

KAL/COR/BSE/09/584/2024

23rd September 2024

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 32nd Annual General Meeting (“AGM”) of the Company held on 20th September 2024

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 AGM) 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

Voting Results

Date of the AGM/EGM	20.09.2024
Total number of shareholders on record date	9245
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	NA
Public:	NA
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	1
Public:	47

Agenda-wise disclosure (to be disclosed separately for each agenda item)

Item No. 1 To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024, together with the reports of the Board and Auditors thereon.

Resolution required: (Ordinary/ Special)

Ordinary

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	Number of Invalid votes*
Promoter and Promoter Group	E-Voting	7048435	555000	7.874088361	555000	0	100	0	6493435
	Poll	NA	NA	NA	NA	NA	NA	NA	
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA	
	Total	7048435	555000	7.8740884	555000	0	100	0	6493435
Public-Institutions	E-Voting	30422	0	0	0	0	0	0	0
	Poll	NA	NA	NA	NA	NA	NA	NA	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA	
	Total	30422	0	0	0	0	0.00	0	0
Public- Non Institutions	E-Voting	4953594	1009993	20.39	1009959	34	100.00	0.0034	0.00
	Poll		1350	0.03		1350	0.00	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA	
Total		12032451	1566343	13.017655	1564959	1384	99.9116	0.0884	6493435

*The votes casted in favor by Katra Holdings Limited (KHL) are considered as invalid, as the Board of Directors at their adjourned meeting held on 20th September 2024, took note of the legal opinion obtained from Mr. Joseph Kodianthara, Senior Advocate, which stated that until a competent jurisdictional court of law in India renders a final decision as to who would be able to exercise the rights relating to this shareholding, it would be proper for KAL and its Board of Directors to keep all rights attached to the shareholding of KHL in KAL (i.e. 6,493,435 ordinary voting shares constituting 53.97% of the total issued and paid up capital of KAL) in abeyance pending a final decision by a court of law in India as to the dispute between Mr. Ramesh Vangal and the Liquidator, including the right to participate and vote in the AGM.

Item No. 2 Appointment of Mr. Anand Subramanian (DIN: 00064083) as Director liable to retire by rotation and who has offered himself for re-appointment

Resolution required: (Ordinary/ Special)

Whether promoter/ promoter group are interested in the agenda/resolution?

Ordinary
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	Number of Invalid votes*
Promoter and Promoter Group	E-Voting	7048435	555000	7.874088	555000	0	100	0	6493435
	Poll	NA	NA	NA	NA	NA	NA	NA	
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA	
	Total	7048435	555000	7.87409	555000	0	100	0	6493435
Public-Institutions	E-Voting	30422	0	0	0	0	0	0	0
	Poll	NA	NA	NA	NA	NA	NA	NA	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA	
	Total	30422	0	0	0	0	0.00	0	0
Public- Non Institutions	E-Voting	4953594	1009993	20.389	386859	623134	38.30	61.70	0
	Poll		1350	0.03		1350	0.00	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA	
	Total	4953594	1009993	20.3891	386859	624484	38.30314	61.83053	0
Total		12032451	1566343	13.0177	941859	624484	60.1311	39.8689	6493435

*The votes casted in favor by Katra Holdings Limited (KHL) are considered as invalid, as the Board of Directors at their adjourned meeting held on 20th September 2024, took note of the legal opinion obtained from Mr. Joseph Kodianthara, Senior Advocate, which stated that until a competent jurisdictional court of law in India renders a final decision as to who would be able to exercise the rights relating to this shareholding, it would be proper for KAL and its Board of Directors to keep all rights attached to the shareholding of KHL in KAL (i.e. 6,493,435 ordinary voting shares constituting 53.97% of the total issued and paid up capital of KAL) in abeyance pending a final decision by a court of law in India as to the dispute between Mr. Ramesh Vangal and the Liquidator, including the right to participate and vote in the AGM.

Item No. 3 Appointment of M/s. G. Joseph & Associates as the Statutory Auditors of the Company:

Resolution required: (Ordinary/ Special)

Ordinary

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	Number of Invalid votes*
Promoter and Promoter Group	E-Voting	7048435	555000	7.874088	555000	0	100	0	6493435
	Poll	NA	NA	NA	NA	NA	NA	NA	
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA	
	Total	7048435	555000	7.87409	555000	0	100	0	6493435
Public-Institutions	E-Voting	30422	0	0	0	0	0	0	0
	Poll	NA	NA	NA	NA	NA	NA	NA	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA	
	Total	30422	0	0	0	0	0.00	0	0
Public- Non Institutions	E-Voting	4953594	1009993	20.389	1009959.00	34.00	100.00	0.003	0
	Poll		1350	0.03		1350	0.000	100.000	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA	
	Total	4953594	1009993	20.3891	1009959	1384.00	99.99663	0.137031	0
Total	12032451	1566343	13.0177	1564959	1384	99.9116	0.0884	6493435	

*The votes casted in favor by Katra Holdings Limited (KHL) are considered as invalid, as the Board of Directors at their adjourned meeting held on 20th September 2024, took note of the legal opinion obtained from Mr. Joseph Kodianthara, Senior Advocate, which stated that until a competent jurisdictional court of law in India renders a final decision as to who would be able to exercise the rights relating to this shareholding, it would be proper for KAL and its Board of Directors to keep all rights attached to the shareholding of KHL in KAL (i.e. 6,493,435 ordinary voting shares constituting 53.97% of the total issued and paid up capital of KAL) in abeyance pending a final decision by a court of law in India as to the dispute between Mr. Ramesh Vangal and the Liquidator, including the right to participate and vote in the AGM.

Item No. 4 Continuation of Appointment of Mr. Ramesh Vangal (DIN: 00064018) as Non-Executive and Non-Independent Director of the Company:

Resolution required: (Ordinary/ Special)

Whether promoter/ promoter group are interested in the agenda/resolution?

Ordinary
yes

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	Number of Invalid votes*
Promoter and Promoter Group	E-Voting	7048435	555000	7.874088	555000	0	100	0	6493435
	Poll	NA	NA	NA	NA	NA	NA	NA	
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA	
	Total	7048435	555000	7.87409	555000	0	100	0	6493435
Public-Institutions	E-Voting	30422	0	0	0	0	0	0	0
	Poll	NA	NA	NA	NA	NA	NA	NA	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA	
	Total	30422	0	0	0	0	0.00	0	0
Public- Non Institutions	E-Voting	4953594	1009993	20.389	1009859.00	134.00	99.99	0.01	0
	Poll		1350	0.03	1350	0	100.00	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA	
	Total	4953594	1009993	20.3891	1011209	134	100.1204	0.013267	0
Total		12032451	1566343	13.0177	1566209	134	99.9914	0.0086	6493435

*The votes casted in favor by Katra Holdings Limited (KHL) are considered as invalid, as the Board of Directors at their adjourned meeting held on 20th September 2024, took note of the legal opinion obtained from Mr. Joseph Kodianthara, Senior Advocate, which stated that until a competent jurisdictional court of law in India renders a final decision as to who would be able to exercise the rights relating to this shareholding, it would be proper for KAL and its Board of Directors to keep all rights attached to the shareholding of KHL in KAL (i.e. 6,493,435 ordinary voting shares constituting 53.97% of the total issued and paid up capital of KAL) in abeyance pending a final decision by a court of law in India as to the dispute between Mr. Ramesh Vangal and the Liquidator, including the right to participate and vote in the AGM.

Item No. 5 To approve the related party transactions with Om Vedic Heritage Center Pte. Ltd. and Ayurvedagram Heritage Wellness Centre Private Limited:

Resolution required: (Ordinary/ Special)

Whether promoter/ promoter group are interested in the agenda/resolution?

Ordinary
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	Number of Invalid votes*
Promoter and Promoter Group	E-Voting	7048435	555000	7.874088	555000	0	100	0	6493435
	Poll	NA	NA	NA	NA	NA	NA	NA	
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA	
	Total	7048435	555000	7.87409	555000	0	100	0	6493435
Public-Institutions	E-Voting	30422	0	0	0	0	0	0	0
	Poll	NA	NA	NA	NA	NA	NA	NA	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA	
	Total	30422	0	0	0	0	0.00	0	0
Public- Non Institutions	E-Voting	4953594	1009993	20.389	1009959.00	34.00	99.997	0.003	0
	Poll		1350	0.03		1350	0.00	100.000	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA	
	Total	4953594	1011343	20.4163	1009959	1384	99.863	0.137	
Total		12032451	1566343	13.0177	1564959	1384	99.912	0.088	6493435

*The votes casted in favor by Katra Holdings Limited (KHL) are considered as invalid, as the Board of Directors at their adjourned meeting held on 20th September 2024, took note of the legal opinion obtained from Mr. Joseph Kodianthara, Senior Advocate, which stated that until a competent jurisdictional court of law in India renders a final decision as to who would be able to exercise the rights relating to this shareholding, it would be proper for KAL and its Board of Directors to keep all rights attached to the shareholding of KHL in KAL (i.e. 6,493,435 ordinary voting shares constituting 53.97% of the total issued and paid up capital of KAL) in abeyance pending a final decision by a court of law in India as to the dispute between Mr. Ramesh Vangal and the Liquidator, including the right to participate and vote in the AGM.

Item No. 6 Ratification of Remuneration payable to M/s. SLR & Associates, Kochi, Cost Auditors of the Company:

Resolution required: (Ordinary/ Special)

Whether promoter/ promoter group are interested in the agenda/resolution?

Ordinary
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	Number of Invalid votes*
Promoter and Promoter Group	E-Voting	7048435	555000	7.874088	555000	0	100	0	6493435
	Poll	NA	NA	NA	NA	NA	NA	NA	
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA	
	Total	7048435	555000	7.87409	555000	0	100	0	6493435
Public-Institutions	E-Voting	30422	0	0	0	0	0	0	0
	Poll	NA	NA	NA	NA	NA	NA	NA	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA	
	Total	30422	0	0	0	0	0.00	0	0
Public- Non Institutions	E-Voting	4953594	1009993	20.389	1009859.00	134.00	99.987	0.013	0
	Poll		1350	0.03		1350	0.00	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA	
	Total	4953594	1011343	20.416	1009859	1484	99.853	0.147	0
Total		12032451	1566343	13.018	1564859	1484	99.905	0.095	6493435

*The votes casted in favor by Katra Holdings Limited (KHL) are considered as invalid, as the Board of Directors at their adjourned meeting held on 20th September 2024, took note of the legal opinion obtained from Mr. Joseph Kodianthara, Senior Advocate, which stated that until a competent jurisdictional court of law in India renders a final decision as to who would be able to exercise the rights relating to this shareholding, it would be proper for KAL and its Board of Directors to keep all rights attached to the shareholding of KHL in KAL (i.e. 6,493,435 ordinary voting shares constituting 53.97% of the total issued and paid up capital of KAL) in abeyance pending a final decision by a court of law in India as to the dispute between Mr. Ramesh Vangal and the Liquidator, including the right to participate and vote in the AGM.

**Item No. 7 Appointment of Mr. Harish Kuttan Menon (DIN: 00585260) as an Independent Director:
To consider and, if thought fit, to pass the following resolution, as Special Resolution:**

Resolution required: (Ordinary/ Special)

Whether promoter/ promoter group are interested in the agenda/resolution?

Special
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	Number of Invalid votes *
Promoter and Promoter Group	E-Voting	7048435	555000	7.874088	555000	0	100	0	6493435
	Poll	NA	NA	NA	NA	NA	NA	NA	
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA	
	Total	7048435	555000	7.87409	555000	0	100	0	6493435
Public-Institutions	E-Voting	30422	0	0	0	0	0	0	0
	Poll	NA	NA	NA	NA	NA	NA	NA	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA	
	Total	30422	0	0	0	0	0.00	0	0
Public- Non Institutions	E-Voting	4953594	1009993	20.389	1009859.00	134.00	99.987	0.013	0
	Poll		1350	0.03		1350	0.00	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA	
	Total	4953594	1011343	20.4163	1009859	1484.00	99.853	0.147	
Total	12032451	1566343	13.0177	1564859	1484	99.905	0.095	6493435	

*The votes casted in favor by Katra Holdings Limited (KHL) are considered as invalid, as the Board of Directors at their adjourned meeting held on 20th September 2024, took note of the legal opinion obtained from Mr. Joseph Kodianthara, Senior Advocate, which stated that until a competent jurisdictional court of law in India renders a final decision as to who would be able to exercise the rights relating to this shareholding, it would be proper for KAL and its Board of Directors to keep all rights attached to the shareholding of KHL in KAL (i.e. 6,493,435 ordinary voting shares constituting 53.97% of the total issued and paid up capital of KAL) in abeyance pending a final decision by a court of law in India as to the dispute between Mr. Ramesh Vangal and the Liquidator, including the right to participate and vote in the AGM.



Date: 23rd September 2024

To,
The Chairman,
Kerala Ayurveda Limited (“KAL” or “the Company”)
CIN: L24233KL1992PLC006592
VII/415 Nedumbaserry Anthani
P O Alwaye, Ernakulam,
Kerala, India, 683585.

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 32nd Annual General Meeting of Kerala Ayurveda Limited held on Friday, September 20, 2024 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 32nd Annual General Meeting (“AGM”) of Kerala Ayurveda Limited (“Company”) held on Friday, September 20, 2024 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 AGM.

The notice dated August 29, 2024, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM by the



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BMP & Co. LLP

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  : biswajit@bmpandco.com, **Website** : www.bmpandco.com, LLPIN : AAI-4194



Company through electronic mode to those members whose email addresses are 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 and all other relevant circulars issued from time to time (collectively referred to as "MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 read with Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 read with Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022 read with Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January, 2023, Circular No. SEBI/HO/DDHS/P/CIR/2023/0164 dated 6th October, 2023 issued by the Securities and Exchange Board of India (collectively referred to as "SEBI 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 32nd Annual General Meeting and the Annual Report for the financial year 2023-24 in electronic form.

The remote e-voting commenced on Sunday, September 15, 2024 at 9:00 am (IST) and ended on Thursday, September 19, 2024 till 5:00 pm (IST). The e-voting services were provided by CDSL.

The votes were unblocked on September 20, 2024, at 12:35 p.m. in the presence of two witnesses, viz., Ms. Isha Shrotriya currently residing at Jagadeesha G.S., No. 25, 6th Cross, 1st A Main Road, Nanjappa Layout, Adugodi, Bangalore-560030 and Ms. Shruti Jain currently residing at 993, 14th Cross Road, Siddana Layout, Banashankari, Stage 2, Bangalore - 560070 who are not in employment of the Company.





The Company had also provided remote e-voting facility to the shareholders present at the AGM 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., September 13, 2024, were entitled to vote on the resolutions contained in the Notice of the AGM.

After the closure of remote e-voting at the AGM, the report on voting done at the AGM 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 AGM 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 AGM on the resolutions contained in the notice of the AGM.

It is pertinent to note that the Chairman at the AGM informed the members that the Board convened a meeting on 18th September 2024, which was subsequently adjourned to 20th September 2024 at 09:00 AM. This meeting addressed letters received from Mr. Ramesh Vangal and M/s. Shardul Amarchand Mangaldas (legal counsel of Mr. Ouma Shankar Ochit, who was appointed as the Liquidator of Katra Holdings Limited, Mauritius (“KHL”) on September 12, 2024, by order of the Supreme Court of Mauritius), regarding the exercising of its rights including rights in the 32nd AGM of the Company, for 53.97% of shares held by Katra Holdings Limited in the Company.

Separately Mr. Ramesh Vangal has also issued a communication on 17 September 2024 expressing his claim on the same rights to Katra Holdings Limited on the basis that the enforcement of the Mauritius order is illegal in India as established by the ED (enforcement directorate) and that there is an injunction in the Kerala High court until this matter is decided.

In this regard, the Board obtained a legal opinion from Mr. Joseph Kodianthara, Senior Advocate, which stated that in view of the serious contentious issues arising in the matter, until a competent jurisdictional court of law in India renders a final decision as to who would be able to exercise the rights relating to this shareholding, it would be proper for KAL and its Board of Directors to keep all rights attached to the shareholding of KHL in



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KAL (i.e. 6,493,435 ordinary voting shares constituting 53.97% of the total issued and paid up capital of KAL) in abeyance pending a final decision by a court of law in India as to the dispute between Mr. Ramesh Vangal and the Liquidator, including the right to participate and vote in the AGM. The Board of Directors agreed upon the legal opinion obtained.

My responsibility as scrutinizer for the remote e-voting and e-voting during the AGM 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 AGM in respect of the said resolutions.

Resolution No. 1 – Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements.

(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*	76	1564959	99.9116%
E-voting during AGM	0	0	0
Total	76	1564959	99.9116%

(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	7	34	0.0022%
E-voting during AGM	1	1350	0.0862%
Total	8	1384	0.0884%



(iii) *Invalid Votes*

Particulars	Total Number of members exercised their votes	Total number of votes cast by them (shares)
Remote E- voting	1	6493435*
E-voting during AGM	0	0
Total	1	6493435

**The votes casted in favor by Katra Holdings Limited (KHL) are considered as invalid, as the Board of Directors at their adjourned meeting held on 20th September 2024, took note of the legal opinion obtained from Mr. Joseph Kodianthara, Senior Advocate, which stated that until a competent jurisdictional court of law in India renders a final decision as to who would be able to exercise the rights relating to this shareholding, it would be proper for KAL and its Board of Directors to keep all rights attached to the shareholding of KHL in KAL (i.e. 6,493,435 ordinary voting shares constituting 53.97% of the total issued and paid up capital of KAL) in abeyance pending a final decision by a court of law in India as to the dispute between Mr. Ramesh Vangal and the Liquidator, including the right to participate and vote in the AGM.*

(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 AGM	0	0
Total	0	0

Resolution No. 2 – Ordinary Resolution

Appointment of Mr. Anand Subramanian (DIN: 00064083) as Director liable to retire by rotation and who has offered himself for re-appointment.



(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*	73	941859	60.1311%
E-voting during AGM	0	0	0
Total	73	941859	60.1311%

(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	10	623134	39.7827%
E-voting during AGM	1	1350	0.0862%
Total	11	624484	39.8689%

(iii) *Invalid Votes*

Particulars	Total Number of members exercised their votes	Total number of votes cast by them (shares)
Remote E- voting	1	6493435*
E-voting during AGM	0	0
Total	1	6493435

**The votes casted in favor by Katra Holdings Limited (KHL) are considered as invalid, as the Board of Directors at their adjourned meeting held on 20th September 2024, took note of the legal opinion obtained from Mr. Joseph Kodianthara, Senior Advocate, which stated that until a competent jurisdictional court of law in India renders a final decision as to who would be able to exercise the rights relating to this shareholding, it would be proper for KAL and its Board of Directors to keep all rights attached to the shareholding of KHL in KAL (i.e. 6,493,435 ordinary voting shares constituting 53.97% of the total issued and paid up capital of KAL) in abeyance pending a final decision by a court of law in India as to the dispute between Mr. Ramesh Vangal and the Liquidator, including the right to participate and vote in the AGM.*



(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 AGM	0	0
Total	0	0

Resolution No. 3 – Ordinary Resolution

Appointment of M/s. G. Joseph & Associates as the Statutory Auditors 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*	76	1564959	99.9116%
E-voting during AGM	0	0	0
Total	76	1564959	99.9116%

(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	7	34	0.0022%
E-voting during AGM	1	1350	0.0862%
Total	8	1384	0.0884%

(iii) *Invalid Votes*

Particulars	Total Number of members exercised their votes	Total number of votes cast by them (shares)
Remote E- voting	1	6493435*
E-voting during AGM	0	0



Total	1	6493435
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**The votes casted in favor by Katra Holdings Limited (KHL) are considered as invalid, as the Board of Directors at their adjourned meeting held on 20th September 2024, took note of the legal opinion obtained from Mr. Joseph Kodianthara, Senior Advocate, which stated that until a competent jurisdictional court of law in India renders a final decision as to who would be able to exercise the rights relating to this shareholding, it would be proper for KAL and its Board of Directors to keep all rights attached to the shareholding of KHL in KAL (i.e. 6,493,435 ordinary voting shares constituting 53.97% of the total issued and paid up capital of KAL) in abeyance pending a final decision by a court of law in India as to the dispute between Mr. Ramesh Vangal and the Liquidator, including the right to participate and vote in the AGM.*

(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 AGM	0	0
Total	0	0

Resolution No. 4 – Ordinary Resolution

Continuation of Appointment of Mr. Ramesh Vangal (DIN: 00064018) as Non-Executive and 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*	75	1564859	99.9053%
E-voting during AGM	1	1350	0.0862%
Total	76	1566209	99.9914%



(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	8	134	0.0086%
E-voting during AGM	0	0	0
Total	8	134	0.0086%

(iii) *Invalid Votes*

Particulars	Total Number of members exercised their votes	Total number of votes cast by them (shares)
Remote E- voting	1	6493435*
E-voting during AGM	0	0
Total	1	6493435

**The votes casted in favor by Katra Holdings Limited (KHL) are considered as invalid, as the Board of Directors at their adjourned meeting held on 20th September 2024, took note of the legal opinion obtained from Mr. Joseph Kodianthara, Senior Advocate, which stated that until a competent jurisdictional court of law in India renders a final decision as to who would be able to exercise the rights relating to this shareholding, it would be proper for KAL and its Board of Directors to keep all rights attached to the shareholding of KHL in KAL (i.e. 6,493,435 ordinary voting shares constituting 53.97% of the total issued and paid up capital of KAL) in abeyance pending a final decision by a court of law in India as to the dispute between Mr. Ramesh Vangal and the Liquidator, including the right to participate and vote in the AGM.*

(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 AGM	0	0
Total	0	0



Resolution No. 5 – Ordinary Resolution

To approve the related party transactions with Om Vedic Heritage Center Pte. Ltd and Ayurvedagram Heritage Wellness Centre Private Limited.

(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*	76	1564959	99.9116%
E-voting during AGM	0	0	0
Total	76	1564959	99.9116%

(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	7	34	0.0022%
E-voting during AGM	1	1350	0.0862%
Total	8	1384	0.0884%

(iii) *Invalid Votes*

Particulars	Total Number of members exercised their votes	Total number of votes cast by them (shares)
Remote E- voting	1	6493435*
E-voting during AGM	0	0
Total	1	6493435

**The votes casted in favor by Katra Holdings Limited (KHL) are considered as invalid, as the Board of Directors at their adjourned meeting held on 20th September 2024, took note of the legal opinion obtained from Mr. Joseph Kodianthara, Senior Advocate, which stated that until a competent jurisdictional court of law in India renders a final decision as to who would be able to exercise the rights relating to this shareholding, it would be proper for KAL and its Board of Directors to keep*





all rights attached to the shareholding of KHL in KAL (i.e. 6,493,435 ordinary voting shares constituting 53.97% of the total issued and paid up capital of KAL) in abeyance pending a final decision by a court of law in India as to the dispute between Mr. Ramesh Vangal and the Liquidator, including the right to participate and vote in the AGM.

(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 AGM	0	0
Total	0	0

Resolution No. 6 – Ordinary Resolution

Ratification of Remuneration payable to M/s. SLR & Associates, Kochi, Cost Auditors 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*	75	1564859	99.9053%
E-voting during AGM	0	0	0
Total	75	1564859	99.9053%

(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	8	134	0.0086%
E-voting during AGM	1	1350	0.0862%
Total	9	1484	0.0947%



(iii) *Invalid Votes*

Particulars	Total Number of members exercised their votes	Total number of votes cast by them (shares)
Remote E- voting	1	6493435*
E-voting during AGM	0	0
Total	1	6493435

**The votes casted in favor by Katra Holdings Limited (KHL) are considered as invalid, as the Board of Directors at their adjourned meeting held on 20th September 2024, took note of the legal opinion obtained from Mr. Joseph Kodianthara, Senior Advocate, which stated that until a competent jurisdictional court of law in India renders a final decision as to who would be able to exercise the rights relating to this shareholding, it would be proper for KAL and its Board of Directors to keep all rights attached to the shareholding of KHL in KAL (i.e. 6,493,435 ordinary voting shares constituting 53.97% of the total issued and paid up capital of KAL) in abeyance pending a final decision by a court of law in India as to the dispute between Mr. Ramesh Vangal and the Liquidator, including the right to participate and vote in the AGM.*

(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 AGM	0	0
Total	0	0

Resolution No. 7 – Special Resolution

Appointment of Mr. Harish Kuttan Menon (DIN: 00585260) as an Independent Director.

- (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*	75	1564859	99.9053%
E-voting during AGM	0	0	0
Total	75	1564859	99.9053%

(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	8	134	0.0086%
E-voting during AGM	1	1350	0.0862%
Total	9	1484	0.0947%

(iii) *Invalid Votes*

Particulars	Total Number of members exercised their votes	Total number of votes cast by them (shares)
Remote E- voting	1	6493435*
E-voting during AGM	0	0
Total	1	6493435

**The votes casted in favor by Katra Holdings Limited (KHL) are considered as invalid, as the Board of Directors at their adjourned meeting held on 20th September 2024, took note of the legal opinion obtained from Mr. Joseph Kodianthara, Senior Advocate, which stated that until a competent jurisdictional court of law in India renders a final decision as to who would be able to exercise the rights relating to this shareholding, it would be proper for KAL and its Board of Directors to keep all rights attached to the shareholding of KHL in KAL (i.e. 6,493,435 ordinary voting shares constituting 53.97% of the total issued and paid up capital of KAL) in abeyance pending a final decision by a court of law in India as to the dispute between Mr. Ramesh Vangal and the Liquidator, including the right to participate and vote in the AGM.*



(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 AGM	0	0
Total	0	0



Pramod S M

Designated Partner, BMP & Co. LLP

Company Secretary in Practice

FCS No: 7834; CP No: 13784

UDIN: F007834F001284890

Place: Bangalore

Date: 23rd September 2024

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 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

Shruti Jain

Address: 993, 14th cross road, Siddana
Layout, Banashankari, Stage 2,
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

Annexure A

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

Sl. No.	Resolution	Remote E-Voting		E-Voting during AGM		Percentage		Result
		For	Against	For	Against	For	Against	
1	To receive, consider and adopt the Audited Financial Statements	1564959	34	0	1350	99.9116%	0.0884%	Approved as an Ordinary Resolution
2	Appointment of Mr. Anand Subramanian (DIN: 00064083) as Director liable to retire by rotation and who has offered himself for re-appointment	941859	623134	0	1350	60.1311%	39.8689%	Approved as an Ordinary Resolution
3	Appointment of M/s. G. Joseph & Associates as the Statutory Auditors of the Company	1564959	34	0	1350	99.9116%	0.0884%	Approved as an Ordinary Resolution
4	Continuation of Appointment of Mr. Ramesh Vangal (DIN: 00064018) as Non-Executive and Non-Independent Director of the Company.	1564859	134	1350	0	99.9914%	0.0086%	Approved as an Ordinary Resolution
5	To approve the related party transactions with Om Vedic Heritage Center Pte. Ltd and	1564959	34	0	1350	99.9116%	0.0884%	Approved as an Ordinary Resolution



	Ayurvedagram Heritage Wellness Centre Private Limited:							
6	Ratification of Remuneration payable to M/s. SLR & Associates, Kochi, Cost Auditors of the Company	1564859	134	0	1350	99.9053%	0.0947%	Approved as an Ordinary Resolution
7	Appointment of Mr. Harish Kuttan Menon (DIN: 00585260) as an Independent Director	1564859	134	0	1350	99.9053%	0.0947%	Approved as a Special Resolution

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

Thanking you,
Yours faithfully

Place: Bangalore
Date: 23rd September 2024



Pramod S M
Designated Partner, BMP & Co. LLP
Company Secretary in Practice
FCS No: 7834; CP No: 13784
UDIN: **F007834F001284890**