



khaitan (India) Limited

CIN No. L10000WB1936PLC008775

Phone : (033) 4050 5000

Fax : (033) 2288 3961

Ref: KIL: SEC: 38:2022-23

Date: 24/09/2022

To,
The Manager,
Listing Department,
National Stock Exchange of India Limited Exchange Plaza,
5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex,
Bandra (E), Mumbai - 400 051.
Maharashtra, India
NSE Symbol : KHAITANLTD

To,
The Secretary, Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.
Maharashtra, India
BSE Security Code : 590068

Dear Sir,

Sub: Voting Results at 85th Annual General Meeting held on 24th September, 2022 under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We are pleased to submit herewith the following with respect to the 85th AGM of the Company held on September 24, 2022 through Video Conferencing (VC)/ Other Audio Video Means (OAVM):

- 1) **Voting results** pursuant to Regulation 44 (3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (**Annexure A**).
- 2) **Report of the Scrutinizer** dated September 24, 2022, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (**Annexure B**).

As per the consolidated Scrutinizer's Report dated September 24th, 2022, all the resolutions mentioned in the Notice of AGM were passed by the Members of the Company with the requisite majority.

The above are also being displayed on the notice board of the Company at its Registered Office, Company's website at www.khaitansugar.in and on the website of Central Depository Services Limited at www.evoting.cdslindia.com. This is for your information and records.

Thanking You

For KHAITAN (INDIA) LIMITED


Sunay Krishna Khaitan
(Executive Director, DIN: 07585070)

Visit us at www.khaitan.com

Regd. Office : 20th Floor, 46C, J. L. Nehru Road, Kolkata-700 071

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KHAITAN (INDIA) LIMITED VOTING RESULT Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015		
Sr. No.	Particulars	Details
1.	Date of the AGM	Annual General Meeting (AGM)- Saturday 24 th September, 2022
2.	Total number of shareholders as on record date	As of cut-off date i.e. September 17, 2022 total no. of Shareholder is 4340.
3	Number of Shareholders present in the meeting either in person or through proxy	No arrangement for a physical meeting or appointment of proxy was made as the AGM was held through VC/OAVM
	Promoters and Promoter Group:	NIL
	Public:	NIL
4.	Number of Shareholders attend the meeting through VC/OAVM (excluding webcast)	
	Promoters and Promoter Group:	2
	Public:	36
5.	No. of resolution passed in the meeting	3 Resolution wise details of voting results attached





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(Annexure A)

Agenda wise disclosure:

Resolution Number 1

Details of Agenda		Resolution No 1- To receive, consider and adopt the audited Financial Statements for the year ended on 31 March 2022 together with the reports of the Directors and Auditors thereon.						
Resolution required		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) = $\frac{\{(2)/(1)\} * 100}{100}$	No. Of Vote in Favor (4)	No. Of Votes Against (5)	% of Votes In favor of Votes polled (6) = $\frac{\{(4)/(2)\} * 100}{100}$	% of Votes In against of Votes polled (7) = $\frac{\{(5)/(2)\} * 100}{100}$
Promoter and Promoter Group	Remote Evoting	2861630	2246529	78.5052	2246529	0	100	0
	Evoting at AGM		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		2861630	2246529	78.5052	2246529	0	100
Public Institutions	Remote Evoting	1434	0	0	0	0	0	0
	Evoting at AGM		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1434	0	0	0	0	0
Public Non Institutions	Remote Evoting	1886936	41005	2.1731	40994	11	99.9732	0.0268
	Evoting at AGM		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1886936	41005	2.1731	40994	11	99.9732
Total		4750000	2287534	48.1586	2287523	11	99.9995	0.0005



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Resolution Number 2

Details of Agenda		Resolution No 2- To appoint a director in place of Mr. Sunay Krishna Khaitan (DIN 07585070), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.						
Resolution required		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution					YES			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding Shares(3)= $\frac{(2)}{(1)} \times 100$	No. Of Vote in Favor (4)	No. Of Votes Against (5)	% of Votes In favor of Votes polled (6)= $\frac{(4)}{(2)} \times 100$	% of Votes In against of Votes polled (7)= $\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	Remote Evoting	2861630	2246529	78.5052	2246529	0	100	0
	Evoting at AGM		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		2861630	2246529	78.5052	2246529	0	100
Public Institutions	Remote Evoting	1434	0	0	0	0	0	0
	Evoting at AGM		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1434	0	0	0	0	0
Public Non Institutions	Remote Evoting	1886936	41005	2.1731	40994	11	99.9732	0.0268
	Evoting at AGM		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1886936	41005	2.1731	40994	11	99.9732
Total		4750000	2287534	48.1586	2287523	11	99.9995	0.0005





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Resolution Number 3: Special Business

Details of Agenda		Resolution No 3- Re-appointment of Mr. Sandip Chatterjee (DIN: 06875010) as an Independent Director of the Company.						
Resolution required		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) = $\frac{(2)}{(1)} * 100$	No. Of Vote in Favor (4)	No. Of Votes Against (5)	% of Votes In favor of Votes polled (6) = $\frac{(4)}{(2)} * 100$	% of Votes In against of Votes polled (7) = $\frac{(5)}{(2)} * 100$
Promoter and Promoter Group	Remote Evoting	2861630	2246529	78.5052	2246529	0	100	0
	Evoting at AGM		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		2861630	2246529	78.5052	2246529	0	100
Public Institutions	Remote Evoting	1434	0	0	0	0	0	0
	Evoting at AGM		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1434	0	0	0	0	0
Public Non Institutions	Remote Evoting	1886936	41005	2.1731	40994	11	99.9732	0.0268
	Evoting at AGM		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1886936	41005	2.1731	40994	11	99.9732
Total		4750000	2287534	48.1586	2287523	11	99.9995	0.0005



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AMIT CHORARIA & Co.

Chartered Accountants

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14/2, Old China Bazar Street,

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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
Khaitan (India) Limited
46C, J. L. Nehru Road
Kolkata-700071

Dear Sir,

Re: Consolidated Report of Scrutinizer on voting through e-voting System at the 85th Annual General Meeting (AGM) and Remote e-voting on the resolutions proposed at the AGM of the Members of Khaitan (India) Limited held through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM) on Saturday, the 24th day of September, 2022 at 11.30 A.M.

I, Amit Choraria, Practising Chartered Accountant (Membership No. 066838) and proprietor of Amit Choraria & Co., was appointed by the Board of Directors of Khaitan (India) Limited ("the Company") to act as the Scrutinizer for the purpose of scrutinizing the e-voting process (remote e-voting and e-voting system at AGM) of the 85th Annual General Meeting ("AGM") of the Company, held through Video Conference (VC) / Other Audio Visual Means ("OAVM), on Saturday, the 24th day of September, 2022 at 11.30 A. M., in compliance with Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), and the MCA Circulars issued in this relation (collectively referred to as "relevant Circulars"), in respect of the below mentioned resolutions proposed at the AGM.

The Notice of AGM dated August 13, 2022 along with Statement setting out material facts under Section 102 of the Act, was sent to the shareholders whose email addresses were registered with the Company/Depositories in respect of the below mentioned resolutions for passing at the 85th AGM of the Company by e-mail in compliance with the MCA Circular Numbers 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 22/2020 dated June 15, 2020, 02/2021 dated January 13, 2021, 20/2021 dated December 08, 2021 and 02/2022 dated May 05, 2022 and Securities and Exchange Board of India (SEBI Circular Numbers SEBI/HO/CFD/CMDI/CIR/P/2020/79 dated May 12, 2020, and SEBI/HO/ CFD/ CMD2/ CIR/P/2022/62 dated May 13, 2022 (collectively referred to as "relevant Circulars").



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The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder, the Listing Regulations, read with the “relevant Circulars”, relating to e-voting process is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the e-voting process both through remote e-voting and e-voting system at the AGM are conducted in a fair and transparent manner and to 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 Central Depository Services (India) Limited (“CDSL”).

The Members of the Company holding shares on the cut- off date i.e. 17th September, 2022 were entitled to vote on the resolutions as set out in the Notice of the AGM.

In this regard, I hereby submit my report as under:-

1. The Company had availed the services of Central Depository Services (India) Limited (CDSL) as the Agency for providing facility for remote e-voting, participation in the AGM through VC and e-voting during the AGM.
2. The remote e-voting period commenced from Wednesday, the 21st day of September, 2022 at 9.00 A. M. and ended on Friday, the 23rd day of September, 2022 at 5.00 P.M. and the remote e-voting module was disabled by CDSL thereafter.
3. The Company had also provided facility for voting through electronic voting system of CDSL during the AGM.
4. Subsequent to the conclusion of the AGM, I unlocked the electronic votes cast both through remote e-voting and e-voting system during the AGM, in the presence of two witnesses, Ms. Debopriya Ghosh and Ms. Suniti Chakraborty, who are not in the employment of the Company.
5. I have scrutinized the votes cast both through remote e-voting and e-voting system during the AGM for the purpose of this Report.



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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 e-voting system (EVEN- 220829087) during the AGM, as under:

ORDINARY BUSINESS:

Item No. 1- Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2022, together with the Report of the Directors and Auditors thereon

Particulars	Remote e-voting		Voting through e-voting system during the AGM		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	88	2287523	0	0	88	2287523	99.9995
Voted against the resolution	11	11	0	0	11	11	0.0005
Total	99	2287534	0	0	99	2287534	100.0000
Invalid Votes	0	0	0	0	0	0	

Item No. 2 - Ordinary Resolution

To appoint a Director in place of Mr. Sunay Krishna Khaitan (DIN:07585070), who retires by rotation and being eligible, offers himself for re-appointment

Particulars	Remote e-voting		Voting through e-voting system during the AGM		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	88	2287523	0	0	88	2287523	99.9995
Voted against the resolution	11	11	0	0	11	11	0.0005
Total	99	2287534	0	0	99	2287534	100.0000
Invalid Votes	0	0	0	0	0	0	



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SPECIAL BUSINESS:

Item No. 3 - Special Resolution

Re-appointment of Mr. Sandip Chatterjee (DIN:06875010) as an Independent Director of the Company

Particulars	Remote e-voting		Voting through e-voting system during the AGM		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	88	2287523	0	0	88	2287523	99.9995
Voted against the resolution	11	11	0	0	11	11	0.0005
Total	99	2287534	0	0	99	2287534	100.0000
Invalid Votes	0	0	0	0	0	0	

In terms of the provisions of Rule 20(4)(xiv), of the Companies (Management and Administration) Amendment Rules, 2015, I have maintained separate Registers for votes cast through remote e-voting and e-voting system during the AGM in electronic form. The registers and all other papers relating to electronic voting shall remain in my safe custody until the Chairman signs the Minutes of AGM and the same shall be handed over thereafter to the Company Secretary for safe keeping.



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Recommendation

All the resolutions, having secured requisite majority of votes in favour, may be considered to have been passed. The Company may accordingly declare the results of the e-voting.

Thanking you,

Yours truly,

For Amit Choraria & Co
Chartered Accountants
Firm Registration No: 326638E



Amit Choraria
Proprietor
Membership No: 066838
Date: 24.09.2022
Place: Kolkata
UDIN: 22066838AUMUFR2260

Signature of the witnesses

Debopriya Ghosh

1. Debopriya Ghosh
14/2 Old China Bazar Street, Kolkata - 700001

Suniti Chakraborty

2. Suniti Chakraborty
14/2 Old China Bazar Street, Kolkata - 700001

Received on
24/09/2022

