

KPL/2022-23/BSE 1st October, 2022

Bombay Stock Exchange Ltd. Phiroze Jeejeebhoy Towers 2S' ⁿ Floor, Dalal Street Mumbai — 400001 National Stock Exchange of India Ltd.

Exchange Plaza S" Floor Plot No. C/1, G Block

Bandra Kurla Complex Bandra (E)

Mumbai — 400051

Scrip Code: 530299 Scrip Code: KOTHARIPRO

Dear Sir,

Sub: Disclosure of Voting Results of the 38th Annual General Meeting of M/s Kothari Products Ltd. held on 30th September, 2022 as per the requirements of Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The details of voting results of the 38th Annual General Meeting of the Company held on 30th September, 2022 are attached in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, along with the Scrutinizer Report.

Kindly take the above information on your record.

Thanking you,

Yours faithfully

for KOTHARI PRODUCTS LTD.

(RAJ KUMAR GUPTA)
CS & COMPLIANCE OFFICER

FCS - 3281

Encls: as above

Regd. Off.: "Pan Parag House", 24/19, The Mall, Kanpur - 208 001 (INDIA)

Phone: +91 512 2312171-72-73-74 • Fax: +91 512 2312058

E-mail: kothari@panparag.com

CIN No. - L 16008 UP 1983 PLC 006254



General information ab	out company
Scrip code	530299
NSE Symbol	KOTHARIPRO
MSEI Symbol	NOTAPPLICA
ISIN	INE823A01017
Name of the company	KOTHARI PRODUCTS LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-09-2022
Start time of the meeting	11:30 AM
End time of the meeting	12:15 PM

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For KOT IARLEHODUSTS LTD.

(RAU KUWAR GURYA) GS & COMPLIANCE OFFICER



Scrutinizer Details						
Name of the Scrutinizer MR.ADESH TANDON						
Firms Name	ADESH TANDON & ASSOCIATES					
Qualification	CS					
Membership Number	2253					
Date of Board Meeting in which appointed	22-08-2022					
Date of Issuance of Report to the company	30-09-2022					

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FOR INCLUDENCE FROM DELETED.

(FOR ENGLISHED DELETED)

COMPLIANTE OFFICER

Voting results	
Record date	23-09-2022
Total number of shareholders on record date	8070
No. of shareholders present in the meeting either in person or through pro	ху
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	6
b) Public	43
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	Add Notes

(54) TO WATERLAND OF STATES

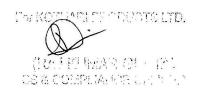
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		solution required: (Or		Ordinary					
Whether	r promoter/promoter group are	interested in the age	nda/resolution?	No					
Description of resolution considered				To Consider & Ad	lopt Audited Standal	one Financial State 2022	ments for the year e	nded 31st March,	
Category	Category Mode of voting No. of shares held No. of votes polled on outstanding shares No. of votes – in favour 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	E-Voting		22373405	99.9698	22373405	0	100.0000	0.0000	
	Poll	22380155			g				
	Postal Ballot (if applicable)				+				
	Total	22380155	22373405	99.9698	22373405	0	100.0000	0.0000	
	E-Voting		33348 10						
Public-	Poll						4 000		
Institutions	Postal Ballot (if applicable)								
	Total ·								
	E-Voting		536443	7.1874	535327	1116	99.7920	0.2080	
Public- Non	Poll	7463710					1000 1000 100		
Institutions	Postal Ballot (if applicable)				H				
	Total	7463710	536443	7.1874	535327	1116	99.7920	0.2080	
	Total	29843865	22909848	76.7657	22908732	1116	99.9951	0.0049	
					Whether resolution i	s Pass or Not.	Ye	es	
					Disclosure of r	otes on resolution	Add N	lotes	

^{*} this fields are optional

Details of Invalid	Votes
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	О .





			Res	olution (2)					
		olution required: (Or		Ordinary					
Whether	promoter/promoter group are	interested in the age	enda/resolution?	No					
	Description of resolution considered			To Consider & Add	opt Audited Consodi	lated Financial State 2022	ements for the year	ended 31st March,	
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	
	E-Voting		22373405	99.9698	22373405	0	100.0000		
Promoter and Promoter Group	Poll	22380155				****			
	Postal Ballot (if applicable)					,	7		
	Total	22380155	22373405	99.9698	22373405	0	100.0000	0.0000	
	E-Voting							3,000	
Public-	Poli	1					- ,,,,,,		
Institutions	Postal Ballot (if applicable)					*		***	
	Total								
8	E-Voting		536443	7.1874	535327	1116	99.7920	0.2080	
Public- Non	Poll	7463710	,					0.2000	
Institutions	Postal Ballot (if applicable)					İ			
	Total	7463710	536443	7.1874	535327	1116	99.7920	0.2080	
	Total	29843865	22909848	76.7657	22908732	1116	99.9951	0.0049	
				v	Vhether resolution	is Pass or Not.	Ye		
					Disclosure of r	notes on resolution	Add N	lotes	

^{*} this fields are optional

Details of Invalid Votes				
Category	No. of Votes			
Promoter and Promoter Group	0			
Public Insitutions	o			
Public - Non Insitutions	0			





Whether	Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution?					Ordinary No		
Description of resolution considered					Re-appoint	ment of Smt. Poons	am Acharya	
Category	Mode of voting	No. of shares held	No. of votes polled on outstanding shares No. of votes – in favour against				% of votes in favour on votes polled	% of Votes agains on votes polled
	T	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting Poll Postal Ballot (if applicable)	22380155	22373405	99.9698	22373405	0	100.0000	0.0000
	Total	22380155	22373405	99.9698	22373405	0	100.0000	0.0000
Public- Institutions	E-Voting Poll Postal Ballot (if applicable)						100.0000	0.000
	Total				-			
Public- Non Institutions	E-Voting Poll	7463710	536443	7.1874	535317	1126	99.7901	0.2099
	Postal Ballot (if applicable) Total	7463710	525445					
	Total	29843865	536443 22909848	7.1874 76.7657	535317	1126	99.7901	0.2099
		23043803	22303648	7 1 1	22908722 Vhether resolution i	1126 S Pass or Not	99.9951 Ye	0.0049
				·	······································	otes on resolution	Add N	

^{*} this fields are optional

Details of Invalid Votes				
Category No. of Vote				
Promoter and Promoter Group	0			
Public Insitutions	0			
Public - Non Insitutions	0			

TO KOTLARI PRODUCTS LTD.

CS & COMPLIANCE CHARACTER

COMPANY SECRETARIES

Adesh Tandon

FCS, LL.B., B.Com., AAIMA

811, 8th Floor, KAN Chambers, 14/113, Civil Lines, Kanpur - 208 001 (U.P.) Tel.: 0512 - 2332397 • Mobile: +91-9839100709

E-mail: adesh.tandon11@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT

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

To,

The Chairman,

The 38th Annual General Meeting of the members of KOTHARI PRODUCTS LIMITED. ("The Company"), bearing CIN- L16008UP1983PLC006254 held on Friday, September 30th, 2022 at 11:30 A.M. through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) for which the Registered office of the Company situated at Pan Parag House 24/19, The Mall, Kanpur, (UP) - 208001 is deemed to be the venue of the meeting.

Dear Sir,

I, Adesh Tandon, Company Secretary in practice, have been appointed as a scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the process of remote evoting and e-voting i.e. Insta Poll under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendments thereon on the resolutions contained in the notice dated 22nd August, 2022 calling the 38th Annual General Meeting. The Annual General Meeting was convened on Friday 30th September, 2022 at 11:30 A.M. (IST) through VC/OAVM.

Management's Responsibility:

1. The management of the Company is responsible to ensure compliance with the requirements of (i) the Companies Act, 2013 and the Rules made thereunder the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements). Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the

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COMPANY SECRETARIES

Adesh Tandon

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E-mail: adesh.tandon11@gmail.com

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Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting system.

Scrutinizer's Responsibility:

2. My responsibility as a scrutinizer for e-voting process (i.e. remote e-voting and e-voting i.e. Insta Poll at the AGM) is restricted to making a Consolidated Scrutinizer's Report of the votes casted 'in favor" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited ("NSDL"), the authorized agency engaged by the Company to provide e-voting facilities for remote e-voting and also based on the e-voting (Insta Poll) conducted at the AGM.

Authorised Agency:

3. The Company has engaged the services of National Securities Depository Limited ("NSDL"), as the Authorized Agency to provide secured system for remote e-voting process and e-voting (Insta Poll) at the Annual General Meeting held through VC / OAVM.

Cut-off date:

4. The Shareholders of the Company holding shares as on the "cut-off" date (i.e. the record date) of **Friday**, **September 23**th, 2022, were entitled to vote on the resolutions forming part of the Notice of the AGM.

Remote e-voting:

5. The remote e-voting period began on September 27, 2022 at 09:00 AM (IST) and ended on September 29, 2022 at 05:00 PM (IST). The remote e-voting module was disabled by NSDL for voting thereafter.

6. The votes cast electronically were unblocked on September 30, 2022 around 12:15 P.M. after the conclusion of the e-voting (Insta Poll) in the ASM, in the presence of two

Consolidated Scrutinizer Report

COMPANY SECRETARIES

Adesh Tandon

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witnesses Ms. Kavya Garg, R/o 7/85, Leela Palace, Tilak Nagar, 208002 and Mr. Manish Jha R/o 40/9 Vishnupuri Colony, Near Nawabganj, Kanpur – 208002, who are not in the employment of the Company and/or NSDL.

They have signed below in confirmation of the E-Votes being unblocked in their presence.

(Kavya Garg)

(Manish Iha)

- 7. The e-voting (Insta Poll) facility was provided to all the shareholders who attended the AGM to vote on the Resolutions as contained in the Notice of the 38th AGM but not to those shareholders who have opted the facility to vote through remote e-voting prior to the meeting.
- 8. Thereafter, the details containing, inter alia, the information about equity shareholders voting 'in favour' and "against' the resolutions, were generated from the e-voting website of National Depository Services Limited and based on such reports the results of Remote e-voting and e-voting (Insta Poll) at AGM on each resolution is given hereunder:
- A) Resolution No.1: Ordinary Resolution

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

COMPANY SECRETARIES

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Voted in 'FAVOUR' of the resolution:

Number of	Number of	Number of	Number of	Total Number of	% of
Members	votes cast in	members	votes cast in	Votes cast in	total
voted	'Favour' of the	voted	"Favour" of	"Favour" of the	number
through	resolution by	through	the	resolution by	of valid
Remote E-	Remote	Insta Poll	resolution by	Remote E-Voting	votes
voting	e-voting		Insta Poll	And Insta Poll	cast
46	2,24,46,005	2	4,62,727	2,29,08,732	99.9951%

Voted 'AGAINST' the resolution:

Number of	Number of	Number of	Number of	Total Number of	% of
Members	votes cast	members	votes cast	Votes cast	total
voted	'against' the	voted	"Against" the	"against" the	number
through	resolution by	through	resolution by	resolution by	of valid
Remote E-	Remote	Insta Poll	Insta Poll	Remote E-Voting	votes
voting	e-voting			And Insta Poll	cast
6	1,116	0	0	1,116	0.0049%

Voted INVALID: NIL

Result:

As the votes cast in favour of the resolution are more than the votes cast again resolution as set out in the Notice as Item No.1, therefore, the ordinary resolution has passed with requisite majority.

ADESH TANDON & ASSOCIATES COMPANY SECRETARIES

Adesh Tandon

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B) Resolution No. 2: Ordinary Resolution

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

Voted in 'FAVOUR' of the resolution:

NT (NT 1	Number of	Number of	Total Number	
Number of Members	Number of votes cast in	members voted	votes cast in "Favour" of	of Votes cast in "Favour" of the	% of total
voted	'Favour' of	through	the resolution	resolution by	number
through	the resolution	Insta Poll	by Insta Poll	Remote E-	of valid
Remote E-	by Remote e-		2	Voting And	votes
voting	voting			Insta Poll	cast
46	2,24,46,005	2	4,62,727	2,29,08,732	99.9951%

Voted 'AGAINST' the resolution:

6	1,116	0	0	1,116	0.004974
voting	voting			And Insta Poll	/
Remote E-	Remote e-	Insta Poll	Insta Poll	Remote E-Voting	votes cast
through	resolution by	through	resolution by	resolution by	of valid
voted	'against' the	voted	"Against" the	"against" the	number
Members	votes cast	members	votes cast	Votes cast	% of total
Number of	Number of	Number of	Number of	Total Number of	

Voted INVALID: NIL

ADESH TANDON & ASSOCIATES COMPANY SECRETARIES

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Result:

As the votes cast in favour of the resolution are more than the votes cast against the resolution as set out in the Notice as Item No. 2, therefore, the ordinary resolution has been passed with requisite majority.

C) Resolution No. 3: Ordinary Resolution

To appoint a director in place of, Smt. Poonam Acharya, (DIN: 07238992), who retires by rotation, and being eligible, offers herself for re-appointment:

Voted in 'FAVOUR' of the resolution:

Number of	Number of	Number of	Number of	Total Number of	
Members	votes cast in	members	votes cast in	Votes cast in	% of total
voted	'Favour' of	voted	"Favour" of	"Favour" of the	n umber
through	the resolution	through	the	resolution by	of valid
Remote E-	by Remote e-	Insta Poll	resolution	Remote E-Voting	votes cast
voting	voting		by Insta Poll	And Insta Poll	
45	2,24,45,995	2	4,62,727	2,29,08,722	99.9951%

Voted 'AGAINST' the resolution:

Number	Number of	Number of	Number of	Total Number of	Ov. if
of		members	votes cast	Votes cast	% of
Members	votes cast	voted	"Against" the	"Against" the	total
voted	'Against' the	through	resolution by	resolution by	number
through	resolution by	Insta Poll	Insta Poll	Remote E-Voting	of valid
Remote E-	Remote e-			And Insta Poll	Testes
	voting		, a	And Hista Folk	Cast of
voting				Maa	YEUR CO
7	1,126	0	0	1,126	0.0049%

ADESH TANDON & ASSOCIATES COMPANY SECRETARIES

Adesh Tandon

FCS, LL.B., B.Com., AAIMA

Voted INVALID: NIL

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Result:

As the votes cast in favour of the resolution are more than the votes cast against the resolution as set out in the Notice as Item No. 3, therefore, the ordinary resolution has been passed with requisite majority.

Peer Reviewed Unit: 741/2020

UDIN: F002253D001096225

Date: September 30, 2022

Place: Kanpur

For Adesh Tandon & Associates

Portici Sar Acco Cida ac

Company Secretaries

(Adesh Tandon)

Proprietor

FCS No. 2253 C.P. No. 1121