



KOTHARI FERMENTATION AND BIOCHEM LTD.

CIN : L72411DL1990PLC042502

REGD. OFFICE: 16, COMMUNITY CENTRE, 1ST FLOOR, SAKET, NEW DELHI-110017

TEL. : 26517665, 26850004, 40590944 FAX : 91-011-41664840 E-mail : kfbl@airtelmail.in

Web : www.kothariyeast.in

September 30, 2015

To,
The Manager-Listing,
The Bombay Stock Exchange Limited,
Phiroz Jeejeebhoy Towers,
25th Floor, Dalal Street,
Mumbai-400001

Ref: Scrip Code No. 507474

Sub: Compliance as per Clause 35A of the Listing Agreement

Dear Sir,

Pursuant to Clause 35A of the Listing Agreement, we hereby furnish the voting results of the resolutions passed at the 25th Annual General Meeting of the Company held on 30.09.2015:

	Date of the AGM	30.09.2015		
1	Total number of shareholders on record date	10081		
2	No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group Public	7 27		
3	No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group Public	NOT APPLICABLE		
4	Details of the Agenda:			
	Resolution required	Ordinary/Special	Mode of voting: (Show of hands/Poll/Postal ballot/E-voting)	Passed Unanimously OR By Requisite Majority
	a) To receive, consider and adopt the audited Balance Sheet as at 31 st March, 2015 and Statement of Profit & Loss for the year ended on 31 st March, 2015 together with Reports of Directors and Auditors thereon	Ordinary	Poll & E-voting	Requisite Majority

b) To appoint Mrs. Kavita Devi Kothari (DIN: 00120415), Director who retires by rotation and being eligible offers himself for re-appointment	Ordinary	Poll & E-voting	Requisite Majority
c) To appoint the auditors and to fix their remuneration, M/s Nahata Jain & Associates, Chartered Accountants (Regn. No. 016351N), New Delhi, are retiring at the ensuing Annual General Meeting and are eligible for re-appointment	Ordinary	Poll & E-voting	Requisite Majority

None of the afore-said agenda items demanded for postal ballot.

Kindly acknowledge the receipt.

Thanking you,

Yours sincerely,

For KOTHARI FERMENTATION & BIOCHEM LIMITED,

For Kothari Fermentation & Biochem Ltd.

Isha Gupta Company Secretary
Company Secretary

Consolidated Scrutinizer's Report

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

To,

The Chairman of 25th Annual General Meeting of the Equity Shareholders (Members) of **KOTHARI FERMENTATION AND BIOCHEM LIMITED** (the Company) held on the 30th day of September, 2015 at "Bipin Chandra Pal Memorial Trust Auditorium", Satindra Mohandev Charitable Medical Centre, A-81, Chittranjan Park, New Delhi-110019

Dear Sir,

1. I, Vijay Kumar Sharma, Company Secretary in practice, have been appointed as a scrutinizer by the Board of Directors of **KOTHARI FERMENTATION AND BIOCHEM LIMITED** (the Company) for the purpose of :
 - (i) Scrutinizing the e-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (Rules), and
 - (ii) Poll (Insta Poll) under the provisions of Section 109 of the 2013 Act read with Rule 21 of the Rules, on the resolutions contained in the Notice to the 25th Annual General Meeting (AGM) of the members of the Company, held on the 30th day of September, 2015 at "Bipin Chandra Pal Memorial Trust Auditorium", Satindra Mohandev Charitable Medical Centre, A-81, Chittranjan Park, New Delhi-110019
2. I have issued separate Scrutinizer's Report dated 30th September 2015 on the remote e-voting through electronic voting system and on the poll at the AGM on the resolutions contained in the notice to the AGM. The consolidated Scrutinizer's report on the results of voting through electronic means (i.e. by remote e-voting and Insta Poll at the AGM) is annexed as **Annexure I**.

V.K. SHARMA & CO.
Company Secretaries

3. The electronic data and all other relevant records relating to the 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 sign the minutes of the AGM.

Sharma

(Vijay Kumar Sharma)
FCS: 3440

Place: Noida

Date: 30th September, 2015



ANNEXURE I

KOTHARI FERMENTATION AND BIOCHEM LIMITED

25th Annual General Meeting – 30.09.2015

Consolidated Results of E-Voting & Poll at the AGM:-

Item No. 1- Ordinary Resolution

Particulars	Number of			Number of Votes contained in			Percentage
	Poll	E-Votes	Total	Poll	E-Votes	Total	
Assent	9	11	20	370799	11376405	11747204	100%
Dissent	0	0	0	0	0	0	0
Total	9	11	20	370799	11376405	11747204	100%

Percentage of votes in favour of the Resolution:- 100

Percentage of votes against the Resolution:- 0



KOTHARI FERMENTATION AND BIOCHEM LIMITED

25th Annual General Meeting – 30.09.2015

Consolidated Results of E-Voting & Poll at the AGM :-

Item No. 2- Ordinary Resolution

Particulars	Number of			Number of Votes contained in			Percent age
	Poll	E-Votes	Total	Poll	E-Votes	Total	
Assent	9	11	20	370699	11376405	11747104	99.99%
Dissent	0	0					
Total	9	11	20	370699	11376405	11747104	99.99%

Percentage of votes in favour of the Resolution:- 99.99

Percentage of votes against the Resolution:- 0



KOTHARI FERMENTATION AND BIOCHEM LIMITED

25th Annual General Meeting – 30.09.2015

Consolidated Results of E-Voting & Poll at the AGM:-

Item No. 3- Ordinary Resolution

Particulars	Number of			Number of Votes contained in			Percent age
	Poll	E-Votes	Total	Poll	E-Votes	Total	
Assent	9	11	20	370699	11376405	11747104	99.99%
Dissent	0	0	0	0	0	0	0
Total	9	11	20	370699	11376405	11747104	99.99%

Percentage of votes in favour of the Resolution:- 99.99

Percentage of votes against the Resolution:- 0



FORM No. MGT-13

Report of Scrutiniser(s)

*[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]*

To,

The Chairman

Annual General Meeting of the Equity Shareholders

of **Kothari Fermentation and Biochem Limited** held on 30th September, 2015,
at "Bipin Chandra Pal Memorial Trust Auditorium", Satindra Mohandev Charitable
Medical Centre, A-81, Chittranjan Park, New Delhi-110019

Dear Sir,

I Vijay Kumar Sharma of M/s. V.K. Sharma & Co., Company Secretaries appointed as Scrutiniser for the purpose of the poll taken on the below mentioned resolution(s), at the meeting of the Equity Shareholders of **Kothari Fermentation and Biochem Limited** held on 30th September, 2015 at "Bipin Chandra Pal Memorial Trust Auditorium", Satindra Mohandev Charitable Medical Centre, A-81, Chittranjan Park, New Delhi-110019, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, 1 ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinised. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. 2 poll papers were rejected on the ground that they had earlier e-voted.
4. The results of the Poll are as under:

5. An excel file containing the List of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution has been e-mailed to the Company Secretary of the Company.
6. The Poll papers and all others relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking You,

Sharma

Vijay Kumar Sharma

Scrutiniser

30/09/2015



Item No. 1. - Resolution

To receive, consider and adopt the Audited Balance Sheet as at March 31, 2015, Statement of Profit & Loss for the year ended on that date together with cash flow statement and the Reports of the Board of Directors and Auditors thereon.

(i) Voted **in favour** of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
9	370799	100%

(ii) Voted **against** the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00%

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	3194100



Item No. 2. – Resolution

To Appoint a Director in place of Mrs. Kavita Devi Kothari (DIN:00120415), who retires by rotation and being eligible offers herself for reappointment.

(i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
9	370699	99.97%

(ii) Voted against the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00%

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	3194100



Item No. 3. - Resolution

Appointment of M/s Nahata Jain & Associates, Statutory Auditors of the Company, on such remuneration as may be determined by the Board.

(i) Voted **in favour** of the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
9	370699	99.97%

(ii) Voted **against** the resolution:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00%

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	3194100

SCRUTINIZER'S REPORT

Report to the Chairman of the Board of Directors of **Kothari Fermentation and Biochem Limited**, a Company incorporated under the Companies Act, 1956 and having its Registered Office at 16, Community Centre, First Floor, Saket, New Delhi-110017 (hereinafter referred to as '**the Company**') on the E-Voting conducting by the Company to pass the items on the agenda as contained in the Notice dated **14th August, 2015**.

1. In terms of Clause 35B of the Listing Agreement and provision of Section 108 of the Companies Act, 2013 read with Rule 20(ix) of Companies (Management & Administration) Rules, (2014 the Rules), I was appointed as Scrutinizer by the Company on **03th August, 2015** to the e-voting process for passing the items on the agenda as contained in the Notice dated **14th August, 2015**.
2. In terms of the aforesaid Notice, E-Voting was open for four days from **09:00 a.m. on Saturday, 26th September, 2015** to **05:00 p.m. on Tuesday, 29th September, 2015** and members were required to cast their votes electronically conveying their Assent or Dissent in respect of the Ordinary Resolutions, on E-Voting platform provided by National Securities Depository Limited (NSDL).

3. I downloaded the file containing the e-votes cast by shareholders electronically by NSDL which I opened in presence of Mr. Shashank Nagar and Ms Indu Lakra on **30th September, 2015**.
4. Based on the e-votes made available to me, **11** members have cast their votes on the e-voting platform and I have annexed **(Annexure-I)** with this Report, the details and analysis of the e-voting Results for each of the three agenda items contained in the said Notice.

Sharma

Vijay Kumar Sharma

Date: 30th September, 2015

Place: New Delhi



Annexure- I

Analysis of Results

Agenda No.	1
Subject	To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2015, Statement of Profit & Loss, and Cash Flow Statement for the year ended on that date and the reports of the Directors and Auditors thereon.
Type of Resolution	Ordinary

Particulars	Number of e-votes	Numbers of votes contained in e-votes	Percentage of total
Received	11	11376405	100%
Assent	11	11376405	100%
Dissent	0	0	0%
Abstain	0	0	0%
Total	11	11376405	100%



Analysis of Results

Agenda No.	2
Subject	To appoint a Director in place of Mrs. Kavita Kothari, who retires by rotation and being eligible, offers herself for re-appointment.
Type of Resolution	Ordinary

Particulars	Number of e-votes	Numbers of votes contained in e-votes	Percentage of total
Received	11	11376405	100%
Assent	11	11376405	100%
Dissent	0	0	0%
Abstain	0	0	0%
Total	11	11376405	100%



Analysis of Results

Agenda No.	3
Subject	To reappoint M/s. Nahata jain & Associates, Chartered Accountants as Statutory Auditors of the Company on such remuneration as may be determined by board.
Type of Resolution	Ordinary

Particulars	Number of e-votes	Numbers of votes contained in e-votes	Percentage of total
Received	11	11376405	100%
Assent	11	11376405	100%
Dissent	0	0	0%
Abstain	0	0	0%
Total	11	11376405	100%

