



khaitan (India) Limited

CIN No. L10000WB1936PLC008775

Phone : (033) 4050 5000

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27 September 2019

To The Manager Department of Corporate Services, BSE Ltd., Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai-400001. Scrip Code: 590068	To The Manager National Stock Exchange of India Limited, Exchange Plaza, BandraKurla Complex, Bandra (E), Mumbai-400051. Ref: KHAITANLTD
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Dear Sir,

Re: Voting Results at 82nd Annual General Meeting held on 27th September, 2019 under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Please find below details of the voting results at the 82nd Annual General Meeting of the company held on 27th September, 2019, in the prescribed format pursuant to the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of AGM	27 th September, 2019
Total number of Share Holders on Record Date (i.e. 19 September, 2019 - Cut-off date for Remote E voting purpose and Poll at AGM)	3664
No. of Shareholders present in the meeting either in person or through proxy:	
(i) Promoter and Promoter Group	10
(ii) Public	40
No. Of Shareholders attended the meeting through Video Conferencing:	
(i) Promoter and Promoter Group	Not applicable
(ii) Public	Not Applicable

The mode of Voting for all the resolutions was Remote e - Voting and poll conducted at the AGM. The Resolution wise combined Results of Remote e voting and poll are provided in Annexure-A. We are also enclosing the Consolidated Scrutinizer's Report on Remote e-Voting and Poll Conducted at the AGM.

Thanking You,

For Khaitan (India) Limited

(Sunay Krishna Khaitan)

The Chairman of 82nd Annual General Meeting
DIN. No. 07585070





Annexure - A

Ordinary Business

Details of Agenda		Resolution No 1 - To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2019, and the Reports of the Board of Directors and Auditors thereon						
Resolution required		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 Vote in Favor (4)	No. Of Votes Against (5)	% of Votes In favor of Votes polled (6)=[(4)/(2)]*100	% of Votes In against of Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2861630	754126	26.35	754126	0	100.00	0.00
	Poll		2085754	72.89	2085754	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		2861630	2839880	99.24	2839880	0	100.00
Public Institutions	E-Voting	1234	0	0.00	0	0	0.00	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
	Total		1234	0	0.00	0	0	0.00
Public Non Institutions	E-Voting	1887136	65	0.00	60	5	92.31	7.69
	Poll		28	0.00	28	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1887136	93	0.00	88	5	94.62
Total		4750000	2839973	59.79	2839968	5	100.00	0.00

Details of Agenda		Resolution No 2- To re-appoint Mr. Sunay Krishna Khaitan (DIN:07585070), a Director of the Company, retiring by rotation and being eligible who has offered himself for re-appointment						
Resolution required		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution		Yes						
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 Vote in Favor (4)	No. Of Votes Against (5)	% of Votes In favor of Votes polled (6)=[(4)/(2)]*100	% of Votes In against of Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2861630	754126	26.35	754126	0	100.00	0.00
	Poll		2085754	72.89	2085754	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		2861630	2839880	99.24	2839880	0	100.00
Public Institutions	E-Voting	1234	0	0.00	0	0	0.00	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
	Total		1234	0	0.00	0	0	0.00
Public Non Institutions	E-Voting	1887136	65	0.00	60	5	92.31	7.69
	Poll		28	0.00	28	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1887136	93	0.00	88	5	94.62
Total		4750000	2839973	59.79	2839968	5	100.00	0.00

Handwritten signature
Khaitan India Limited
Kolkata



Details of Agenda		Resolution No 3-To ratify appointment of M/s. V K Tulsyan & Co. LLP, Chartered Accountants, Kolkata (FRN 326740E/E300015) and to fix their remuneration						
Resolution required		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution		Yes			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 Vote in Favor (4)	No. Of Votes Against (5)	% of Votes In favor of Votes polled (6)=[(4)/(2)]*100	% of Votes In against of Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2861630	754126	26.35	754126	0	100.00	0.00
	Poll		2085754	72.89	2085754	0	100.00	0.00
	Postal Ballot (if any)		0	0.00	0	0	0.00	0.00
	Total		2861630	2839880	99.24	2839880	0	100.00
Public Institutions	E-Voting	1234	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if any)		0	0.00	0	0	0.00	0.00
	Total		1234	0	0.00	0	0	0.00
Public Non Institutions	E-Voting	1887136	65	0.00	60	5	92.31	7.69
	Poll		28	0.00	28	0	100.00	0.00
	Postal Ballot (if any)		0	0.00	0	0	0.00	0.00
	Total		1887136	93	0.00	88	5	94.62
Total		4750000	2839973	59.79	2839968	5	100.00	0.00

Special Business

Details of Agenda		Resolution No 4 -Ratification of remuneration payable to M/s. AB & Company, appointed as Cost Auditors of the Company for Financial Year ended 31st March, 2019						
Resolution required		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution		Yes			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 Vote in Favor (4)	No. Of Votes Against (5)	% of Votes In favor of Votes polled (6)=[(4)/(2)]*100	% of Votes In against of Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2861630	754126	26.35	754126	0	100.00	0.00
	Poll		2085754	72.89	2085754	0	100.00	0.00
	Postal Ballot (if any)		0	0.00	0	0	0.00	0.00
	Total		2861630	2839880	99.24	2839880	0	100.00
Public Institutions	E-Voting	1234	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if any)		0	0.00	0	0	0.00	0.00
	Total		1234	0	0.00	0	0	0.00
Public Non Institutions	E-Voting	1887136	65	0.00	60	5	92.31	7.69
	Poll		28	0.00	28	0	100.00	0.00
	Postal Ballot (if any)		0	0.00	0	0	0.00	0.00
	Total		1887136	93	0.00	88	5	94.62
Total		4750000	2839973	59.79	2839968	5	100.00	0.00

As per the consolidated report of Remote E-voting and poll conducted at the AGM on item No. 1-4 of the notice to the AGM, all the resolutions were passed with the requisite Majority

For Khaitan (India) Limited

(Sunay Krishna Khaitan)

The Chairman of 82nd Annual General Meeting



AMIT CHORARIA & CO
Chartered Accountants
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Mobile – 9830858715
Room No. 401, 4th Floor,
14/2, Old China Bazar Street,
Kolkata-700001

Scrutinizer's Report

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

To,
The Chairman
of 82nd Annual General Meeting of the members of the
KHAITAN (INDIA) LIMITED
46C, J. L. Nehru Road,
Kolkata-700071

Dear Sir,

Sub: Scrutinizer's combined Report on results of remote e-voting and voting through physical ballot pertaining to 82nd Annual General Meeting of the members of the Khaitan (India) Limited held at Bharatiya Bhasha Parishad, 36A Shakespeare Sarani, 4th Floor, Kolkata 700 017 on Friday, the 27th September, 2019

I, Amit Choraria, Proprietor AMIT CHORARIA & CO, Chartered Accountants, having Membership No. 066838, was appointed, by the Board of Directors of Khaitan (India) Limited [the "Company"], as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting, and voting through Polling/ Ballot Paper received from the equity shareholders, carried out as per the provisions of Section 108 and Section 109 of the Companies Act, 2013, read with Rule 20 (3) and 21 (2) of the Companies (Management and Administration) Rules, 2014, (rules) as amended, and the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to ascertain the requisite majority in respect of the below mentioned resolutions to be approved / disapproved at the 82nd Annual General Meeting (AGM) of the members of the Company held on 27th September, 2019.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and Rules thereto and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to voting through electronic means on the resolutions contained in the Notice of AGM of the members of the Company, dated 13th August, 2019. My responsibility as Scrutinizer for remote e-voting process and physical ballot forms received is restricted to make a Scrutinizer's Report of votes cast "In favour" or "Against" on the resolutions stated below, based on the reports generated from remote e-voting system provided by the Central Depository Services Limited (CDSL), the authorized agency engaged by the Company to provide remote e-voting facility and the physical ballot forms received from the equity shareholders. The E-voting Report is generated on the basis of information available / downloaded from CDSL's website: <https://www.evotingindia.com>.



Further to the above, I hereby submit my Scrutiny Report on remote e-voting and voting by physical ballot at the AGM:

I) The remote e-voting period remained open from Tuesday, 24th September, 2019 (09:00 A.M) IST to Thursday, 26th September, 2019 (05:00 P.M.) IST.

II) The Members of the Company, as on the cut-off date, i.e., Thursday, 19th September, 2019, were entitled to vote on the resolutions as set out in the Notice of the 82nd AGM of the members of the Company.

III) After declaration of the completion of voting by the Chairman, the Ballot Box kept for voting was taken into custody and was locked.

IV) The Ballot Box was subsequently opened in my presence; the poll papers were sorted out and were diligently scrutinized. The ballot papers were reconciled with the records, maintained by the Registrar and Share Transfer agent of the company namely M/s. Maheshwari Datamatics Private Limited and the authorization and proxies lodged with the company. The votes were also scrutinized for the purpose of eliminating the duplicate voting i.e. on remote e – voting as well as via ballot paper.

V) As stated above, the remote e- voting period ended at 05:00 P.M., on 26th September, 2019. The votes cast on remote e-voting were unlocked by me in the presence of two witnesses, Mr. Navdeep Bhansali and Ms. Sunita Chakraborty, who are not in the employment of the Company. They have signed below in confirmation of the votes being unlocked in their presence.

VI) There were no invalid / defective ballot papers casted.

VII) The results of remote e-voting (EVSIN-190904023) and voting through Polling/ Ballot Paper are as under:

A - Ordinary Businesses:

Item no. 1 (Ordinary Resolution) - To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2019, and the Reports of the Board of Directors and Auditors thereon:

Particulars	Remote e-voting		Voting at AGM through polling papers		Total		Percentage (%)
	Number of Shareholders (A)	Number of Votes (B)	Number of Shareholders (C)	Number of Votes (D)	Number of Shareholders (A+C)	Number of Votes (B+D)	
Assent	12	754186	6	2085782	18	2839968	99.9998
Dissent	2	5	0	0	2	5	0.0002
Total	14	754191	6	2085782	20	2839973	100.0000
Invalid	0	0	0	0	0	0	



Item no. 2 (Ordinary Resolution) – To re-appoint Mr. Sunay Krishna Khaitan (DIN: 07585070), a Director of the Company, retiring by rotation and being eligible who has offered himself for re-appointment:

Particulars	Remote e-voting		Voting at AGM through polling papers		Total		Percentage (%)
	Number of Shareholders (A)	Number of Votes (B)	Number of Shareholders (C)	Number of Votes (D)	Number of Shareholders (A+C)	Number of Votes (B+D)	
Assent	12	754186	6	2085782	18	2839968	99.9998
Dissent	2	5	0	0	2	5	0.0002
Total	14	754191	6	2085782	20	2839973	100.0000
Invalid	0	0	0	0	0	0	

Item no. 3 (Ordinary Resolution) – To ratify appointment of M/s. V K Tulsyan & Co. LLP, Chartered Accountants, Kolkata (FRN 326740E/E300015) and to fix their remuneration:

Particulars	Remote e-voting		Voting at AGM through polling papers		Total		Percentage (%)
	Number of Shareholders (A)	Number of Votes (B)	Number of Shareholders (C)	Number of Votes (D)	Number of Shareholders (A+C)	Number of Votes (B+D)	
Assent	12	754186	6	2085782	18	2839968	99.9998
Dissent	2	5	0	0	2	5	0.0002
Total	14	754191	6	2085782	20	2839973	100.0000
Invalid	0	0	0	0	0	0	

B - Special Businesses:

Item no. 4 (Ordinary Resolution) – Ratification of remuneration payable to M/s. AB & Company, appointed as Cost Auditors of the Company for Financial Year ended 31st March, 2019:

Particulars	Remote e-voting		Voting at AGM through polling papers		Total		Percentage (%)
	Number of Shareholders (A)	Number of Votes (B)	Number of Shareholders (C)	Number of Votes (D)	Number of Shareholders (A+C)	Number of Votes (B+D)	
Assent	12	754186	6	2085782	18	2839968	99.9998
Dissent	2	5	0	0	2	5	0.0002
Total	14	754191	6	2085782	20	2839973	100.0000
Invalid	0	0	0	0	0	0	



Based on the above results, I report that the Ordinary Resolutions, as contained in Item nos. 1, 2, 3 and 4 have been passed with requisite majority.

VIII) In terms of the provisions of Rule 20(4)(xiv) of the Companies (Management and Administration) Amendment Rules, 2015, as amended, I have maintained the Registers of e-voting in electronic form and the list of Equity Shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid. The Registers and all other papers relating to electronic voting and voting by ballot shall remain in my safe custody until the Chairman of the AGM considers, approves and signs the Minutes of the AGM.

Thanking you.

Witnesses

Navdeep Bhansali
(Navdeep Bhansali)
14/2 Old China Bazar Street
Kolkata-700001

Sunita Chakraborty
(Sunita Chakraborty)
14/2 Old China Bazar Street,
Kolkata-700001
Place: Kolkata
Date: September 27, 2019

Yours truly,
For AMIT CHORARIA & CO
Chartered Accountants,
Firm Registration No. 326638E

Choraria



Amit Choraria
Proprietor
Membership No. 066838

Received and Approved
Pantay
SUNAY KRISHNA AHM
CHAIRMAN OF 82
Khaitan India Limited
Kolkata
KHAITAN