

BSE Ltd. First Floor, New Trading Ring, Rotunda Building, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400001	National Stock Exchange of India Ltd. "Exchange Plaza", Plot no. C/1, G. Block Bandra-Kurla Complex, Bandra (E) Mumbai - 400051	The Calcutta Stock Exchange Ltd. 7, Lyons Range, Kolkata - 700001
(BSE Scrip Code - 502937)	(NSE Symbol - KESORAMIND)	(CSE Scrip code - 10000020)

**Sub: Voting Results of the 105<sup>th</sup> Annual General Meeting of the Company held on 9<sup>th</sup> July, 2024.**

Dear Sir / Madam,

In compliance with the provisions of Regulation 44(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find enclosed herewith the voting results of the 105<sup>th</sup> Annual General Meeting of the Company held on 9<sup>th</sup> July, 2024 pursuant to Notice dated 22<sup>nd</sup> April, 2024. The Scrutinizer's Report dated 9<sup>th</sup> July, 2024 is also enclosed hereto.

Thanking you,

Yours faithfully,

**For Kesoram Industries Limited****Raghuram Nath**  
**Company Secretary and Compliance Officer**

Encl: as above.

### Voting Results of Annual General Meeting held on 9th July, 2024

Date of the AGM	09.07.2024
Total number of shareholders on record date	91139 (02.07.2024)
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	0
Public:	956
No. of shareholders attended the meeting through video Conferencing:	
Promoters and Promoter Group:	7
Public:	29

Agenda-wise disclosure (to be disclosed separately for each agenda item)

Agenda No. 1: To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2024 and the Reports of the Board of Directors and Auditors thereon.

Resolution required: (Ordinary/Special)				Ordinary				
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	134650683	123866784	91.99	123866784	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		123866784	91.99	123866784	0	100.00	0.00
Public-Institutions	E-Voting	75627403	26423089	0.00	26423089	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		26423089	34.94	26423089	0	0.00	0.00
Public- Non Institutons	E-Voting	100385577	9974287	9.94	9973388	899	99.99	0.01
	Poll		5	0.00	4	1	80.00	20.00
	Total		9974292	9.94	9973392	900	99.99	0.01
<b>Total</b>		<b>310663663</b>	<b>160264165</b>	<b>51.59</b>	<b>160263265</b>	<b>900</b>	<b>100.00</b>	<b>0.00</b>
Whether Resolution is passed or not							Yes	

Agenda No. 2: To appoint a Director in place of Jikyeong Kang (DIN: 08045661), who retires by rotation and being eligible, offers herself for re-appointment.

Resolution required: (Ordinary/Special)				Ordinary				
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	134650683	123866784	91.99	123866784	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		123866784	91.99	123866784	0	100.00	0.00
Public-Institutions	E-Voting	75627403	27724642	36.66	26278472	1446170	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		27724642	36.66	26278472	1446170	0.00	0.00
Public- Non Institutons	E-Voting	100385577	9974287	9.94	9973033	1254	99.99	0.01
	Poll		5	0.00	4	1	80.00	20.00
	Total		9974292	9.94	9973037	1255	99.99	0.01
<b>Total</b>		<b>310663663</b>	<b>161565718</b>	<b>52.01</b>	<b>160118293</b>	<b>1447425</b>	<b>99.10</b>	<b>0.90</b>
Whether Resolution is passed or not							Yes	

Agenda No. 3: To ratify the remuneration payable to the Cost Auditors for conducting the audit of the Company's Cost Accounting records in respect of the Financial Year ending 31st March, 2025.

Resolution required: (Ordinary/Special)				Ordinary				
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	134650683	123866784	91.99	123866784	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		123866784	91.99	123866784	0	100.00	0.00
Public-Institutions	E-Voting	75627403	26423089	0.00	26423089	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		26423089	34.94	26423089	0	0.00	0.00
Public- Non Institutons	E-Voting	100385577	9974287	9.94	9973129	1158	99.99	0.01
	Poll		5	0.00	4	1	80.00	20.00
	Total		9974292	9.94	9973133	1159	99.99	0.01
<b>Total</b>		<b>310663663</b>	<b>160264165</b>	<b>51.59</b>	<b>160263006</b>	<b>1159</b>	<b>100.00</b>	<b>0.00</b>
Whether Resolution is passed or not							Yes	

Agenda No. 4: To appoint Rashmi Bihani (DIN:07062288) as an Independent Director of the Company

Resolution required: (Ordinary/Special)				Special				
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	134650683	123866784	91.99	123866784	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		123866784	91.99	123866784	0	100.00	0.00
Public-Institutions	E-Voting	75627403	29185288	0.00	26116178	3069110	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		29185288	38.59	26116178	3069110	0.00	0.00
Public- Non Institutons	E-Voting	100385577	9974287	9.94	9972834	1453	99.99	0.01
	Poll		5	0.00	4	1	80.00	20.00
	Total		9974292	9.94	9972838	1454	99.99	0.01
<b>Total</b>		<b>310663663</b>	<b>163026364</b>	<b>52.48</b>	<b>159955800</b>	<b>3070564</b>	<b>98.12</b>	<b>1.88</b>
Whether Resolution is passed or not							Yes	



To,  
The Chairman,  
**M/s. Kesoram Industries Limited**  
**CIN: L17119WB1919PLC003429**  
9/1, R.N. Mukherjee Road,  
Kolkata – 700001.

**Sub: Consolidated Scrutinizer Report on remote E-voting conducted pursuant to the provisions of section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015, remote E-voting at the Annual General Meeting ("AGM") and the Poll of the Members of the Company held on Tuesday, 9th July, 2024 at 11.30 A.M. IST through the hybrid mode (that is to say both physical and video conferencing ("VC") or other audio visual means("OAVM"))**

Dear Sir,

I, Ritu Bajaj (Membership No. F9913), Proprietor of M/s. RP & Associates, Company Secretaries having office at "DBS House, 10/2, Hungerford Street, Room No. – 451, Kolkata – 700017, thank you for appointing me as the Scrutinizer for e-voting process and the poll by your Members during the 105<sup>th</sup> Annual General Meeting of your Company held on Tuesday, 9<sup>th</sup> July, 2024 at Kala Mandir, 48, Shakespeare Sarani, Kolkata – 700017, through the hybrid mode (that is to say both physical and video conferencing ("VC") or other audio visual means("OAVM")).

I am pleased to submit my Report, which is comprehensive and self-explanatory in all respects.

**For RP & Associates**  
Company Secretaries

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by RITU BAJAJ  
Date:  
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**Ritu Bajaj**  
**Proprietor**  
**M.No.: F9913**  
**CP No.: 11933**  
**UDIN : F009913F000703628**

**Date: 9<sup>th</sup> July, 2024**  
**Place: Kolkata**

## SCRUTINIZER'S REPORT

Name of the Company	Kesoram Industries Limited
Meeting	105 <sup>th</sup> Annual General Meeting
Day, Date & Time	Tuesday, 9 <sup>th</sup> July, 2024 at 11:30 A.M.
Deemed Venue	Kala Mandir, 48, Shakespeare Sarani, Kolkata – 700017
Mode	Through the hybrid mode (that is to say both physical and video conferencing ("VC") or other audio-visual means("OAVM").

### 1. Appointment as Scrutinizer

I was appointed as the Scrutinizer for the remote-voting and e-voting as well as the poll conducted during the 105<sup>th</sup> Annual General Meeting ("AGM") of **KESORAM INDUSTRIES LIMITED** (hereinafter referred to as "**the Company**") scheduled on Tuesday, 9<sup>th</sup> July, 2024 at 11:30 A.M. held through the hybrid mode (that is to say both physical and video conferencing ("VC") or other audio visual means ("OAVM")). My responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and to ascertain the requisite majority on e-voting and poll carried out as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by Companies (Management and Administration) Amendment Rules, 2015 and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system and the poll conducted.

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**BAJAJ**

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## 2. Dispatch of Notice convening the AGM

2.1 Pursuant to the MCA and SEBI Circulars, the Notice of the AGM dated 22<sup>nd</sup> April, 2024 along with all enclosures was sent in electronic form only to those Members whose email addresses are registered with the Company/ Depositories. The Notice calling the AGM had been uploaded on the website of the Company at [www.kesocorp.com](http://www.kesocorp.com) and can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited ("BSE") at [www.bseindia.com](http://www.bseindia.com) and National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com). The AGM Notice is also available on the website of National Securities Depository Limited ("NSDL") (agency for providing the Remote eVoting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

2.2 An advertisement was published in Business Standard (English) and Ekdin (Bengali) on **Wednesday, 12<sup>th</sup> June, 2024** specifying the date & time of the AGM, availability of the notice on Company's website and website of Stock Exchanges, manner of registration of email ids by the members (both physical & demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.

## 3. Cut-off date

Voting rights were reckoned as on **Tuesday, 2nd July, 2024** being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting at the AGM.

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## 4. Remote e-voting process

### 4.1 Agency

The Company appointed **NSDL** as the agency for providing the platform for remote e-voting and e-voting at the AGM.

### 4.2 Remote e-voting period

Remote e-voting platform was open from **9:00 A.M. (IST) on Friday, 5th July, 2024 till 5:00 P.M. (IST) on Monday, 8th July, 2024** and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by NSDL.

## 5. Voting at the AGM

In keeping with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014 for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, I have accessed after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.

## 6. Counting Process

On completion of e-voting during the AGM, I unblocked the results of the voting at poll, remote e-voting and e-voting by members at the AGM, on the NSDL e-voting platform and downloaded the results.

## 7. Results

7.1 I observed that:

- a) **7 Members** had cast his/her vote(s) through e-voting at the AGM;
- b) **316 Members** had cast their votes through remote e-voting.
- c) **4 Members** had cast their votes through poll.

7.2 Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 22<sup>nd</sup> April, 2024 is enclosed herewith.

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7.3 Based on the aforesaid results, we report that **3 Ordinary Resolutions** as set out in Item Nos. 1 to 3 and **1 Special Resolution** as set out in Item No. 4 of the Notice of the AGM dated 22<sup>nd</sup> April, 2024 have been **passed with the requisite majority**.

8. The ballot papers, electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves, and signs the minutes of the Annual General Meeting.

**For RP & Associates**

Company Secretaries

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Ritu Bajaj

Proprietor

M.No.: F9913

CP No.: 11933

UDIN: F009913F000703628

Countersigned By  
Company Secretary

.....  
Raghuram Nath

Date: 9<sup>th</sup> July, 2024

Place: Kolkata



## CONSOLIDATED RESULTS

### Item No. 1:

Adoption of the Audited Standalone Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2024 together with the Reports of the Board of Directors and Auditors thereon and the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2024 together with the Report of Auditors thereon.

Particulars	Remote e-voting		Voting at the AGM				Total		Percentage (%)
			E-Voting		Poll				
	Number	Votes	Number	Votes	Number	Votes	Number	Votes	
Assent	302	160263000	7	261	3	4	312	160263265	100.00
Dissent	8	899	0	0	1	1	9	900	0.00
Invalid	0	0	0	0	0	0	0	0	0.00
<b>Total</b>	<b>310</b>	<b>160263899</b>	<b>7</b>	<b>261</b>	<b>0</b>	<b>0</b>	<b>321</b>	<b>160264165</b>	<b>100.00</b>

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 1** of the Notice of the AGM dated 22<sup>nd</sup> April, 2024 has been **passed with requisite majority**.

### Item No. 2:

Appointment of a Director in place of Jikyeong Kang (DIN: 08045661), who retires by rotation and being eligible, offers herself for re-appointment.

Particulars	Remote e-voting		Voting at the AGM				Total		Percentage (%)
			E-Voting		Poll				
	Number	Votes	Number	Votes	Number	Votes	Number	Votes	
Assent	297	160118028	7	261	3	4	307	160118293	99.91
Dissent	19	145871	0	0	1	1	20	145872	0.09
Invalid	0	0	0	0	0	0	0	0	0.00
<b>Total</b>	<b>316</b>	<b>160263899</b>	<b>7</b>	<b>261</b>	<b>0</b>	<b>0</b>	<b>327</b>	<b>160264165</b>	<b>100.00</b>

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 2** of the Notice of the AGM dated 22<sup>nd</sup> April, 2024 has been **passed with requisite majority**.

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**Item No. 3:**

**Ratification of Remuneration payable to the Cost Auditors for conducting the audit of the Company's Cost Accounting Records for the Financial Year 2024-25.**

Particulars	Remote e-voting		Voting at the AGM				Total		Percentage (%)
			E-Voting		Poll				
	Number	Votes	Number	Votes	Number	Votes	Number	Votes	
Assent	299	160262741	7	261	3	4	309	160263006	100.00
Dissent	11	1158	0	0	1	1	12	1159	0.00
Invalid	0	0	0	0	0	0	0	0	0.00
Total	310	160263899	7	261	0	0	321	160264165	100.00

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 3** of the Notice of the AGM dated 22<sup>nd</sup> April, 2024 has been **passed with requisite majority**.

**Item No. 4:**

**Appointment of Rashmi Bihani (DIN:07062288) as an Independent Director**

Particulars	Remote e-voting		Voting at the AGM				Total		Percentage (%)
			E-Voting		Poll				
	Number	Votes	Number	Votes	Number	Votes	Number	Votes	
Assent	295	159955535	7	261	3	4	305	159955800	99.81
Dissent	15	308364	0	0	1	1	16	308365	0.19
Invalid	0	0	0	0	0	0	0	0	0.00
Total	310	160263899	7	261	0	0	321	160264165	100.00

Based on the aforesaid result, I report that the **Special Resolution** as set out in **Item No. 4** of the Notice of the AGM dated 22<sup>nd</sup> April, 2024 has been **passed with requisite majority**.

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