.0003	1	-	100.0000	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		1136	0.3176	1135	1	99.9120	0.0880
<b>Total</b>		<b>1771908</b>	<b>1111495</b>	<b>62.7287</b>	<b>1111494</b>	<b>1</b>	<b>99.9999</b>	<b>0.0001</b>

Votes under the head "Poll" indicates votes cast during the AGM through e-voting.





## SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]

Name Of The Company	The Cochin Malabar Estates and Industries Limited
CIN	L01132WB1991PLC152586
Meeting	94 <sup>th</sup> Annual General Meeting
Day, Date & Time	Wednesday, 21 <sup>st</sup> August, 2024 at 11:30 a.m
Deemed Venue	Registered Office situated at 21, Strand Road, Kolkata – 700 001
Mode	Video Conferencing (VC)/ Other Audio Visual Means (OAVM)

### 1. Appointment as Scrutinizer

I, **Sweetly Kapoor**, Practising Company Secretary (FCS-6410, COP-5738) have been appointed as the Scrutinizer for the remote e-Voting as well as e-Voting by Members during the **94<sup>th</sup> Annual General Meeting** ("94<sup>th</sup> AGM") of **The Cochin Malabar Estates and Industries Limited** (hereinafter referred to as the Company) scheduled on **Wednesday, 21<sup>st</sup> August, 2024 at 11:30 a.m.** held through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM"). My responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

### 2. Dispatch of Notice convening the Meeting

2.1 The Ministry of Corporate Affairs (MCA) vide its Circular dated 25th September, 2023, 28th December, 2022 read together with circulars dated 5th May, 2022, 14th December, 2021, 13th January, 2021, 8th April, 2020, 13th April, 2020 and 5th May, 2020 (collectively referred to as 'MCA Circulars') permitted the holding of the AGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM) without the physical presence of the Members at a common venue. Further, Securities and Exchange Board of India ("SEBI") vide its Circulars dated 5th January, 2023 read together with circulars dated 13th May, 2022, 15th January, 2021 and 12th May, 2020 ('SEBI Circulars') has permitted the holding of the Annual General Meeting through Video



Conferencing ("VC")/ Other Audio Visual Means ("OAVM") without the physical presence of the members at a common venue. In compliance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 advertisement was published on Tuesday, 16<sup>th</sup> July, 2024 and Friday, 26<sup>th</sup> July, 2024 in an English newspaper "The Echo of India" and in a Bengali newspaper "Arthik Lipi" specifying the date and time of the AGM, availability of the notice on Company's website and website of BSE Ltd., manner of registration of email ids by the members (both physical and demat) who are yet to register their email ids, manner of voting through remote e-Voting or through e-Voting system at the AGM etc.

2.2 The Company hosted the notice of the AGM on its website, website of Central Depository Services (India) Limited ("CDSL") the agency providing the platform for remote e-Voting and e-Voting at the AGM and also intimated to BSE Ltd. on Thursday, 25<sup>th</sup> July, 2024.

2.3 The Company informed that on the basis of the Register of Members made available by Maheshwari Datamatics Private Limited the Registrar and Share Transfer Agents ("RTA") of the Company and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Company completed dispatch of Notice of AGM on Thursday, 25<sup>th</sup> July, 2024 by email to 1350 no. of members who had registered their email ids with the Company/ Depositories.

**3. Cut-off date**

The Voting rights were reckoned as on Wednesday, 14<sup>th</sup> August, 2024, being the Cut-off date for the purpose of deciding the entitlements of members for remote e-Voting and e-Voting at the AGM.

**4. Remote e-Voting**

**4.1 Agency**

The Company had appointed Central Depository Services (India) Limited (CDSL) as the agency for providing the platform remote e-Voting and e-Voting at the AGM.

**4.2 Remote e-Voting period:**

Remote e-Voting platform was open from Sunday, 18<sup>th</sup> August, 2024 (9:00 am) and ends on Tuesday, 20<sup>th</sup> August, 2024 (5:00 pm) and members were required to cast their votes electronically conveying their assent or dissent in respect of the Resolutions on the remote e-Voting platform provided by CDSL.



- 4.3 The Corporate members had provided copy of the resolution passed at their Board of Directors Meeting for authorization to exercise their votes through remote e-Voting or for participating and voting in the meeting held through VC or OAVM.

**5. Voting at the AGM:**

- 5.1 Since this AGM was held through VC/ OAVM, physical attendance of the members has been dispensed with. Accordingly, in terms of MCA and SEBI circulars, the facility for appointment of proxies by the members were also dispensed with. Members who attended the meeting through VC or OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- 5.2 As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that Members who have cast their votes through remote e-Voting do not vote again at the general meeting, the Scrutinizer shall have access after closure of period of remote e-Voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e-Voting, such as their names, DP ID & Client ID/ Folios, number of shares held but not the manner in which they have voted.
- 5.3 Accordingly, CDSL, the remote e-Voting agency provided us with the names, DP ID & Client ID/ Folios and shareholding of the members who had cast their votes through remote e-Voting.

**6. Counting Process:**

On completion of e-Voting at the AGM, I unblocked [EVSN: 240722005] the results of the remote e-Voting and e-Voting at the AGM by the members on Wednesday, 21<sup>st</sup> August, 2024 around 12:05 p.m. in the presence of two witnesses namely Mrs. Ekta Goswami and Md. Tausif who are not in the employment of the Company from the CDSL e-Voting platform and downloaded the results for scrutiny.

**7. Results:**

- 7.1 I observed that
- (a) 1 member had cast his vote through e-Voting at the AGM.
  - (b) 37 members had cast their votes through remote e-Voting.
- 7.2 The e-Voting contains remote e-Voting and e-Voting at the AGM. My report is a consolidated report of remote e-Voting and e-Voting at the AGM. The Consolidated Report with respect to each item on the agenda as set out in the Notice of 94<sup>th</sup> AGM dated 21<sup>st</sup> May, 2024 is as under:-



**Ordinary Business**

**Item No. 1 – Adoption of Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2024 along with the Reports of the Board of Directors and Auditors thereon- Ordinary Resolution**

(i) Voted in favour of the resolution

Particulars (remote e-Voting/ e-Voting at the AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-Voting + e-Voting at the AGM)
Remote e- Voting e-Voting at the AGM)	36 1	1,111,494 1	99.9999 0.0000
<b>Total (remote e- Voting + e-Voting at the AGM)</b>	<b>37</b>	<b>1,111,495</b>	<b>99.9999</b>

(ii) Voted against the resolution

Particulars (remote e-voting/ e- Voting at the AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-Voting + e-Voting at the AGM)
Remote e- Voting e-Voting at the AGM	1 0	1 0	0.0001 0
<b>Total (remote e- Voting + e-Voting at the AGM)</b>	<b>1</b>	<b>1</b>	<b>0.0001</b>

(iii) Invalid Votes

Particulars (remote e-Voting/ e-Voting at the AGM)	Total No. of members whose votes were declared invalid	Total number of votes cast
Remote e-Voting e-Voting at the AGM	0 0	0 0
<b>Total (remote e-Voting + e- Voting at the AGM)</b>	<b>0</b>	<b>0</b>





Item No. 2 – To appoint a Director in place of Shri Hemant Bangur (DIN : 00040903), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment - Ordinary Resolution

(i) Voted in favour of the resolution

Particulars (remote e-Voting/ e-Voting at the AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-Voting + e-Voting at the AGM)
Remote e- Voting	35	1,111,493	99.9999
e-Voting at the AGM)	1	1	0.0000
<b>Total (remote e- Voting + e-Voting at the AGM)</b>	<b>36</b>	<b>1,111,494</b>	<b>99.9999</b>

(ii) Voted against the resolution

Particulars (remote e-Voting/ e-Voting at the AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-Voting + e-Voting at the AGM)
Remote e- Voting	1	1	0.0001
e-Voting at the AGM	0	0	0
<b>Total (remote e- Voting + e-Voting at the AGM)</b>	<b>1</b>	<b>1</b>	<b>0.0001</b>

(iii) Invalid Votes

Particulars (remote e-Voting/ e-Voting at the AGM)	Total No. of members whose votes were declared invalid	Total number of votes cast
Remote e-Voting	0	0
e-Voting at the AGM	0	0
<b>Total (remote e-Voting + e- Voting at the AGM)</b>	<b>0</b>	<b>0</b>



Item No. 3 – To appoint M/s. Singhi & Co., Chartered Accountants (Firm Registration No. 302049E), as the Statutory Auditors of the Company for a term of upto 5 (five) consecutive years to hold office from the conclusion of this AGM till the conclusion of AGM to be held for the Financial Year 2028-29 and fixing their remuneration – Ordinary Resolution

(i) Voted in favour of the resolution

Particulars (remote e-Voting/ e-Voting at the AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-Voting + e-Voting at the AGM)
Remote e- Voting	35	1,111,493	99.9999
e-Voting at the AGM)	1	1	0.0000
<b>Total (remote e- Voting + e-Voting at the AGM)</b>	<b>36</b>	<b>1,111,494</b>	<b>99.9999</b>

(ii) Voted against the resolution

Particulars (remote e-Voting/ e-Voting at the AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-Voting + e-Voting at the AGM)
Remote e- Voting	1	1	0.0001
e-Voting at the AGM	0	0	0
<b>Total (remote e- Voting + e-Voting at the AGM)</b>	<b>1</b>	<b>1</b>	<b>0.0001</b>

(iii) Invalid Votes

Particulars (remote e-Voting/ e-Voting at the AGM)	Total No. of members whose votes were declared invalid	Total number of votes cast
Remote e-Voting	0	0
e-Voting at the AGM	0	0
<b>Total (remote e-Voting + e- Voting at the AGM)</b>	<b>0</b>	<b>0</b>



Special Business**Item No. 4 – Re-Appointment of Shri J.K. Surana (DIN: 00582653) as an Independent Director for second term of five consecutive years - Special Resolution**

(i) Voted in favour of the resolution

Particulars (remote e-Voting/ e-Voting at the AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-Voting + e-Voting at the AGM)
Remote e- Voting	35	1,111,493	99.9999
e-Voting at the AGM)	1	1	0.0000
<b>Total (remote e- Voting + e-Voting at the AGM)</b>	<b>36</b>	<b>1,111,494</b>	<b>99.9999</b>

(ii) Voted against the resolution

Particulars (remote e-Voting/ e-Voting at the AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast (remote e-Voting + e-Voting at the AGM)
Remote e- Voting	1	1	0.0001
e-Voting at the AGM	0	0	0
<b>Total (remote e- Voting + e-Voting at the AGM)</b>	<b>1</b>	<b>1</b>	<b>0.0001</b>

(iii) Invalid Votes

Particulars (remote e-Voting/ e-Voting at the AGM)	Total No. of members whose votes were declared invalid	Total number of votes cast
Remote e-Voting	0	0
e-Voting at the AGM	0	0
<b>Total (remote e-Voting + e- Voting at the AGM)</b>	<b>0</b>	<b>0</b>

Note to Item No. 1,2,3 and 4 percentage of valid vote casted through e-Voting at the AGM treated as Negligible percentage.

Note to Item No. 2,3 and 4 – One Shareholder holding 1no. of share abstained from voting on the resolutions.



*Sweety Kapoor*

Continuation sheet.....

8. Based on the foregoing, the resolution(s) as outlined hereinabove of the Notice dated 21<sup>st</sup> May, 2024 have passed with the requisite majority.
9. The Electronic data and all other relevant records of voting process given/ provided/ maintained in electronic mode will remain in my safe custody until the Chairman considers, approves and signs the minutes and thereafter the same shall be handed over to the Company Secretary.
10. You may accordingly declare the result of the AGM.



Place: Kolkata  
Date: 21/08/2024

*Sweety Kapoor*  
Sweety Kapoor  
Practising Company Secretary  
Membership No. FCS 6410, CP No.5738  
UIN: I2003WB399800  
PRCN: 660/2020  
UDIN: F006410F001010864