

30th September 2023

To,

BSE LIMITED
P. J. Towers, Dalal Street,
Fort Mumbai - 400 001

Scrip Code: 509732 (BSE)

Dear Sir/Madam,

Sub: Disclosure of voting results of the 53rd Annual General Meeting of the Company held On 30th September 2023 pursuant to Regulation 44 of the SEBI (LODR) Regulations, 2015.

We submit herewith the Consolidated Voting Results (remote e-voting and e-voting during the AGM) of the company's Annual General Meeting held on 30th September 2023 together with the Scrutinizer's Report dated 30.09.2023.

Thanking You,

Yours Faithfully,

For Kothari Industrial Corporation Limited

ANIL KUMAR
PADHIALI

Digitally signed by
ANIL KUMAR PADHIALI
Date: 2023.09.30
14:48:32 +05'30'

Anil Kumar Padhiali
Company secretary and Compliance Officer



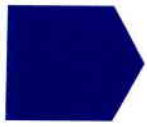
KOTHARI INDUSTRIAL CORPORATION LIMITED
CIN No. L74110TN1970PLC005865
Kothari Buildings - No.114/117, Mahatma Gandhi Salai
Nungambakkam, Chennai - 600 034



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Details of Voting Results

Particulars	Details
Date of AGM	30.09.2023
Total number of Equity Shareholders as on the Record Date	51021
No. of shareholders present in the meeting either in person or through proxy	0
(a) Promoter group	0
(b) Public	0
No. of shareholders attended the meeting through video conference:	39
(a) Promoter group	7
(b) Public	32



Item No.1:
Resolution required: Ordinary Resolution
Whether promoter/promoter group are interested in the agenda/resolution: No
To consider and adopt:

- a) **The Audited Standalone Financial Statements of the Company for the financial Year ended 31st March, 2023 and the Reports of Board of Directors and Auditors thereon.**
- b) **The Audited Consolidated Financial Statements of the Company for the financial Year ended 31st March, 2023 and the Report of Auditors thereon.**

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	$(6)=(4)/(2)*100$	$(7)=(5)/(2)*100$
Promoter	E-voting	2678036	1031379	38.51	1031379	0	100	0
& Promoter	Poll	NA	0	0	0	0	0	0
group	Postal ballot(If applicable)	NA	0	0	0	0	0	0
	Total	2678036	1031379	38.51	1031379	0	100	0
Public	E-voting	2774050	20000	0.72	0	20000	0	100
Institution(s)	Poll	NA	0	0	0	0	0	0
	Postal ballot(If applicable)	NA	0	0	0	0	0	0
	Total	2774050	20000	0.72	0	20000	0	100
Public Non-	E-voting	7031799	1331570	18.93	1330383	1187	99.91	0.089
Institutions	Poll	NA	0	0	0	0	0	0
	Postal ballot(If applicable)	NA	0	0	0	0	0	0
	Total	7031799	1331570	18.93	1330383	1187	99.91	0.089
Total		12483885	2382949	19.08	2361762	21187	99.11	0.89





Item No.2

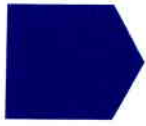
Resolution required: Ordinary Resolution

Whether promoter/promoter group are interested in the agenda/resolution:No

To appoint a director in the place of Mrs. Thooplamudu Arulpathy Rajalaxm (DIN: 08148628), who retires by rotation and being eligible offers herself for re-appointment.

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	$(6)=(4)/(2)*100$	$(7)=(5)/(2)*100$
Promoter	E-voting	2678036	1031379	38.51	1031379	0	100	0
& Promoter	Poll	NA	0	0	0	0	0	0
group	Postal ballot(if applicable)	NA	0	0	0	0	0	0
	Total	2678036	1031379	38.51	1031379	0	100	0
Public	E-voting	2774050	20000	0.72	0	20000	0	100
Institution(s)	Poll	NA	0	0	0	0	0	0
	Postal ballot(if applicable)	NA	0	0	0	0	0	0
	Total	2774050	20000	0.72	0	20000	0	100
Public Non-	E-voting	7031799	1331570	18.93	1330383	1187	99.91	0.089
Institutions	Poll	NA	0	0	0	0	0	0
	Postal ballot(if applicable)	NA	0	0	0	0	0	0
	Total	7031799	1331570	18.93	1330383	1187	99.91	0.089
Total		12483885	2382949	19.08	2361762	21187	99.11	0.89





Item No.3

Resolution required: Ordinary Resolution

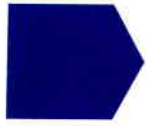
Whether promoter/promoter group are interested in the agenda/resolution: No

Appointment Of Statutory Auditors for The First Term of Five Consecutive Years:

To appoint M/s. RAY & RAY, Chartered Accountants, Chennai (FRN: 301072E) as Statutory Auditors of the Company to hold office for the first term of five consecutive years and to fix their remuneration.

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	$(6)=(4)/(2)*100$	$(7)=(5)/(2)*100$
Promoter	E-voting	2678036	1031379	38.51	1031379	0	100	0
& Promoter	Poll	NA	0	0	0	0	0	0
group	Postal ballot(if applicable)	NA	0	0	0	0	0	0
	Total	2678036	1031379	38.51	1031379	0	100	0
Public	E-voting	2774050	20000	0.72	0	20000	0	100
Institution(s)	Poll	NA	0	0	0	0	0	0
	Postal ballot(if applicable)	NA	0	0	0	0	0	0
	Total	2774050	20000	0.72	0	20000	0	100
Public Non-	E-voting	7031799	1331570	18.93	1330463	1107	99.91	0.089
Institutions	Poll	NA	0	0	0	0	0	0
	Postal ballot(if applicable)	NA	0	0	0	0	0	0
	Total	7031799	1331570	18.93	1330463	1107	99.91	0.089
Total		12483885	2382949	19.08	2361842	21107	99.11	0.89





Item No.4

Resolution required: Special Resolution

Whether promoter/promoter group are interested in the agenda/resolution: No

To authorize the sale of Equity Shares held by the Company in M/s. Kothari Marine International Limited.

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	$(6)=(4)/(2)*100$	$(7)=(5)/(2)*100$
Promoter	E-voting	2678036	1031379	38.51	1031379	0	100	0
& Promoter	Poll	NA	0	0	0	0	0	0
group	Postal ballot(if applicable)	NA	0	0	0	0	0	0
	Total	2678036	1031379	38.51	1031379	0	100	0
Public	E-voting	2774050	20000	0.72	0	20000	0	100
Institution(s)	Poll	NA	0	0	0	0	0	0
	Postal ballot(if applicable)	NA	0	0	0	0	0	0
	Total	2774050	20000	0.72	0	20000	0	100
Public Non-	E-voting	7031799	1331570	18.93	1330383	1187	99.91	0.089
Institutions	Poll	NA	0	0	0	0	0	0
	Postal ballot(if applicable)	NA	0	0	0	0	0	0
	Total	7031799	1331570	18.93	1330383	1187	99.91	0.089
Total		12483885	2382949	19.08	2361762	21187	99.11	0.89



Item No.5
Resolution required: Special Resolution
Whether promoter/promoter group are interested in the agenda/resolution: Yes
To authorize the sale of Equity Shares held by the Company in M/s. Kartiken Logistics Limited

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	$(6)=(4)/(2)*100$	$(7)=(5)/(2)*100$
Promoter	E-voting	2678036	1031379	38.51	1031379	0	100	0
& Promoter	Poll	NA	0	0	0	0	0	0
group	Postal ballot(if applicable)	NA	0	0	0	0	0	0
	Total	2678036	1031379	38.51	1031379	0	100	0
Public	E-voting	2774050	20000	0.72	0	20000	0	100
Institution(s)	Poll	NA	0	0	0	0	0	0
	Postal ballot(if applicable)	NA	0	0	0	0	0	0
	Total	2774050	20000	0.72	0	20000	0	100
Public Non-	E-voting	7031799	1331570	18.93	1330383	1187	99.91	0.089
Institutions	Poll	NA	0	0	0	0	0	0
	Postal ballot(if applicable)	NA	0	0	0	0	0	0
	Total	7031799	1331570	18.93	1330383	1187	99.91	0.089
Total		12483885	2382949	19.08	2361762	21187	99.11	0.89

We write this to inform you that all the aforesaid resolutions have been passed with requisite Majority. We enclose the Scrutinizer's Report dated 30.09.2023 for your records.

Thanking you
Yours faithfully
For Kothari Industrial Corporation Limited

ANIL KUMAR PADHIALI
 Digitally signed by
 ANIL KUMAR PADHIALI
 Date: 2023.09.30
 15:42:50 +05'30'

Anil Kumar Padhiali
Company Secretary and Compliance Officer

N. GANESAN & CO
CHARTERED ACCOUNTANTS
LAKE VIEW BUILDING

(177/136 VALLUVARKOTTAM HIGH ROAD NUNGAMBAKKAM CHENNAI 600034)

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Consolidated Scrutinizer's Report
[Pursuant to Section 108 of the Companies Act, 2013
read with Rules 20 and 21 of the Companies Management and Administration) Rules, 2014]

To
The Chairman
Kothari Industrial Corporation Limited
114, Mahatma Gandhi Salai, Nungambakkam High Road,
Chennai-600034

Sub: Consolidated Scrutinizer's Report on remote e-voting and e-voting during the 53RD Annual General Meeting (AGM) of Kothari Industrial Corporation Limited (the Company) held at 11.00 A.M. [Indian Standard Time] (1ST) on Saturday, the 30th September 2023, through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

Dear Sir,

I, N Ganesan, a Chartered Accountant in Practice, have been appointed as Scrutinizer by the Board of Directors of Kothari Industrial Corporation Limited (the Company), having its Registered Office at Kothari Buildings, Nungambakkam High Road, Chennai-600034, for the purpose of scrutinizing the remote e-voting and e-voting during the 53rd Annual General Meeting (AGM) held at 11 A.M.(IST) Saturday, the 30th September, 2023, through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), in respect of the resolutions as set out in the Notice of the AGM, pursuant to Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 (the Rules), as amended by Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

- 1) The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder relating to remote e-voting and e-voting during the AGM in respect of the resolutions set out in the Notice of the 53rd AGM of the Members of the Company.
- 2) My responsibility as Scrutinizer for the remote e-voting and e-voting during the AGM is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice of 53rd AGM which are detailed below, based on the reports generated from the e-voting system provided by the Central Depository Services (India)Limited (CDSL).

Now pursuant to the completion of the AGM of the Equity Shareholders of the Company held on Saturday, the 30th September, 2023 at 11.AM, I submit my report as under;

- a) The e-voting facility for both remote e-voting and e-voting at the AGM through VC/OAVM was provided by Central Depository Services (India)Limited (CDSL).
- b) The e-voting period remained open from 9.00 AM on Wednesday, 27th September 2023 up to 5.00 PM on Friday ,29th September 2023.
- c) The company has also provided e-voting facility to the shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier through remote e-voting facility provided by CDSL at the AGM.



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- d) The Equity shareholders holding shares as on 23rd September 2023, "cutoff date" was entitled to vote on the resolutions stated in notice of the 53rd AGM of the company.
- e) As per the information given by the company, the names of the shareholders who had voted by remote-voting through the facility provided by CDSL had been blocked and only those members who were present at the AGM through VC/OAVM and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
- f) After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of CDSL (www.evotingindia.com) in the presence of two witnesses, who are not in the employment of the company. The e-voting data stake results downloaded from the e-voting system of CDSL were scrutinized and reviewed, the votes were counted and the results were prepared.
- g) I have collated the votes cast through remote e-voting and e-voting through VC/OAVM and the same have been furnished hereunder:

Resolution No: 1

Nature of resolution: Ordinary Resolution

To consider and adopt:

- a) The Audited Standalone Financial Statements of the Company for the financial Year ended 31st March, 2023 and the Reports of Board of Directors and Auditors thereon.
- b) The Audited Consolidated Financial Statements of the Company for the financial Year ended 31st March, 2023 and the Report of Auditors thereon.

I) VOTED FOR THE RESOLUTION

	Number of members voted	Number of valid Votes cast (Shares)	% Of total number of valid votes cast
Remote E-VOTING	22	2361762	99.11
E-VOTING during the AGM	0	0	0
TOTAL	22	2361762	99.11

II) VOTED AGAINST RESOLUTION

	Number of members voted	Number of valid Votes cast (Shares)	% Of total number of valid votes cast
Remote E-VOTING	4	21187	0.89
E-VOTING during the AGM	0	0	0
TOTAL	4	21187	0.89



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III) INVALID VOTES:

	Number of members voted	Number of invalid Votes cast (Shares)
Remote E-VOTING	0	0
E-VOTING during the AGM	0	0
TOTAL	0	0

Resolution No: 2

Nature of resolution: Ordinary Resolution

To appoint a director in the place of Mrs. Thoopjlamudu Arulpathy Rajalaxm (DIN: 08148628), who retires by rotation and being eligible offers herself for re-appointment.

I) VOTED FOR THE RESOLUTION

	Number of members voted	Number of valid Votes cast (Shares)	% Of total number of valid votes cast
Remote E-VOTING	22	2361762	99.11
E-VOTING during the AGM	0	0	0
TOTAL	22	2361762	99.11

II) VOTED AGAINST RESOLUTION

	Number of members voted	Number of valid Votes cast (Shares)	% Of total number of valid votes cast
Remote E-VOTING	4	21187	0.89
E-VOTING during the AGM	0	0	0
TOTAL	4	21187	0.89

III) INVALID VOTES:

	Number of members voted	Number of invalid Votes cast (Shares)
Remote E-VOTING	0	0
E-VOTING during the AGM	0	0
TOTAL	0	0



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Resolution No: 3

Nature of resolution: Ordinary Resolution

Appointment Of Statutory Auditors for The First Term of Five Consecutive Years:

To appoint M/s. RAY & RAY, Chartered Accountants, Chennai (FRN: 301072E) as Statutory Auditors of the Company to hold office for the first term of five consecutive years and to fix their remuneration.

I) VOTED FOR THE RESOLUTION

	Number of members voted	Number of valid Votes cast (Shares)	% Of total number of valid votes cast
Remote E-VOTING	23	2361842	99.11
E-VOTING during the AGM	0	0	0
TOTAL	23	2361842	99.11

II) VOTED AGAINST RESOLUTION

	Number of members voted	Number of valid Votes cast (Shares)	% Of total number of valid votes cast
Remote E-VOTING	3	21107	0.89
E-VOTING during the AGM	0	0	0
TOTAL	3	21107	0.89

III) INVALID VOTES:

	Number of members voted	Number of invalid Votes cast (Shares)
Remote E-VOTING	0	0
E-VOTING during the AGM	0	0
TOTAL	0	0

Resolution No: 4

Nature of resolution: Special Resolution

To authorize the sale of Equity Shares held by the Company in M/s. Kothari Marine International Limited.



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I) VOTED FOR THE RESOLUTION

	Number of members voted	Number of valid Votes cast (Shares)	% Of total number of valid votes cast
Remote E-VOTING	22	2361762	99.11
E-VOTING during the AGM	0	0	0
TOTAL	22	2361762	99.11

II) VOTED AGAINST RESOLUTION

	Number of members voted	Number of valid Votes cast (Shares)	% Of total number of valid votes cast
Remote E-VOTING	4	21187	0.89
E-VOTING during the AGM	0	0	0
TOTAL	4	21187	0.89

III) INVALID VOTES:

	Number of members voted	Number of invalid Votes cast (Shares)
Remote E-VOTING	0	0
E-VOTING during the AGM	0	0
TOTAL	0	0

Resolution No: 5

Nature of resolution: Special Resolution

To authorize the sale of Equity Shares held by the Company in M/s. Kartiken Logistics Limited

I) VOTED FOR THE RESOLUTION

	Number of members voted	Number of valid Votes cast (Shares)	% Of total number of valid votes cast
Remote E-VOTING	22	2361762	99.11
E-VOTING during the AGM	0	0	0
TOTAL	22	2361762	99.11

II) VOTED AGAINST RESOLUTION

	Number of members voted	Number of valid Votes cast (Shares)	% Of total number of valid votes cast
Remote E-VOTING	4	21187	0.89
E-VOTING during the AGM	0	0	0
TOTAL	4	21187	0.89



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III) INVALID VOTES:

	Number of members voted	Number of invalid Votes cast (Shares)
Remote E-VOTING	0	0
E-VOTING during the AGM	0	0
TOTAL	0	0

Based on the aforesaid results I report that the resolutions as set out in the 53rd AGM notice dated 31.08.2023 have been passed with requisite majority.

The electronic data and all other relevant records relating to remote e-voting and e-voting during the AGM will be in my safe custody until the Chairman considers, approves, and signs the minutes of AGM and thereafter the same will be handed over to the Company for safe keeping.

Place: Chennai
Date:30.09.2023

Thanking you,
For N.Ganesan & Co
CHARTERED ACCOUNTANTS

N Ganesan
PROPRIETOR
FRN 023700
Membership No:023700
UDIN: 23023700BGWG CJ4661



Counter signed by:
For and on behalf of Kothari Industrial Corporation Limited

Anil Kumar Padhiali

Anil Kumar Padhiali
Company Secretary and Compliance Officer

