



KEI Industries Limited

Regd. Office: D-90, Okhla Industrial Area, Phase – 1 New Delhi – 110020. CIN: L74899DL1992PLC051527. Tel.: +91-11-26818840, 26818642, 26815558, 26815559. Fax: +91-11-26811959, 26817225. Email: info@kci-ind.com Website: www.kci-ind.com

KEI/BSE/2019-20

Date: 16.01.2020

The Manager  
BSE Limited  
Listing Division  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai- 400 001

**Subject: Results of Postal Ballot and E-voting : pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015**

Dear Sir / Madam,

In continuation to our letter dated December 17, 2019 Company had issued Postal Ballot Notice dated 05<sup>th</sup> December, 2019 pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 for seeking the approval of the Members of the Company, by way of Special / Ordinary Resolutions in respect of the following, special business items as set out in the aforesaid Postal Ballot Notice:

Item No.	Description of the Resolution
1.	To approve raising of funds in one or more tranches, by issuance of equity shares by way of qualified institutions placement(s) for an amount not exceeding Rs.1,000 crores.
2.	Ratification of Remuneration of M/s. S. Chander & Associates, Cost Accountants, appointed as Cost Auditor of the Company.

Further, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by Institute of Company Secretary (ICSI), as amended from time to time, the Company had provided e-voting & postal ballot facility to its Shareholders whose names appeared on the Register of Members of the Company as on cut-off date (i.e. 06<sup>th</sup> December, 2019) for the purpose of e-voting/postal ballot for the resolutions as set out in the Notice of Postal Ballot.

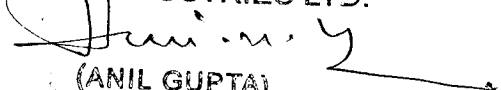
The e-voting facility was made available to the members through National Securities Depository Limited (NSDL) portal and was kept open from Tuesday, 17<sup>th</sup> December, 2019 (9.00 A.M.) (IST) to Wednesday, 15<sup>th</sup> January, 2020 (5.00 P.M.) (IST).

Further, Mr. Sumit Batra, (Membership No. FCS-7714 & CP No.8072) Proprietor of S.K. Batra & Associates, Company Secretaries who was appointed as Scrutinizer by the Board of Directors of the Company at its meeting held Thursday, 05<sup>th</sup> December, 2019 for the aforesaid Postal Ballot process has submitted his report on 16<sup>th</sup> January, 2020.

As per the aforesaid Scrutinizer's Report, the Members of the Company have duly approved the Resolutions as embodied in the Postal Ballot Notice dated 05<sup>th</sup> December, 2019 with requisite majority.

Works-II : Bhiwadi : SP-920, RIICO Industrial Area, Phase-III, Bhiwadi, Dist. Alwar-301019 (Rajasthan) Tel : 01493-220106, 221731 Fax : 01493-221732.  
Works-III : Silvassa : 99/2/7, Madhuban Istrial Estate, Rakholi, Silvassa UT of D &N.H-396240. Tel/Fax : 0091-260-2644404, 2630944,2645896  
Branch : Chennai : 27/F-1, first floor, Chakrapani Street, West Mambalam, Chennai-600 033 Tel : 044-24803363 Fax : 044-24803404.  
Offices : Mumbai : 101/102, Vastu Shilp, Vastu Enclave, Andheri Pump House, Andheri(East), Mumbai-400093. Tel: 0091-22-2823963/28375642, Fax: 28258277  
Kolkata : Arihant Benchmark, 4<sup>th</sup> Floor, 113-F, Matheshwartola Road, Kolkata-700046 Telfax : 033-40620820/4062

For KEI INDUSTRIES LTD.

  
(ANIL GUPTA)  
Chairman-Cum-Managing Director



KEI Industries Limited

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The aforesaid resolutions are deemed to have been passed on the last date of e-voting and receipt of Postal Ballot forms i.e., Wednesday, 15<sup>th</sup> January, 2020.

Accordingly, we are submitting herewith the following:

1. Voting Results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
2. Scrutinizer Report for E-voting and Postal Ballot.

The Voting results along with the Scrutinizer Report will also be made available on the Company's website ([www.kei-ind.com](http://www.kei-ind.com)).

This is for your information and records.

Thanking you,  
Yours faithfully,

For **KEI INDUSTRIES LIMITED**

For **KEI INDUSTRIES LTD.**

(ANIL GUPTA)

Chairman-Cum-Managing Director

(ANIL GUPTA)

Chairman-cum-Managing Director

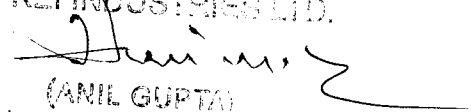
Encl: Voting Results as per SEBI (LODR) Reg, 2015  
Scrutinizer report for e-voting & Postal Ballot

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## Annexure I

Date of the Postal Ballot Notice	Notice dated December 05, 2019 (Voting start date: December 17, 2019) (Voting end date: January 15, 2020)
Total number of shareholders on record date (i.e. 06.12.2019)	49450
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoter and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video Conferencing: Promoter and Promoter Group: Public:	Not Applicable

For KEI INDUSTRIES LTD.



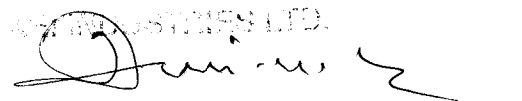
(ANIL GUPTA)

Chairman-Cum-Managing Director

**RESOLUTION NO. 01** : To Approve the raising of funds in one or more tranches, by issuance of equity shares by way of qualified institutions placement(s) for an amount not exceeding Rs.1,000 crores.

Resolution required: (Ordinary/ Special)		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)=[(2)/(1)]* 100	No. of Votes - in favour  (4)	No. of Votes - against  (5)	% of Votes in favour on votes polled  (6)=[(4)/(2)]* 100	% of Votes against on votes polled  (7)=[(5)/(2)]* 100
Promoter and Promoter group	E- Voting	36248466	36248466	100.00	36248466	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>36248466</b>	<b>36248466</b>	<b>100.00</b>	<b>36248466</b>	<b>0</b>	<b>100.00</b>
Public - Institutions	E- Voting	25066221	18424432	73.50	12953248	5471184	70.30	29.70
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>25066221</b>	<b>18424432</b>	<b>73.50</b>	<b>12953248</b>	<b>5471184</b>	<b>70.30</b>
Public- Non Institutions	E- Voting	18189751	1751331	9.63	1749180	2151	99.88	0.12
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot (if applicable)		9991	0.05	9991	0	100.00	0.00
	<b>Total</b>		<b>18189751</b>	<b>1761322</b>	<b>9.68</b>	<b>1759171</b>	<b>2151</b>	<b>99.88</b>
<b>Total</b>		<b>79504438</b>	<b>56434220</b>	<b>70.98</b>	<b>50960885</b>	<b>5473335</b>	<b>90.30</b>	<b>9.70</b>

ANIL GUPTA INVESTMENTS LTD.



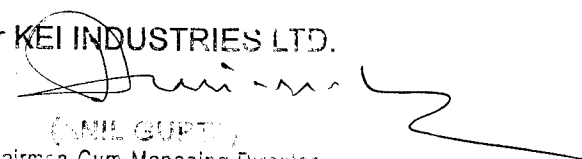
(ANIL GUPTA)

Chairman-Cum-Managing Director

**RESOLUTION NO.02 : Ratification of Remuneration of M/s. S. Chander & Associates, Cost Accounts, appointed as Cost Auditors of the Company.**

Resolution required: (Ordinary/ Special)		ORDINARY 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)=[(2)/(1)]* 100	No. of Votes - in favour  (4)	No. of Votes - against  (5)	% of Votes in favour on votes polled  (6)=[(4)/(2)]* 100	% of Votes against on votes polled  (7)=[(5)/(2)]* 100
Promoter and Promoter group	E- Voting	36248466	36248466	100.00	36248466	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>36248466</b>	<b>36248466</b>	<b>100.00</b>	<b>36248466</b>	<b>0</b>	<b>100.00</b>
Public - Institutions	E- Voting	25066221	18424432	73.50	17733172	691260	96.25	3.75
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>25066221</b>	<b>18424432</b>	<b>73.50</b>	<b>17733172</b>	<b>691260</b>	<b>96.25</b>
Public- Non Institutions	E- Voting	18189751	1751331	9.63	1749688	1643	99.91	0.09
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot (if applicable)		9841	0.05	9427	414	95.79	4.21
	<b>Total</b>		<b>18189751</b>	<b>1761172</b>	<b>9.68</b>	<b>1759115</b>	<b>2057</b>	<b>99.88</b>
<b>Total</b>		<b>79504438</b>	<b>56434070</b>	<b>70.98</b>	<b>55740753</b>	<b>693317</b>	<b>98.77</b>	<b>1.23</b>

For KEI INDUSTRIES LTD.

  
ANIL GUPTA,  
Chairman-Cum-Managing Director



**SCRUTINIZER REPORT FOR E-VOTING & POSTAL BALLOT  
FOR KEI INDUSTRIES LIMITED**

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

To  
The Chairman  
KEI Industries Limited  
D-90, Okhla Indl Area  
Phase I, New Delhi-110020

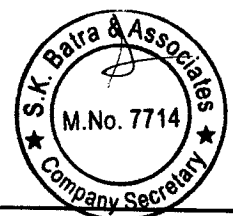
Dated: 16<sup>th</sup> January, 2020

**Sub: Scrutinizer's report under section 108 and 110 of the Companies Act, 2013 ("the Act") read with Rule 20 & Rule 22 of the Companies (Management and Administration) Rules, 2014 for voting by Shareholders through Postal Ballot & Remote E-voting.**

The Board of Directors of **KEI Industries Limited** (hereinafter referred to as the "**Company**") at its meeting held on 05<sup>th</sup> December, 2019 had appointed me as the Scrutinizer for the Postal Ballot/ Remote Electronic Voting ('Remote e-voting') pursuant to sections 108 & 110 of the Companies Act, 2013 ('the Act') read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and other applicable provisions, if any, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**the Listing Regulations**'), for the resolution(s) in respect of the matter(s) as set out in the Notice of Postal Ballot proposed to be transacted by way of Postal ballot/e-voting.

**Report on Scrutiny:**

1. The Company had appointed National Securities Depository Limited ('NSDL') as the Service Provider, for the purpose of extending the facility of remote e-voting to the Members of the Company through their website [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
2. MAS Services Limited is the Registrar and Transfer Agents of the Company.



3. The cut-off date for determining Members for the dispatch of the Notice of Postal Ballot was 06<sup>th</sup> December, 2019 (Physical & E-mail) and as on that date, there were 49450 Members of the Company. The Company had sent the Notice of Postal Ballot along with Postal Ballot Form and e-voting details by e-mail to 43182 cases whose e-mail ID were registered with the Company/RTA and in respect of 6268 cases, the Company had sent Notice of the Postal Ballot, Postal Ballot Form along with self-addressed pre-paid Business Reply Envelope in physical form by Courier.
4. The Company completed the dispatch of the Notice of Postal Ballot through/by e-mail and physical form to the members on 16<sup>th</sup> December, 2019.
5. The notices sent (both through e-mail and physical form) contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time.
6. The Cut-off date for the purpose of identifying the Members who will be entitled to vote on the resolution placed for approval of the Members was 6<sup>th</sup> December, 2019.
7. The remote e-voting facility was kept open from Tuesday, December 17, 2019(9:00 a.m.) to January 15, 2020(5:00 p.m.)
8. As prescribed in clause (v) of sub-rule (4) of Rule 20 read with sub-rule (3) of Rule 22 of the Companies (Management and Administration Rules), 2014, as amended from time to time, the Company also released an advertisement in Financial Express in English language having country-wide circulation dated 17<sup>th</sup> December, 2019 and in Jansatta in Hindi language dated 17<sup>th</sup> December 2019. The notice published in the Newspapers carried the information as specified under the said Rules.



9. The votes were unblocked on Wednesday, January 15<sup>th</sup>, 2020 after 5:00 pm in the presence of two witnesses who are not in the employment of the Company.
10. All postal ballot forms received up to Wednesday, 15<sup>th</sup> January, 2020, being the last date fixed by the Company for the receipt of the forms, were considered for my scrutiny. All votes cast on NSDL remote e-voting platform up to 5.00 p.m. on Wednesday, 15<sup>th</sup> January, 2020 were considered for my scrutiny.
11. The postal ballot forms which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
12. Envelopes containing postal ballot forms returned undelivered were also not opened and they were kept separately.

**The combined results of the Remote e-voting together with voting conducted by Postal Ballot are as under;**

**SUMMARY OF THE E-VOTING AND POSTAL BALLOT PROCESS IS GIVEN BELOW:**

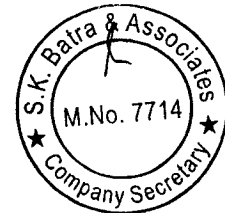
Agenda Item No. of Notice	Particulars of Business	Total No. of Vote Cast	Votes in favour of the resolution		Votes against the resolution	
			Nos.	% age	Nos.	% age
Item No. 1 of the Notice (As a Special Resolution)	E- Voting	56424229	50950894	90.28	5473335	9.70
	Postal Ballot	9991	9991	0.02	0	0
	TOTAL	56434220	50960885	90.30	5473335	9.70
Item No. 2 of the Notice (As an Ordinary Resolution)	E- Voting	56424229	55731326	98.75	692903	1.23
	Postal Ballot	9841	9427	0.02	414	0
	TOTAL	56434070	55740753	98.77	693317	1.23





**A) The result of E-voting is given below:**

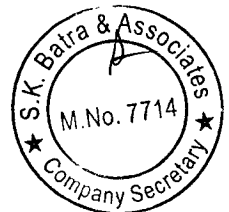
S No.	Particulars of Resolution	Type of Resolution	Total No. of Vote Cast	Votes in favour of the resolution		Votes against the resolution	
				Nos.	%	Nos.	%
1	To approve raising of funds in one or more tranches, by issuance of Equity Shares by way of Qualified institutions placement (s) for an amount not exceeding Rs 1000 Crore	Special	56424229	50950894	90.30	5473335	9.70
2	Ratification of Remuneration of M/s. S. Chander & Associates, Cost Accountants, appointed as Cost Auditors of the Company.	Ordinary	56424229	55731326	98.77	692903	1.23



**B) The result of Postal Ballot is given below:**

S No.	Particulars of Resolution	Type of Resolution	Total No. of Vote Cast	Votes in favour of the resolution		Votes against the resolution	
				Nos.	%	Nos.	%
1	To approve raising of funds in one or more tranches, by issuance of Equity Shares by way of Qualified institutions placement (s) for an amount not exceeding Rs 1000 Crore	Special	9991	9991	100	0	0
2	Ratification of Remuneration of M/s. S. Chander & Associates, Cost Accountants, appointed as Cost Auditors of the Company.	Ordinary	9841	9427	95.79	414	4.21

The Resolution mentioned in the Notice as per the details given above stand passed under remote e-voting and voting conducted by postal ballot with the requisite majority.




I hereby confirm that I am maintaining the registers received from the Service Provider both electronically and manually, in respect of the votes cast through remote e-voting and voting conducted by postal ballot by the Members of the Company. The postal ballotpapers and allover relevant records relating to remote e-voting and physical Postal Ballot are under mysafe custody and will be handed to the Company Secretary /Authorized Person of theCompany for safe keeping.

Thanking You,

**Yours Faithfully**

**For and on behalf of**

**M/s. S.K. Batra & Associates**

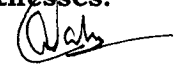
  
**Sumit Kumar Batra**  
**Practicing Company Secretary**  
**Membership Number: FCS 7714**  
**COP: 8072**

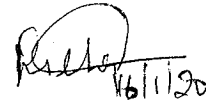


**Date: 16<sup>th</sup> January, 2020**

**Place: New Delhi**

**Witnesses:**

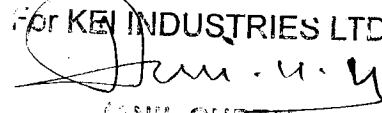
  
Gurpreet Kaur

  
Richa Sethi

**Countersigned and received the Report**

**For KEI Industries Limited**

**For KEI INDUSTRIES LTD.**



**(ANIL GUPTA)**

**Chairman-Cum-Managing Director**

**Date: 16<sup>th</sup> January, 2020**

**Place: New Delhi**