



KANORIA CHEMICALS & INDUSTRIES LIMITED

Registered Office :
KCI Plaza, 6th Floor
23C, Ashutosh Chowdhury Avenue
Kolkata-700 019
Tel : +91-33-4031-3200
CIN : L24110WB1960PLC024910
E-mail : calall@kanoriachem.com
Website : www.kanoriachem.com

KC-13/

30th December, 2023

The Manager-Listing
National Stock Exchange of India Ltd
"Exchange Plaza", Plot No.C/1, 'G' Block
Bandra Kurla Complex, Bandra (East)
Mumbai-400051

Symbol: KANORICHEM

BSE Limited
New Trading Ring,
Rotunda Building, P.J.Towers
Dalal Street, Fort,
Mumbai- 400001

Security Code No. 50 6525

Dear Sir/s,

Sub: Postal Ballot Result

In accordance with the Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the voting results declared on 29th December, 2023 and the Scrutinizer's Report for the following:

- 1) Approval of Material Related Party Transaction between APAG Elektronik AG, Switzerland and APAG Elektronik s.r.o., Czech Republic, step down subsidiaries.
- 2) To re-appoint Shri Rajya Vardhan Kanoria as the Managing Director of the Company for a term of 3 years.

The aforesaid resolutions have been passed by the Members with requisite majority, through Postal Ballot by remote e-voting process.

You are requested to kindly take the same on record.

Thanking you,

Yours sincerely,
For Kanoria Chemicals & Industries Limited

Neha Saraf
Company Secretary

Enc: as above

Voting results on Postal Ballot

Date of Postal Ballot :	29th December, 2023
Total number of shareholders on cut-off-date date-24th November, 2023	18329
No. of Shareholders present in the meeting either in person or through proxy: Promoter and Promoter Group: Public:	Not Applicable
No. of Shareholders voted through e-Voting Promoter and Promoter Group: Public:	7 176

Agenda-wise disclosure

ORDINARY BUSINESS

Item No.1

Approval of Material Related Party Transaction between APAG Elektronik AG, Switzerland and APAG Elektronik s.r.o., Czech Republic, step down subsidiaries.

Resolution Required (Ordinary/Special)					Ordinary Resolution			
Whether promoter/promoter groups are interested in agenda/resolution ?					Yes			
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 and Promoter Group	E-Voting	32,506,880	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		32,506,880	-	-	-	-	-
Public-institutions	E-Voting	50,562	1,137	2.2487	1,137	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		50,562	1,137	2.2487	1,137	-	100.00
Public-Non institutions	E-Voting	11,135,891	867,473	7.7899	865,819	1,654	99.8093	0.1907
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		11,135,891	867,473	7.7899	865,819	1,654	99.8093
Total		43,693,333	868,610	1.9880	866,956	1,654	99.8096	0.1904

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	30,555,899
Public Institution	-
Public Non Institution	-

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Item No. 2

To re-appoint Shri Rajya Vardhan Kanoria as the Managing Director of the Company for a term of 3 years.

Resolution Required (Ordinary/Special)

Special Resolution

Whether promoter/promoter groups are interested in agenda/resolution ?

No

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 and Promoter Group	E-Voting	32,506,880	32,506,880	100.0000	32,506,880	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		32,506,880	32,506,880	100.0000	32,506,880	-	100.00
Public-institutions	E-Voting	50,562	1,137	2.2487	1,137	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		50,562	1,137	2.2487	1,137	-	100.00
Public-Non institutions	E-Voting	11,135,891	867,338	7.7887	865,800	1,538	99.8227	0.1773
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		11,135,891	867,338	7.7887	865,800	1,538	99.8227
Total		43,693,333	33,375,355	76.3855	33,373,817	1,538	99.9954	0.0046

All the resolutions with respect to the agenda items were passed by requisite majority. The resolutions as approved by the members of the Company, in terms of the Postal Ballot Notice dated 8th November, 2023 will form part of the Minutes of the General Meeting.

For Kanoria Chemicals & Industries Limited



H. K. Khaitan
Director

Place : Kolkata

Dated : 29th December 2023

DIN: 00220049

AMIT CHORARIA & Co.

Chartered Accountants

E-mail : amithmchoraria@gmail.com

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2243-2509

Mobile – **9830858715**

Room No. 401, 4th Floor,

14/2, Old China Bazar Street,

Kolkata - 700001

Scrutinizer's Report

[Pursuant to Section 108 and Section 110 of the Companies Act, 2013 and Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Kanoria Chemicals & Industries Limited
"KCI Plaza", 6th Floor
23C, Ashutosh Chowdhury Avenue
Kolkata-700019

Date: 29.12.2023

Dear Sir,

Re: Report of Scrutinizer on Postal Ballot conducted through electronic voting system in accordance with the provisions of Section 108 and Section 110 and other applicable provisions, if any of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014

I, Amit Choraria, Practising Chartered Accountant and proprietor of Amit Choraria & Co., having Membership No. 066838, was appointed by the Board of Directors of Kanoria Chemicals & Industries Limited ("the Company") (CIN: L24110WB1960PLC024910) to act as the Scrutinizer for the purpose of scrutinizing the remote e-voting process of the Postal Ballot in respect of the Ordinary and Special Resolutions mentioned in the Notice of Postal Ballot dated 8th November, 2023, in compliance with Section 108 and Section 110 of the Companies Act, 2013, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), read with General Circular Nos. 14/2020 dated 8th April, 2020, General Circular No. 17/2020 dated 13th April, 2020, read with other relevant circulars including General Circular No. 11/2022 dated December 28, 2022 and the subsequent circulars issued in this regard, the latest being Circular No. 09 dated 25th September, 2023 issued by the Ministry of Corporate Affairs ("MCA Circulars" respectively ("collectively referred to as "MCA Circulars"), allowing the companies to conduct the Postal Ballot process through electronic means ("remote e-voting") only.

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 remote e-voting process is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the remote e-voting process is conducted in a fair and transparent manner and to render the Scrutinizer's Report of the total votes cast in favour or against, if any, on the resolution, based on the report generated from the electronic voting system provided by National Securities Depository Limited ("NSDL").



AMIT CHORARIA & Co.

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As per the relevant MCA and SEBI circulars, physical copies of the notice, Postal Ballot forms and prepaid Business Reply Envelopes were not dispatched to the members for this Postal Ballot. Accordingly, the communication of assent or dissent of members has taken place through the remote e-voting system only.

The Notice dated 8th November, 2023 along with the statement under Section 102 of the Companies Act, 2013, conducting the Postal Ballot of the Company through remote e voting from 30th November, 2023 to 29th December, 2023, was sent through electronic mode only to those shareholders whose email addresses were registered with the Company/Depositories, in compliance with the MCA Circulars and SEBI Circulars.

The Members of the Company holding shares on the cut- off date i.e. 24th November, 2023 were entitled to vote on the resolutions as set out in the Postal Ballot notice.

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

1. The Company had availed the services of National Securities Depository Limited (NSDL) as the Agency for providing facility for remote e-voting participation in the Postal Ballot.
2. The remote e-voting period commenced from 30th November, 2023 at 9.00 A. M. and ended on 29th December, 2023 at 5.00 P.M. and the remote e-voting module was disabled by NSDL thereafter.
3. Subsequent to the conclusion of the Postal Voting, I unlocked the electronic votes cast through remote e-voting, in the presence of two witnesses, Mr. Supriyo Das and Ms. Sunita Chakraborty who are not in the employment of the Company.
4. We have scrutinized the votes cast through remote e-voting for the purpose of this Report.

On the basis of the above and pursuant to Rule 20(4)(xii), I hereby submit the Scrutinizer's Report on the remote e-voting (EVEN- 127235), as under:



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SPECIAL BUSINESS:

Item No. 1 - Ordinary Resolution

Approval of Material Related Party Transaction between the step down subsidiaries of the Company, viz., APAG Elektronik AG, Switzerland and APAG Elektronik s.r.o., Czech Republic.

Particulars	Remote e-voting		% of total number of valid votes cast
	No. of Shareholders	No. of Votes	
Votes in favour of the Resolution	155	866956	99.8096
Votes against the Resolution	24	1654	0.1904
Total	179	868610	100.0000
Invalid Votes	3	30555899	0

Item No. 2 - Special Resolution

To re-appoint Shri Rajya Vardhan Kanoria as the Managing Director of the Company for a term of 3 years

Particulars	Remote e-voting		% of total number of valid votes cast
	No. of Shareholders	No. of Votes	
Votes in favour of the Resolution	166	33373817	99.9954
Votes against the Resolution	17	1538	0.0046
Total	183	33375355	100.0000
Invalid Votes	0	0	0



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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 remote e-voting.

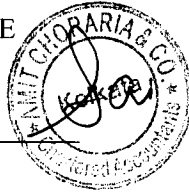
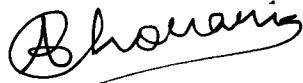
Thanking you,

Yours truly,

For Amit Choraria & Co

Chartered Accountants

Firm Registration No: 326638E



Amit Choraria

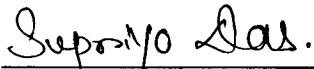
Proprietor

Membership No: 066838

Place: Kolkata


UDIN: 23066838BGYFDE2541

Signature of the witnesses



1. Mr. Supriyo Das

14/2 Old China Bazar Street, Kolkata – 700001



2. Ms. Suniti Chakraborty

14/2 Old China Bazar Street, Kolkata – 700001