



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/

16th May, 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 today 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) Approval of Material Related Party Transaction between APAG Elektronik Corp, Canada and APAG Elektronik LLC U.S, step down subsidiaries.
- 3) To re-appoint Shri Sidharth Kumar Birla as an Independent Director for a term of 5 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

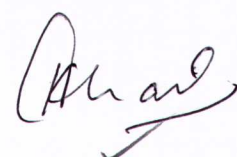
Voting Results on Postal Ballot

Date of Postal Ballot :	15-05-2023
Total number of shareholders on cut-off date- 7th April, 2023	14123
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	158
Promoter and Promoter Group:	3
Public:	155

Agenda-wise disclosure

SPECIAL BUSINESS
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	3,25,06,880	-	-	-	-	-	-
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		-	-	-	-	-	-
Public-institutions	E-Voting	79,923	30,498	38.1592	30,498	-	100.00	-
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		30,498	38.1592	30,498	-	100.00	-
Public-Non institutions	E-Voting	1,11,06,530	44,879	0.4041	44,379	500	98.8859	1.1141
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		44,879	0.4041	44,379	500	98.8859	1.1141
Total		4,36,93,333	75,377	0.1725	74,877	500	99.3367	0.6633



Approval of Material Related Party Transaction between APAG Elektronik Corp, Canada and APAG Elektronik LLC U.S, step down subsidiaries.

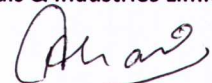
Resolution Required (Ordinary/Special)					Ordinary Resolution			
Whether promoter/promoter groups are interested in agenda/resolution ?					Yes			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - In favour	No. of Votes - against	% 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	3,25,06,880	-	-	-	-	-	-
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		3,25,06,880	-	-	-	-	-
Public-institutions	E-Voting	79,923	30,498	38.1592	30,498	-	100.00	-
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		79,923	30,498	38.1592	30,498	-	100.00
Public-Non institutions	E-Voting	1,11,06,530	44,879	0.4041	44,379	500	98.8859	1.1141
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		1,11,06,530	44,879	0.4041	44,379	500	98.8859
Total		4,36,93,333	75,377	0.1725	74,877	500	99.3367	0.6633

To re-appoint Shri Sidharth Kumar Birla as an Independent Director for a term of 5 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	3,25,06,880	3,05,55,899	93.9983	3,05,55,899	-	100.00	-
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		3,25,06,880	3,05,55,899	93.9983	3,05,55,899	-	100.00
Public-institutions	E-Voting	79,923	30,498	38.1592	30,498	-	100.00	-
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		79,923	30,498	38.1592	30,498	-	100.00
Public-Non institutions	E-Voting	1,11,06,530	44,779	0.4032	44,235	544	98.7851	1.2149
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		1,11,06,530	44,779	0.4032	44,235	544	98.7851
Total		4,36,93,333	3,06,31,176	70.1049	3,06,30,632	544	99.9982	0.0018

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 11th April, 2023 will form part of the Minutes of the General Meeting.

For Kanoria Chemicals & Industries Limited



H. K. Khaitan
Director

Place : Kolkata

Date: 16th May, 2023

DIN: 00220049

AMIT CHORARIA & Co.

Chartered Accountants

E-mail : amithmchoraria@gmail.com

Phones: (033) 2242-0196

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: 16.05.2023

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 11th April, 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 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 11th April, 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 16th April, 2023 to 15th May, 2023, was sent on 14th April, 2023 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. 7th April, 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 16th April, 2023 at 9.00 A. M. and ended on 15th May, 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 both 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- 123814), as under:



AMIT CHORARIA & Co.

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Phones: (033) 2242-0196

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SPECIAL BUSINESS:

Item No. 1 - Ordinary Resolution

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

Particulars	Remote e-voting		% of total number of valid votes cast
	No. of Shareholders	No. of Votes	
Votes in favour of the Resolution	130	74877	99.3367
Votes against the Resolution	26	500	0.6633
Total	156	75377	100.0000
Invalid Votes	0	0	0

Item No. 2 - Ordinary Resolution

Approval of Material Related Party Transaction between APAG Elektronik Corp, Canada and APAG Elektronik LLC U.S, step down subsidiaries

Particulars	Remote e-voting		% of total number of valid votes cast
	No. of Shareholders	No. of Votes	
Votes in favour of the Resolution	130	74877	99.3367
Votes against the Resolution	26	500	0.6633
Total	156	75377	100.0000
Invalid Votes	0	0	0

Item No. 3 - Special Resolution

Reappointment of Shri Sidharth Kumar Birla as an Independent Director for a term of 5 years

Particulars	Remote e-voting		% of total number of valid votes cast
	No. of Shareholders	No. of Votes	
Votes in favour of the Resolution	136	30630632	99.9982
Votes against the Resolution	22	544	0.0018
Total	158	30631176	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: 23066838BGYFAN9805



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