



KOTHARI
PRODUCTS LIMITED

KPL/2019-20/BSE
24th September, 2019

Bombay Stock Exchange Ltd. Phiroze Jeejeebhoy Towers 25th Floor, Dalal Street Mumbai – 400001 Scrip Code : 530299	National Stock Exchange of India Ltd. Exchange Plaza 5th Floor Plot No. C/1, G Block Bandra Kurla Complex Bandra (E) Mumbai – 400051 Scrip Code : KOTHARIPRO
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Dear Sirs,

Sub: Disclosure of Voting Results of the 35th Annual General Meeting of Kothari Products Limited held on September 23rd, 2019 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 35th Annual General Meeting of Kothari Products Limited held on 23rd September, 2019 are enclosed 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

Address: "Pan Parag House"
24/19, The Mall,
Kanpur



Encl: as above

General information about company

Scrip Code	
Name of company	KOTHARI PRODUCTS LIMITED
Type of meeting	Annual General Meeting
Start time of meeting	11.30 AM
End time of meeting	12.30 P.M.

For KOTHARI PRODUCTS LTD.



(RAJ KUMAR GUPTA)
CS & COMPLIANCE

VOTING RESULTS	
Date of AGM	23.09.2019
Total number of shareholders on record date (i.e. September 16th, 2019 cut off date for voting purpose)	8633
Number of shareholders present in the meeting either in person or through proxy	
a) Promoter and promoter group	5
b) Public	35
Number of shareholders attended the meeting through video conferencing	N.A.
a) Promoter and promoter group	
b) Public	
Number of resolutions passed in meeting	7
Disclosure of notes on voting results	

For KOTHARI PRODUCTS LTD.



(RAJ KUMAR GUPTA)
CS & COMPLIANCE OFFICER

Resolution Details(1) TO CONSIDER & ADOPT AUDITED STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019									
Resolution Required(Ordinary/Special) Whether promoter/Promoter Group are interested in below Resolution					ORDINARY				
Description of resolution considered					NO				
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against	Invalid votes
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*10	(7)=[(5)/(2)]*10	(8)
Promoter and Promoter Group	E-voting	22380155	0	0	0	0	0	0	0
	Poll		22368905	99.95	22368905	0	100	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0	0
	Total	22380155	22368905	99.95	22368905	0	100	0	0
Public Institutions	E-voting	0	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0	0
	Postal Ballot(if applicable)	0	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0	0
Public Non-Institutions	E-voting	1968	1968	100	1473	495	74.85	25.15	0
	Poll	5355	5355	100	5035	0	94.02	0	320
	Postal Ballot(if applicable)	0	0	0	0	0	0	0	0
	Total	7323	7323	100	6508	495	88.87	6.76	320
Whether the resolution is passed or not - YES									

For KOTHARI PRODUCTS LTD.


(RAJ KUMAR GUPTA)
CS & COMPLIANCE OFFICER

Resolution Details(2) TO CONSIDER & ADOPT AUDITED CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019									
Resolution Required(Ordinary/Special) Whether promoter/Promoter Group are interested in below Resolution					ORDINARY				
Description of resolution considered					NO				
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against	Invalid votes
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*10	(7)=[(5)/(2)]*10	(8)
Promoter and Promoter Group	E-voting	22380155	0	0	0	0	0	0	0
	Poll		22368905	99.95	22368905	0	100	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0	0
	Total	22380155	22368905	99.95	22368905	0	100	0	0
Public Institutions	E-voting	0	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0	0
	Postal Ballot(if applicable)	0	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0	0
Public Non-Institutions	E-voting	1968	1968	100	1473	495	74.85	25.15	0
	Poll	5355	5355	100	5035	0	94.02	0	320
	Postal Ballot(if applicable)	0	0	0	0	0	0	0	0
	Total	7323	7323	100	6508	495	88.87	6.76	320
Whether the resolution is passed or not - YES									

For KOTAK BANK LTD.


(RAJ KUMAR GUPTA)
CS & COMPLIANCE OFFICER

Resolution Details(3) TO DECLARE THE DIVIDEND									
Resolution Required(Ordinary/Special) Whether promoter/Promoter Group are interested in below Resolution					ORDINARY				
Description of resolution considered					NO				
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against	Invalid votes
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100	(8)
Promoter and Promoter Group	E-voting	22380155	0	0	0	0	0	0	0
	Poll		22368905	99.95	22368905	0	100	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0	0
	Total		22380155	22368905	99.95	22368905	0	100	0
Public Institutions	E-voting	0	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0	0
	Postal Ballot(if applicable)	0	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0	0
Public Non-Institutions	E-voting	1968	1968	100	1923	45	97.71	2.29	0
	Poll	5355	5355	100	5035	0	94.02	0	320
	Postal Ballot(if applicable)	0	0	0	0	0	0	0	0
	Total	7323	7323	100	6958	45	95.01	0.61	320
Whether the resolution is passed or not - Yes									

For KOTHARI PRODUCTS LTD.


(RAJ KUMAR GUPTA)
CS & COMPLIANCE OFFICER

Resolution Details(4) RE-APPOINTMENT OF SRI MITESH KOTHARI										
Resolution Required (Ordinary/Special) Whether promoter/Promoter group are interested in below					Ordinary	Yes				
Description of resolution considered										
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against	Invalid votes	
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)	
Promoter and Promoter Group	E-voting	22380155	0	0	0	0	0	0	0	
	Poll		22368905	99.95	22368905	0	100	0	0	
	Postal Ballot(if applicable)		0	0	0	0	0	0	0	
	Total		22380155	22368905	99.95	22368905	0	100	0	0
Public Institutions	E-voting	0	0	0	0	0	0	0	0	
	Poll	0	0	0	0	0	0	0	0	
	Postal Ballot(if applicable)	0	0	0	0	0	0	0	0	
	Total	0	0	0	0	0	0	0	0	
Public Non-Institutions	E-voting	1968	1968	100	1430	538	72.66	27.34	0	
	Poll	5355	5355	100	5035	0	100	0	320	
	Postal Ballot(if applicable)	0	0	0	0	0	0	0	0	
	Total	7323	7323	100	6465	538	88.28	7.35	320	
Whether the resolution is passed or not - YES										

For KOTHARI PRODUCTS LTD.



(RAJ KUMAR GUPTA)
CS & COMPLIANCE OFFICER

Resolution Details(5) RE-APPOINTMENT OF DR AVINASH GUPTA AS AN INDEPENDENT DIRECTOR										
Resolution Required (ordinary/Special) Whether promoter/Promter group are interested in below Resolu					Special	no				
Description of resolution considered										
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against	Invalid votes	
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)	
Promoter and Promoter Group	E-voting	22380155	0	0	0	0	0	0	0	
Promoter and Promoter Group	Poll		22368905	99.95	22368905	0	100	0	0	
Promoter and Promoter Group	Postal Ballot(if applicable)		0	0	0	0	0	0	0	
Promoter and Promoter Group	Total	22380155	22368905	99.95	22368905	0	100	0	0	
Public Institutions	E-voting	0	0	0	0	0	0	0	0	
Public Institutions	Poll	0	0	0	0	0	0	0	0	
Public Institutions	Postal Ballot(if applicable)	0	0	0	0	0	0	0	0	
Public Institutions	Total	0	0	0	0	0	0	0	0	
Public Non-Institutions	E-voting	1968	1968	100	1400	568	71.14	28.86	0	
Public Non-Institutions	Poll	5355	5355	100	5035	0	100	0	320	
Public Non-Institutions	Postal Ballot(if applicable)	0	0	0	0	0	0	0	0	
Public Non-Institutions	Total	7323	7323	100	6435	568	87.87	7.76	320	
Whether the resolution is passed or not - YES										

For KOTHARI PRODUCTS LTD.


(RAJ KUMAR GUPTA)
CS & COMPLIANCE OFFICER

Resolution Details(6) RE-APPOINT OF SRI VIKAS CHATURVED AS AN INDEPENDENT DIRECTOR									
Resolution Required(Ordinary/Special) Whether promoter/Promoter Group are interested in below Resolution					SPECIAL				
Description of resolution considered					NO				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% votes polled on outstanding shares (3)= [(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - in Against (5)	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100	Invalid votes (8)
Promoter and Promoter Group	E-voting	22380155	0	0	0	0	0	0	0
	Poll		22368905	99.95	22368905	0	100	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0	0
	Total		22380155	22368905	99.95	22368905	0	100	0
Public Institutions	E-voting	0	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0	0
	Postal Ballot(if applicable)	0	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0	0
Public Non-Institutions	E-voting	1968	1968	100	1400	568	71.14	28.86	0
	Poll	5355	5355	100	5035	0	100	0	320
	Postal Ballot(if applicable)		0	0	0	0	0	0	0
	Total	7323	7323	100	6435	568	87.87	7.76	320
Whether the resolution is passed or not - Yes									

For KOTHARI PRODUCTS LTD.

 (RAJ KUMAR GUPTA)
 CS & COMPLIANCE OFFICER

Resolution Details(7) - RE-APPOINT SRI PRAMOD KUMAR TANDON AS AN INDEPENDENT DIRECTOR									
Resolution Required(Ordinary/Special) Whether promoter/Promoter Group are interested in below Resolution					SPECIAL				
Description of resolution considered					NO				
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against	Invalid votes
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)
Promoter and Promoter Group	E-voting	22380155	0	0	0	0	0	0	0
	Poll		22368905	99.95	22368905	0	100	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0	0
	Total		22380155	22368905	99.95	22368905	0	100	0
Public Institutions	E-voting	0	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0	0
	Postal Ballot(if applicable)	0	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0	0
Public Non-Institutions	E-voting	1968	1968	100	1400	568	71.14	28.86	0
	Poll	5355	5355	100	5035	0	100	0	320
	Postal Ballot(if applicable)	0	0	0	0	0	0	0	0
	Total	7323	7323	100	6435	568	87.87	7.76	320
Whether the resolution is passed or not - YES									

For KOTHARI PRODUCTS LTD.


(RAJ KUMAR GUPTA)
CS & COMPLIANCE OFFICER

ADESH TANDON & ASSOCIATES

COMPANY SECRETARIES

Adesh Tandon

FCS, LLB, B.Com, AAIMA

811, 8th Floor, KAN Chambers,
14/113, Civil Lines, KANPUR - 208 001 (U. P.)
Tel. : 0512-2332397 • Mobile : 09839100709
E-mail : adesh.tandon11@gmail.com

Date.....

SCRUTINIZER'S REPORT-COMBINED

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rules 20 & 21 of the Companies (Management & Administration) Rules, 2015, as amended]

To,

The Chairman of **35th (Thirty Fifth)** Annual General Meeting ("AGM") of the members of **Kothari Products Limited** (hereinafter referred as "the Company") held on **Monday, September 23, 2019** at 11:30 a.m. at Hotel Vijay Intercontinental, 10/510, Khalasi Line, Tilak Nagar, Near Rave-3, Kanpur - 208001.

Dear Sir,

1. I, Adesh Tandon, Proprietor of Adesh Tandon & Associates, Kanpur have been appointed as scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the Remote e-voting process and Voting through poll at the AGM under the provisions of Section 108 and 109 of the Companies Act, 2013 ("the Act") read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions contained in the notice to the 35th AGM of the members of the Company, held on Monday, September 23, 2019 at Hotel Vijay Intercontinental, 10/510, Khalasi Line, Tilak Nagar, Near Rave-3, Kanpur - 208001.
2. The Management of the Company is responsible to ensure the Compliance with the requirements of the Act and Rules relating to e-voting and poll on the resolutions contained in the Notice to the 35th AGM of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process and for poll at the AGM is restricted to make a Scrutinizer's Report (Combined) of the votes casted 'in favour' or 'against' the resolutions stated below, 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 and also based on the poll conducted at the AGM.
3. The Company has engaged the services of NSDL as the Authorized Agency to provide Secured E-Voting process.
4. The E-Voting period remained open from 09:00 A.M. (IST) on Friday, September 20, 2019 upto 05:00 P.M. (IST) on Sunday, September 22, 2019.
5. The Cut-off date for the purpose of determining the entitlement for remote E-Voting on the proposed resolution was Monday, September 16, 2019.
6. The votes casted electronically were unblocked on Monday, September 23, 2019 around 12:30 p.m. after the conclusion of meeting in the presence of two witnesses Mr. Awashesh Dixit R/o, Vishnupuri, Kanpur - 208002 and Ms. Chhavi Saxena R/o H-

ADESH TANDON & ASSOCIATES

COMPANY SECRETARIES

Adesh Tandon
FCS, LLB, B.Com, AAIMA

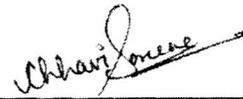
811, 8th Floor, KAN Chamber:
14/113, Civil Lines, KANPUR - 208 001 (U. P)
Tel. : 0512-2332397 • Mobile : 0983910070
E-mail : adesh.tandon11@gmail.com

Date

1, 117/336, Model Town, Kanpur – 208005, who are not in the employment of the Company. They have signed below in Confirmation of the E-Voting being unblocked in their presence.



Awashesh Dixit



Chhavi Saxena

7. The poll facility has been provided to all the shareholders who attended the AGM to vote at the Resolutions as contained in the Notice to the 35th AGM but not to those shareholders who have opted the facility to vote through remote E-Voting.
8. Thereafter, the details containing, inter alia, the information about shareholders voting 'In Favour' and 'Against' the resolution, were generated from the E-Voting website of NSDL and based on such reports the results of Remote E-Voting and Poll on each resolution are given hereunder:

Resolution No. 1: Ordinary Resolution

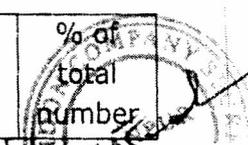
Consideration and adoption of the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2019 together with the Reports of the Board of Directors and Auditors thereon.

Voted in '**FAVOUR**' of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in 'Favour' of resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
17	1473	26	22373940	22375413	99.99%

Voted '**AGAINST**' the resolution:

Number of Members voted through	Number of votes cast 'Against' the	Number of Members/ Proxies	Number of Votes cast 'Against'	Total Number of votes	% of total number



ADESH TANDON & ASSOCIATES

COMPANY SECRETARIES

Adesh Tandon

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E-mail : adesh.tandon11@gmail.com

Date

electronic voting system	resolution by e-voting	Voted by Poll	the resolution by Poll	cast through e-voting and Poll	of valid votes cast
2	495	0	0	495	0.01%

'INVALID' votes:

Number of Members Voted through electronic voting system	Number of votes cast 'Invalid' by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast 'Invalid' by Poll	Total Number of votes cast through e-voting and Poll
-	-	5	320	320

Result:

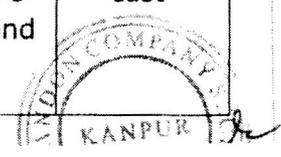
As the votes cast in favour of the resolution are more than votes cast against the resolution as set out in Notice as Item No. 1. Hence, the ordinary resolution was passed with requisite majority.

Resolution No. 2: Ordinary Resolution

Consideration and adoption of the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019 together with the Reports of the Auditors thereon.

Voted in '**FAVOUR**' of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in 'Favour' of resolution by Poll	Total Number of votes cast through e-voting and poll	% of total number of valid votes cast



ADESH TANDON & ASSOCIATES

COMPANY SECRETARIES

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E-mail : adesh.tandon11@gmail.com

Date

17	1473	26	22373940	22375413	99.99%
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Voted '**AGAINST**' the resolution:\`

Number of Members Voted through electronic voting system	Number of vote cast 'Against' the resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast 'Against' the resolution by poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
2	495	0	0	495	0.01%

'**INVALID**' votes:

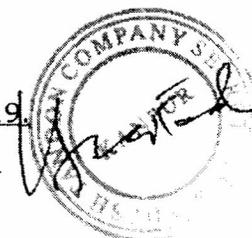
Number of Members voted through electronic voting system	Number of votes cast 'Invalid' by e-voting	Number of Members/Proxies Voted by Poll	Number of votes cast 'Invalid' by Poll	Total Number of votes cast through e-voting and Poll
-	-	5	320	320

Result:

As the votes cast in favor of the resolution are more than votes cast against the resolution as set out in Notice as Item No. 2. Hence, the ordinary resolution was passed with requisite majority.

Resolution No. 3: Ordinary Resolution

Declaration of Dividend for the financial year ended March 31, 2019.



Voted in '**FAVOUR**' of the resolution:

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COMPANY SECRETARIES

Adesh Tandon
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Date

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in 'Favour' of resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
18	1923	26	22373940	22375863	99.99%

Voted '**AGAINST**' the resolution:

Number of Members voted through electronic voting system	Number of votes cast 'Against' the resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast 'Against' the resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
1	45	0	0	45	0.01%

'**INVALID**' votes:

Number of Members Voted through electronic voting system	Number of votes cast 'Invalid' by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast 'Invalid' by Poll	Total Number of votes cast through e-voting and Poll
-	-	5	320	320

Result:

As the votes cast in favour of the resolution are more than votes cast against the resolution as set out in Notice as item No. 3. Hence, the ordinary resolution was passed with requisite majority.

ADESH TANDON & ASSOCIATES

COMPANY SECRETARIES

Adesh Tandon
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Date.....

Resolution No. 4: Ordinary Resolution

Appointment of Director in place of Sri. Mitesh Kothari (DIN: 00089076), who retires by rotation and being eligible, offers himself for re-appointment.

Voted in '**FAVOUR**' of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in 'Favour' of resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
14	1430	26	22373940	22375370	99.99%

Voted '**AGAINST**' the resolution:

Number of Members voted through electronic voting system	Number of votes cast 'Against' the resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of Vote cast 'Against' the resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
5	538	0	0	538	0.01%

'**INVALID**' votes:

Number of Members Voted through electronic voting system	Number of votes cast 'Invalid' by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast 'Invalid' by Poll	Total Number of votes cast through e-voting and Poll
-	-	5	320	320



ADESH TANDON & ASSOCIATES

COMPANY SECRETARIES

Adesh Tandon
FCS, LLB, B.Com, AAIMA

811, 8th Floor, KAN Chamber:
14/113, Civil Lines, KANPUR - 208 001 (U. P.
Tel. : 0512-2332397 • Mobile : 0983910070
E-mail : adesh.tandon11@gmail.com

Date.....

Result:

As the votes cast in favour of the resolution are more than votes cast against the resolution as set out in Notice as Item No. 4. Hence, the ordinary resolution was passed with requisite majority.

Resolution No. 5: Special Resolution

Re-appointment of Dr. Avinash Gupta (DIN: 00089371), as an Independent Director for the period of Five years

Voted in '**FAVOUR**' of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in 'Favour' of resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
13	1400	26	22373940	22375340	99.99%

Voted '**AGAINST**' the resolution:

Number of Members voted through electronic voting system	Number of votes cast 'Against' the resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of Vote cast 'Against' the resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
6	568	0	0	568	0.01%

'**INVALID**' votes:

Number of Members Voted through electronic	Number of votes cast 'Invalid' by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast 'Invalid' by Poll	Total Number of votes cast through e-voting and

ADESH TANDON & ASSOCIATES

COMPANY SECRETARIES

Adesh Tandon
FCS, LLB, B.Com. AAIMA

811, 8th Floor, KAN Chambers
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Tel. : 0512-2332397 • Mobile : 0983910070
E-mail : adesh.tandon11@gmail.com

Date.....

voting system				Poll
-	-	5	320	320

Result:

As the votes cast in favour of the resolution are more than three times of votes cast against the resolution as set out in Notice as Item No. 5. Hence, the Special Resolution was passed with requisite majority.

Resolution No. 6: Special Resolution

Re-appointment of Sri Vikas Chaturvedi (DIN: 00089394), as an Independent Director for the period of Five years

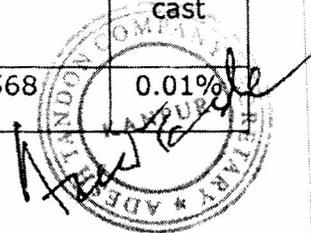
Voted in '**FAVOUR**' of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in 'Favour' of resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
13	1400	26	22373940	22375340	99.99%

Voted '**AGAINST**' the resolution:

Number of Members voted through electronic voting system	Number of votes cast 'Against' the resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of Vote cast 'Against' the resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
6	568	0	0	568	0.01%

'INVALID' votes:



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Date.....

Number of Members Voted through electronic voting system	Number of votes cast 'Invalid' by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast 'Invalid' by Poll	Total Number of votes cast through e-voting and Poll
-	-	5	320	320

Result:

As the votes cast in favour of the resolution are more than three times of votes cast against the resolution as set out in Notice as Item No. 6 Hence, the Special Resolution was passed with requisite majority.

Resolution No. 7: Special Resolution

Re-appointment of Sri Pramod Kumar Tandon (DIN: 00089344), as an Independent Director for the period of Five years

Voted in '**FAVOUR**' of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in 'Favour' of resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
13	1400	26	22373940	22375340	99.99%

Voted '**AGAINST**' the resolution:

Number of Members voted through electronic voting system	Number of votes cast 'Against' the resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of Vote cast 'Against' the resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast

ADESH TANDON & ASSOCIATES
COMPANY SECRETARIES

Adesh Tandon

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Date.....

6	568	0	0	568	0.01%
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'INVALID' votes:

Number of Members Voted through electronic voting system	Number of votes cast 'Invalid' by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast 'Invalid' by Poll	Total Number of votes cast through e-voting and Poll
-	-	5	320	320

Result:

As the votes cast in favour of the resolution are more than votes cast against the resolution as set out in Notice as Item No. 7 Hence, the Special Resolution was passed with requisite majority.

9. The poll papers and all other relevant records were sealed and are being handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you.

Yours faithfully,
For ADESH TANDON & ASSOCIATES
Company Secretaries

Place: Kanpur
Date: September 24, 2019

For ADESH TANDON & ASSOCIATES
COMPANY SECRETARIES

Adesh Tandon
PROPRIETOR
C.P. No. 1121

Adesh Tandon
Proprietor
FCS No. 2253
C.P. No. 1121