



KESAR ENTERPRISES LIMITED

Regd. Off: Oriental House, 7 Jamshedji Tata Road, Churchgate, Mumbai-400 020, India. Website : <http://www.kesarindia.com>
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CIN : L24116MH1933PLC001996

3rd October 2023

To,

BSE Ltd.,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001

Scrip Code: 507180

Dear Sir / Madam,

Sub: Submission of Voting Results along with Consolidated Report of Scrutinizer, in respect of 88th Annual General Meeting ("AGM") of the Company held on Friday, 29th September 2023

As required under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the following documents:

- 1) Consolidated Report of Scrutinizer issued pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4) (xii) of the Companies (Management & Administration) Rules, 2014 (**Annexure 'A'**)
- 2) Voting Results in the format prescribed by Securities and Exchange Board of India ("SEBI") (**Annexure 'B'**)

Please note that the Voting Results along with the Scrutinizer's Report are being uploaded on the website of the Company and on the website of Link Intime India Private Limited.

Please take the above on record.

Thanking you

Yours faithfully,

For Kesar Enterprises Limited



Gaurav Sharma
Company Secretary &
Assistant Vice President (Legal)

Encl: As above



DHRUMIL M. SHAH & CO. LLP

Practising Company Secretaries

Ref: 1074/2023-24

CONSOLIDATED SCRUTINIZER'S REPORT

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

To,
The Chairman,
Kesar Enterprises Limited
CIN: L24116MH1933PLC001996
 Oriental House, 7 Jamshedji Tata Road,
 Churchgate, Mumbai – 400020, Maharashtra, India

Dear Sir,

Sub: Consolidated Scrutinizer's Report of e-voting conducted for the 88th Annual General Meeting ('AGM') of Kesar Enterprises Limited ('the Company') held on Friday, 29th September 2023 at 3:00 p.m. (IST) through Video Conferencing ('VC') / other audio visual means ('OAVM')

I, Dhrumil M. Shah, partner of Dhrumil M. Shah & Co. LLP, Practising Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of Kesar Enterprises Limited (hereinafter called as "the Company"), pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, ("the Rules") and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the purpose of scrutinizing the votes cast by the members through remote e-voting and e-voting during the AGM (hereinafter referred to as 'e-voting') in respect of resolutions proposed in the Notice of the 88th AGM of the Company held on Friday, 29th September 2023 at 3:00 p.m. (IST) onwards through video conferencing facility ("VC") / other audio visual means ("OAVM").

The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 ('the Act') and the Rules thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') relating to e-voting by the members on the resolutions proposed in the Notice.

My responsibility as a Scrutinizer was restricted to scrutinize the e-voting, in a fair and transparent manner and to prepare a Consolidated Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the Notice for ascertaining the requisite majority, based on the reports generated from the e-voting system provided by the Link Intime India Private Limited ("Link Intime"), the service provider engaged by the Company to provide e-voting facility to its members.

The Members of the Company holding shares as on the "cut-off" date as set out in the Notice i.e., **Friday, 22nd September, 2023** were entitled to vote on the resolutions set out in the Notice and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date.



The remote e-voting commenced at 09.00 a.m. (IST) on Tuesday, 26th September, 2023 and concluded at 05.00 p.m. (IST) on Thursday, 28th September, 2023.

The votes cast during the e-voting were unblocked on **September 29, 2023 around 04.10 P.M.** in the presence of two witnesses who are not in the employment of the Company.

I have scrutinized and reviewed the votes cast through remote e-voting and e-voting during the AGM based on the data downloaded from the Link Intime's e-voting system.

I now submit the Consolidated Scrutinizer's Report on the results of the e-voting, based on the report generated by Link Intime's in respect of the following resolutions as under:

ORDINARY BUSINESS:

ORDINARY RESOLUTION

- 1) To receive, consider and adopt the audited Balance Sheet as at 31st March, 2023 and Statement of Profit & Loss for the period ended on that date together with the Reports of Board of Directors and Auditors thereon:

- i. Voting "in favour" of resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
74	74,17,744	99.8151

- ii. Voting "against" the resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
02	13,740	0.1849

- iii. Invalid Votes

Total number of Members	Total number of votes cast by them
0	0

- 2) To appoint a Director in place of Shri Devendra J Shah (DIN: 03095028), who retires by rotation and being eligible, offers himself for re-appointment:

- i. Voting "in favour" of resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
73	74,17,629	99.8136

- ii. Voting "against" the resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
03	13,855	0.1864



iii. Invalid Votes

Total number of Members	Total number of votes cast by them
0	0

SPECIAL BUSINESS:

ORDINARY RESOLUTION

3) Revision in Fee of Statutory Auditors:

i. Voting "in favour" of resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
74	74,17,744	99.8151

ii. Voting "against" the resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
02	13,740	0.1849

iii. Invalid Votes

Total number of Members	Total number of votes cast by them
0	0

ORDINARY RESOLUTION

4) Ratification of Remuneration to Cost Auditor for Financial Year 2023-24:

i. Voting "in favour" of resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
74	74,17,744	99.8151

ii. Voting "against" the resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
02	13,740	0.1849

iii. Invalid Votes

Total number of Members	Total number of votes cast by them
0	0



Based on the above e-voting results, for each resolution, the valid votes cast by the members in favour are more than valid votes cast against. Accordingly, you may declare the results of e-voting.

All electronic data and relevant records relating to e-voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the 88th AGM and thereafter, the same shall be handed over to the Company Secretary for safe keeping.



For Dhrumil M. Shah & Co. LLP
Practising Company Secretaries
ICSI URN: L2023MH013400
PRN: 3147/2023

A handwritten signature in black ink, appearing to read "Dh. M. Shah".

Dhrumil M. Shah
Partner
FCS 8021 | CP 8978
UDIN: F008021E001151207

Place : Mumbai
Date : 02nd October, 2023

We, the undersigned, have witnessed that the results of e-voting were unblocked and downloaded from the Link Intime e-voting service provider's platform in our presence on September 29, 2023.

A handwritten signature in black ink, appearing to read "Dhiraj Palav".

Dhiraj Palav

A handwritten signature in black ink, appearing to read "Jayesh Jain".

Jayesh Jain

Countersigned by

A handwritten signature in blue ink, appearing to read "Gaurav Sharma".



Gaurav Sharma
Company Secretary

General information about company	
Scrip code	507180
NSE Symbol	
MSEI Symbol	
ISIN	INE133B01019
Name of the company	KESAR ENTERPRISES LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	29-09-2023
Start time of the meeting	03:00 PM
End time of the meeting	03:58 PM



Scrutinizer Details	
Name of the Scrutinizer	Dhrumil M. Shah
Firms Name	Dhrumil M. Shah & Co. LLP
Qualification	CS
Membership Number	FCS 8021
Date of Board Meeting in which appointed	10-08-2023
Date of Issuance of Report to the company	02-10-2023



Voting results	
Record date	22-09-2023
Total number of shareholders on record date	4580
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	9
b) Public	47
No. of resolutions passed in the meeting	4
Disclosure of notes on voting results	






Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of audited Financial Statements for the year ended 31.03.2023 alongwith Reports of the Board of Directors and Auditors thereon				
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	7154112	7145376	99.8779	7145376	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7145376	99.8779	7145376	0	100	0
Public-Institutions	E-Voting	176645	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	2748925	286108	10.408	272368	13740	95.1976	4.8024
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		286108	10.408	272368	13740	95.1976	4.8024
Total		10079682	7431484	73.7274	7417744	13740	99.8151	0.1849
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Shri Devendra J Shah (DIN: 03095028) who retires by rotation and eligible for re-appointment				
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	7154112	7145376	99.8779	7145376	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7145376	99.8779	7145376	0	100	0
Public- Institutions	E-Voting	176645	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	2748925	286108	10.408	272253	13855	95.1574	4.8426
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		286108	10.408	272253	13855	95.1574	4.8426
Total		10079682	7431484	73.7274	7417629	13855	99.8136	0.1864
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								




Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Revision in fees of M/s. V.C. Shah & Co., Statutory Auditors of the Company				
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	7154112	7145376	99.8779	7145376	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	7154112	7145376	99.8779	7145376	0	100	0
Public- Institutions	E-Voting	176645	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	176645	0	0	0	0	0	0
Public- Non Institutions	E-Voting	2748925	286108	10.408	272368	13740	95.1976	4.8024
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2748925	286108	10.408	272368	13740	95.1976	4.8024
Total		10079682	7431484	73.7274	7417744	13740	99.8151	0.1849
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								




Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of remuneration to Shri. Rishi Mohan Bansal, Cost Auditor of the Company for Financial Year 2023-24				
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	7154112	7145376	99.8779	7145376	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7145376	99.8779	7145376	0	100	0
Public- Institutions	E-Voting	176645	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	2748925	286108	10.408	272368	13740	95.1976	4.8024
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		286108	10.408	272368	13740	95.1976	4.8024
Total		10079682	7431484	73.7274	7417744	13740	99.8151	0.1849
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								


