

Date: 23.09.2022

To, The General Manager Department of Corporate services The BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, M Samachar Marg, Fort Mumbai, Maharashtra 400001

Dear Sir / Madam,

Sub: Scrutinizer's Report on voting on the Resolutions of the 39th Annual General Meeting, pursuant to Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

The 39th Annual General Meeting (AGM) of the members of Keerthi Industries Limited held on 21st September, 2022 at 11.00 a.m. through Video Conference (VC) / Other Audio Visual Means (OAVM). The mode of the voting on the resolutions was through remote e- voting and e-voting at the Annual General Meeting.

Further, a copy of the Scrutinizer's report issued by M/s. VCSR & Associates pursuant to Section 108 of the Companies Act, 2013 read with Rule no. 20 of the Companies (Management and Administration) Rules, 2014, on remote e-voting and e-voting at 39th Annual General Meeting is enclosed.

This is for your information and records.

Thanking You, Yours faithfully, For Keerthi Industries Limited

Arun Kumar Yadav Date: 2022.09.23 13:04:28 +05'30'

Arun Kumar Yadav Company Secretary **US: VCSR & ASSOCIATES** Company Secretaries

Name of the Company	KEERTHI INDUSTRIES LIMITED				
Meeting	39 th Annual General Meeting				
Day, Date & Time	Wednesday, 21 st September, 2022 at 11:00A.M.				
Deemed Venue	Registered office situated at Plot No.40, IDA Balanagar, Hyderabad, Telangana - 500037 INDIA				
Mode	Video Conferencing ("VC") / Other Audio- VisualMeans ("OAVM")				

SCRUTINIZER'S REPORT

1. Appointment as Scrutinizer

We were appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Members during the 39thAnnual General Meeting ("AGM") of M/s. **KEERTHI INDUSTRIES LIMITED** (hereinafter referred to as "**the Company**") scheduled on Wednesday, 21st September, 2022 at 11:00 A.M. held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). Our 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 AGM

2.1 Pursuant to General Circulars No. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 respectively, and clarification circular No. 02/2021 dated January 13, 2021 issued by the Ministry of Corporate Affairs, ("MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR /P/2020/79 dated May 12, 2020 and Circular No. SEBI/ HO/CFD/CMD2/CIR/ P/2020/62 dated May 13, 2022 issued by the Securities and Exchange Board of India ("SEBI Circular") and in complianceand in compliance with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), an advertisement was published in The Financial Express (English) and Mana Telangana' (Telugu), on 28th August, 2022 respectively specifying the date & time of the AGM, availability of the notice on Company's website and website of Stock Exchange, manner of registration of email ids by the members (both physical &demat) who are yet to register their emailids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.

2.2 The Company hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to BSE Limited on 27thAugust, 2022.

UDIN: F006121D001027559

Page 1 of 6



2.3 The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by M/s. **XL Softech System 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:

a) On **27thAugust**, **2022** by E-mail to 3171 members out of 12520 Members who had already registered their E-mail IDs with the Company / Depositories;

3. Cut-off date:

Voting rights were reckoned as on **Thursday**, **15th September**, **2022**, 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 process

4.1 Agency

The Company appointed **CDSL** as the agency for providing the platform for remote e-voting platform and e-voting at the AGM.

4.2 Remote e-voting period

Remote e-voting platform was open from Saturday, September 17,2022 (9.00 a.m. IST) and ends on Tuesday, September 20, 2022(5.00 p.m. IST) 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.

5. Voting at the AGM

5.1 In keeping with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and 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 during 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 evoting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.

5.2 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.



UDIN: F006121D001027559

6. Counting Process

6.1 On completion of e-voting during the AGM, we unblocked the results of the remote e-voting and e-voting by members at the AGM, on the CDSL e-voting platform and downloaded the results.

7. Results

- 7.1 We observe that:
 - a) 44 Members had cast their votes through remote e-voting.

7.2 Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 21st September, 2022 is enclosed herewith.

7.3 Based on the aforesaid results, we report that 05 Ordinary Resolutions and no Special Resolutions as set out in Item Nos. 1 to 5 of the Notice of the AGM dated 28th May, 2022 have been passed with the requisite majority.

For VCSR & Associates
Company Secretaries
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(Ch. Veeranjaneyulu)
Partner
CP No. 6392

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Place: Hyderabad Date: 23.09.2022

UDIN: F006121D001027559

Page 3 of 6

CONSOLIDATED RESULTS

Item No. 1: ADOPTION OF THE AUDITED STATEMENTS OF PROFIT AND LOSS ACCOUNT FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2022, THE BALANCE SHEET AS AT THAT DATE AND THE REPORTS OF THE DIRECTORS' AND AUDITORS' THEREON.

Particulars	Remote e- voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
ASSENT	43	6109487	0	0	43	6109487	100
DISSENT	1	1	0	0	1	1	0
TOTAL	44	6109488	0	0	44	6109488	100

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 1** of the Notice of the AGM dated 28th May, 2022 has been **passed with requisite majority**.

CONSOLIDATED RESULTS

Item No. 2: RE-APPOINTMENT OF SRI. J. S. RAO, THE MANAGING DIRECTOR (DIN: 00029090) WHO RETIRES BY ROTATION, ANDBEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.

Particulars	Remote e- voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
ASSENT	43	6109487	0	0	43	6109487	100
DISSENT	1	1	0	0	1	1	0
TOTAL	44	6109488	.0	0	44	6109488	100

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 2** of the Notice of the AGM dated 28th May, 2022 has been **passed with requisite majority**.



CONSOLIDATED RESULTS

Item No. 3: DECLARATION OF FINAL DIVIDEND OF RS. 1.50/- PER EQUITY SHARE OF RS. 10/- EACH FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2022.

Particulars	Remote e- voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
ASSENT	43	6109487	0	0	43	6109487	100
DISSENT	1	1	0	0	1	1	0
TOTAL	44	6109488	0	0	44	6109488	100

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 3** of the Notice of the AGM dated 28th May, 2022 has been **passed with requisite majority**.

CONSOLIDATED RESULTS

Item No. 4: RE-APPOINTMENT OF M/S. BRAHMAYYA & CO., CHARTERED ACCOUNTANTS (FRN: 000513S) AS THE STATUTORY AUDITORS OF THE COMPANY FOR SECOND TERM OF FIVE (5) CONSECUTIVE FINANCIAL YEARS

Particulars	Remote e- voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
ASSENT	43	6109487	0	0	43	6109487	100
DISSENT	1	1	0	0	1	1	0
TOTAL	44	6109488	0	0	44	6109488	100

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 4**of the Notice of the AGM dated 28th May, 2022 has been **passed with requisite majority.**



UDIN: F006121D001027559

CONSOLIDATED RESULTS

Item No. 5: RATIFICATION OF REMUNERATION OF COST AUDITORS FOR THE FY 2022-23

Particulars	Remote e- voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
ASSENT	43	6109487	0	0	43	6109487	100
DISSENT	1	1	0	0	1	1	0
TOTAL	44	6109488	0	0	44	6109488	100

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 5**of the Notice of the AGM dated 28th May, 2022 has been **passed with requisite majority**.

For VCSR & Associates Company Secretaries VEERANJANEYU LU CHIRUMAMILLA

(Ch. Veeranjaneyulu) Partner CP No. 6392

Place: Hyderabad Date: 23.09.2022

UDIN: F006121D001027559

Page 6 of 6