



KANORIA CHEMICALS & INDUSTRIES LIMITED

Registered Office : Park Plaza
71, Park Street, 7th Floor
Kolkata-700 016

Tel : +91-33-4031-3200

Fax : +91-33-4031-3220

CIN : L24110WB1960PLC024910

E-mail : calall@kanoriachem.com

Website : www.kanoriachem.com

KC-13/

6th September, 2017

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

DCS-CRD
BSE Limited
1ST Floor, New Trading Ring
Rotunda Building, P.J.Towers
Dalal Street, Fort,
Mumbai- 400001

Security Code No. 50 6525

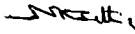
Dear Sir/s,

We are attaching herewith the voting results declared today on the resolutions proposed at the 57th Annual General Meeting of the Company held on Monday, the 4th September, 2017. Please note that all the resolutions have been passed with the requisite majority.

The Scrutinizer's Report is also attached herewith.

Thanking you,

Yours sincerely,
For Kanoria Chemicals & Industries Limited


N K Sethia
Company Secretary

Enc: as above

57th Annual General Meeting (AGM) of Kanoria Chemicals & Industries Limited - details of voting results

Date of the AGM :	4th September, 2017
Total number of shareholders on record date: (being the cut-off date for determining shareholders entitled to e-voting - 28th August,2017)	15907
No.of Shareholders present in the meeting either in person or through proxy: Promoter and Promoter Group: Public:	6 1727
No. of Shareholders attended the meeting through Video Conferencing: Promoter and Promoter Group: Public:	N A

Agenda-wise disclosure

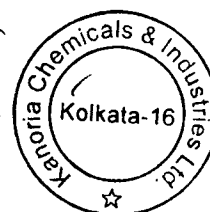
ORDINARY BUSINESS

Item No.1

(a) Adoption of the Audited Standalone Financial Statements of the Company for the financial year ended 31st March 2017 and the Reports of the Board of Directors and Auditors thereon; and

(b) Adoption of the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2017 and the Report of the Auditors thereon.

Resolution Required (Ordinary/Special)					Ordinary 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	32,519,024	-	-	-	-	-	-
	Poll		32,072,141	98.63	32,072,141	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		32,519,024	32,072,141	98.63	32,072,141	-	100.00
Public-institutions	E-Voting	148,112	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		148,112	-	-	-	-	-
Public-Non institutions	E-Voting	11,026,197	26,128	0.24	24,302	1,826	93.01	6.99
	Poll		2,005	0.02	2,005	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		11,026,197	28,133	0.26	26,307	1,826	93.51
Total		43,693,333	32,100,274	73.47	32,098,448	1,826	99.99	0.01



Item No. 2

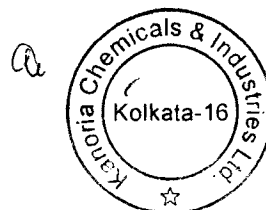
Declaration of Dividend on Equity Shares for the financial year ended 31st March, 2017

Resolution Required (Ordinary/Special)					Ordinary 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)	$(3) = \frac{(2)}{(1)} * 100$	(4)	(5)	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Promoter and Promoter Group	E-Voting	32,519,024	-	-	-	-	-	-
	Poll		32,072,141	98.63	32,072,141	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		32,072,141	98.63	32,072,141	-	100.00	-
Public-institutions	E-Voting	148,112	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non institutions	E-Voting	11,026,197	26,128	0.24	24,308	1,820	93.03	6.97
	Poll		2,005	0.02	2,005	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		28,133	0.26	26,313	1,820	93.53	6.47
Total		43,693,333	32,100,274	73.47	32,098,454	1,820	99.99	0.01

Item No. 3

Appointment of a Director in place of Smt. Madhuvanti Kanoria (DIN: 00142146), who retires by rotation and being eligible, offers herself for re-appointment.

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)	$(3) = \frac{(2)}{(1)} * 100$	(4)	(5)	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Promoter and Promoter Group	E-Voting	32,519,024	-	-	-	-	-	-
	Poll		32,072,141	98.63	32,072,141	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		32,072,141	98.63	32,072,141	-	100.00	-
Public-institutions	E-Voting	148,112	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non institutions	E-Voting	11,026,197	26,128	0.24	23,793	2,335	91.06	8.94
	Poll		2,005	0.02	2,005	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		28,133	0.26	25,798	2,335	91.70	8.30
Total		43,693,333	32,100,274	73.47	32,097,939	2,335	99.99	0.01



Item No. 4

Appointment of the Statutory Auditors and fixing their remuneration.

Resolution Required (Ordinary/Special)					Ordinary 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	32,519,024	-	-	-	-	-	-
	Poll		32,072,141	98.63	32,072,141	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		32,072,141	98.63	32,072,141	-	100.00	-
Public-institutions	E-Voting	148,112	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		148,112	-	-	-	-	-
Public-Non institutions	E-Voting	11,026,197	26,128	0.24	22,202	3,926	84.97	15.03
	Poll		2,005	0.02	2,005	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		28,133	0.26	24,207	3,926	86.04	13.96
Total		43,693,333	32,100,274	73.47	32,096,348	3,926	99.99	0.01

SPECIAL BUSINESS

Item No. 5

Ratification of remuneration of the Cost Auditors for the financial year 2017-18.

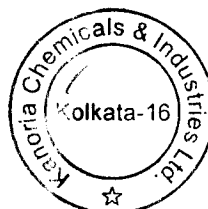
Resolution Required (Ordinary/Special)					Ordinary Resolution			
Whether promoter/promoter groups are interested in agenda/resolution ?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - In favour	No. of Votes - against	% of 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	32,519,024	-	-	-	-	-	-
	Poll		32,072,141	98.63	32,072,141	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		32,072,141	98.63	32,072,141	-	100.00	-
Public-institutions	E-Voting	148,112	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		148,112	-	-	-	-	-
Public-Non institutions	E-Voting	11,026,197	27,925	0.25	23,999	3,926	85.94	14.06
	Poll		2,005	0.02	2,005	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		29,930	0.27	26,004	3,926	86.88	13.12
Total		43,693,333	32,102,071	73.47	32,098,145	3,926	99.99	0.01

All 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 Notice dated 30th May, 2017, will form part of the Minutes of the Annual General Meeting.

For Kanoria Chemicals & Industries Limited

Amitav Kothari
Amitav Kothari
Director
DIN: 01097705

Place : Kolkata
Date: 6th September, 2017



H. M. CHORARIA

Practising Company Secretary
E-mail: hmchoraria@gmail.com

Phones: (033) 2242-0196
2243-2509
Mobile: 9830058715
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 Rule 20[4][xii]
of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Kanoria Chemicals & Industries Limited
"Park Plaza", South Block, 7th Floor
71, Park Street
Kolkata-700016

Dear Sir,

Re: Consolidated Report of Scrutinizer on voting through Polling Paper and Remote e-voting on the resolutions proposed at the 57th Annual General Meeting of the Members of Kanoria Chemicals & Industries Limited held at "Shripati Singhanian Hall" in "Rotary Sadan", 94/2, Chowringhee Road, Kolkata-700 020 on Monday, the 4th September, 2017 at 02.30 P.M.

I, Hanuman Mal Choraria, Practising Company Secretary and proprietor of H. M. Choraria & Co., having C P No. 1499, was appointed by the Board of Directors of Kanoria Chemicals & Industries Limited (the Company) to act as the Scrutinizer for the purpose of scrutinizing the e-voting process (remote e-voting) and voting through polling papers at the Annual General Meeting ("AGM") pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, as amended in respect of the below mentioned resolutions proposed at the 57th Annual General Meeting of the Company, held on Monday, the 4th September, 2017 at Shripati Singhanian Hall in Rotary Sadan, 94/2, Chowringhee Road, Kolkata - 700 020.

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and voting through polling papers at the AGM by the shareholders on the resolutions proposed in the Notice of the 57th AGM of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means (by remote e-voting) and through polling papers at the AGM are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL) and the report generated electronically for voting through polling papers at the AGM.

The remote e-voting period commenced from 1st September, 2017 at 9.00 A. M. and ended on 3rd September, 2017 at 5.00 P.M.

The Members of the Company as on the cut-off date i. e. 28th August, 2017 were entitled to vote on the resolutions as set out in the Notice dated 30th May, 2017 for the 57th Annual General Meeting of the members of the Company.

The voting at the AGM began after the close of discussions on the Resolutions proposed at the AGM. The voting process was carried out by distributing polling papers at the AGM.

1 (one) locked ballot box was placed at the venue of the AGM for dropping of polling papers therein.

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Subsequent to the conclusion of voting through polling papers at the venue of the 57th AGM, I counted the votes cast through polling papers and thereafter the votes cast through remote e-voting were unblocked, in the presence of two witnesses, Mr. Prem Chand Maloo and Ms. Sunita Chakraborty who are not in the employment of the Company. The polling papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company, C. B. Management Services Private Limited, to the extent available with them and the authorizations / proxies lodged with the Company. There was no incomplete and/or defective polling paper.

The relevant data relating to remote e-voting process were also reconciled with the records maintained by the Registrar and Share Transfer Agent and the authorizations lodged with me and were found to be in order.

On the basis of the above and pursuant to Rule 20(4)(xii), I hereby submit consolidated Scrutinizer's Report on the remote e-voting and voting through polling papers at the AGM, as under:

ORDINARY BUSINESS:

Item No. 1- Ordinary Resolution

(a) Adoption of the Audited Standalone Financial Statements of the Company for the financial year ended 31st March 2017 and the Reports of the Board of Directors and Auditors thereon; and

(b) Adoption of the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2017 and the Report of the Auditors thereon.

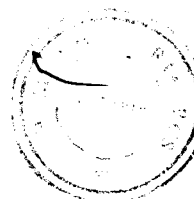
Particulars	Remote e-voting		Voting at AGM through Polling Papers		Total		% of total number of valid votes cast
	No. of Shareholders	No. of Votes	No. of Shareholders	No. of Votes	No. of Shareholders	No. of Votes	
Voted in favour of the resolution	51	24302	49	32074146	100	32098448	99.9943
Voted against the resolution	4	1826	0	0	4	1826	00.0057
Total	55	26128	49	32074146	104	32100274	100
Invalid Votes	0	0	0	0	0	0	

Item No. 2 - Ordinary Resolution

Declaration of Dividend on Equity Shares for the financial year ended 31st March 2017.

Particulars	Remote e-voting		Voting at AGM through Polling Papers		Total		% of total number of valid votes cast
	No. of Shareholders	No. of Votes	No. of Shareholders	No. of Votes	No. of Shareholders	No. of Votes	
Voted in favour of the resolution	52	24308	49	32074146	101	32098454	99.9943
Voted against the resolution	3	1820	0	0	3	1820	00.0057
Total	55	26128	49	32074146	104	32100274	100
Invalid Votes	0	0	0	0	0	0	

Cont....



Item No. 3 - Ordinary Resolution

Appointment of a Director in place of Smt. Madhuvanti Kanoria (DIN: 00142146), who retires by rotation and being eligible, offers herself for re-appointment.

Particulars	Remote e-voting		Voting at AGM through Polling Papers		Total		% of total number of valid votes cast
	No. of Shareholders	No. of Votes	No. of Shareholders	No. of Votes	No. of Shareholders	No. of Votes	
Voted in favour of the resolution	50	23793	49	32074146	99	32097939	99.9927
Voted against the resolution	5	2335	0	0	5	2335	00.0073
Total	55	26128	49	32074146	104	32100274	100
Invalid Votes	0	0	0	0	0	0	

Item No. 4 - Ordinary Resolution

Appointment of the Statutory Auditors and fixing their remuneration.

Particulars	Remote e-voting		Voting at AGM through Polling Papers		Total		% of total number of valid votes cast
	No. of Shareholders	No. of Votes	No. of Shareholders	No. of Votes	No. of Shareholders	No. of Votes	
Voted in favour of the resolution	46	22202	49	32074146	95	32096348	99.9878
Voted against the resolution	9	3926	0	0	9	3926	00.0122
Total	55	26128	49	32074146	104	32100274	100
Invalid Votes	0	0	0	0	0	0	

SPECIAL BUSINESS:**Item No. 5 - Ordinary Resolution**

Ratification of remuneration of the Cost Auditors for the financial year 2017-18.

Particulars	Remote e-voting		Voting at AGM through Polling Papers		Total		% of total number of valid votes cast
	No. of Shareholders	No. of Votes	No. of Shareholders	No. of Votes	No. of Shareholders	No. of Votes	
Voted in favour of the resolution	47	23999	49	32074146	96	32098145	99.9878
Voted against the resolution	9	3926	0	0	9	3926	00.0122
Total	56	27925	49	32074146	105	32102071	100
Invalid Votes	0	0	0	0	0	0	

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In terms of the provisions of Rule 20(4)(xiv), of the Companies (Management and Administration) Amendment Rules, 2015, I have maintained the Registers of remote 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 polling paper shall remain in my safe custody until the Chairman signs the Minutes of 57th AGM and the same shall be handed over thereafter to the Company Secretary for safe keeping.

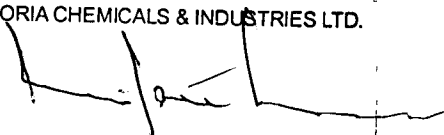
Thanking you,

Yours truly


Place: Kolkata
Date: 6th September, 2017

(H M Choraria)
Practising Company Secretary
FCS No. 2398, C P No. 1499



For KANORIA CHEMICALS & INDUSTRIES LTD.

Director

(AMITAV KOTHARI)

DIN: 01097705