

KPL/2022-23/BSE
1st October, 2022

Bombay Stock Exchange Ltd. Phiroze Jeejeebhoy Towers 2Sth Floor, Dalal Street Mumbai — 400001 Scrip Code : 530299	National Stock Exchange of India Ltd. Exchange Plaza Sth Floor Plot No. C/1, G Block Bandra Kurla Complex Bandra (E) Mumbai — 400051 Scrip Code : KOTHARIPRO
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Dear Sir,

Sub : Disclosure of Voting Results of the 38th Annual General Meeting of M/s Kothari Products Ltd. held on 30th September, 2022 as per the requirements of Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The details of voting results of the 38th Annual General Meeting of the Company held on 30th September, 2022 are attached in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, along with the Scrutinizer Report.

Kindly take the above information on your record.

Thanking you,

Yours faithfully

for KOTHARI PRODUCTS LTD.


(RAJ KUMAR GUPTA)
CS & COMPLIANCE OFFICER
FCS – 3281



Encls: as above

Regd. Off. : " Pan Parag House", 24/19, The Mall, Kanpur - 208 001 (INDIA)
Phone : +91 512 2312171-72-73-74 • Fax: +91 512 2312058
E-mail: kothari@panparag.com
CIN No. - L 16008 UP 1983 PLC 006254


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General information about company

Scrip code	530299
NSE Symbol	KOTHARIPRO
MSEI Symbol	NOTAPPLICA
ISIN	INE823A01017
Name of the company	KOTHARI PRODUCTS LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-09-2022
Start time of the meeting	11:30 AM
End time of the meeting	12:15 PM

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For KOTHARI PRODUCTS LTD.


(RAJ KUMAT) (DUP TA)
CS & COMPLIANCE OFFICER

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Scrutinizer Details

Name of the Scrutinizer	MR.ADESH TANDON
Firms Name	ADESH TANDON & ASSOCIATES
Qualification	CS
Membership Number	2253
Date of Board Meeting in which appointed	22-08-2022
Date of Issuance of Report to the company	30-09-2022

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For KOTWALER PRODUCTS LTD.

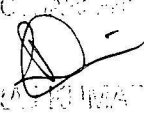
(BY SIGNATURE OF CS)
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Voting results	
Record date	23-09-2022
Total number of shareholders on record date	8070
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	6
b) Public	43
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	Add Notes

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For KOTILAKSHI PROMOTERS LTD.


(Sole Proprietor)
CS & COMPLIANCE OFFICER

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Resolution (1)								
Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution? Description of resolution considered				Ordinary No To Consider & Adopt Audited Standalone Financial Statements for the year ended 31st March, 2022				
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		22373405	99.9698	22373405	0	100.0000	0.0000
	Poll	22380155						
	Postal Ballot (if applicable)							
	Total	22380155	22373405	99.9698	22373405	0	100.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting		536443	7.1874	535327	1116	99.7920	0.2080
	Poll	7463710						
	Postal Ballot (if applicable)							
	Total	7463710	536443	7.1874	535327	1116	99.7920	0.2080
Total		29843865	22909848	76.7657	22908732	1116	99.9951	0.0049
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

KOTWARI & CO. LTD.


 (Sd/-) KOTWARI & CO. LTD.
 CS & COMPLAINTS UNIT

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Validate

Resolution (2)								
Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution?				Ordinary No				
Description of resolution considered				To Consider & Adopt Audited Consolidated Financial Statements for the year ended 31st March, 2022				
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		22373405	99.9698	22373405	0	100.0000	0.0000
	Poll	22380155						
	Postal Ballot (if applicable)							
	Total	22380155	22373405	99.9698	22373405	0	100.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting		536443	7.1874	535327	1116	99.7920	0.2080
	Poll	7463710						
	Postal Ballot (if applicable)							
	Total	7463710	536443	7.1874	535327	1116	99.7920	0.2080
Total		29843865	22909848	76.7657	22908732	1116	99.9951	0.0049
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

PROMOTER GROUPS LTD.


 RAVI KUMAR GULATI
 CS & COMPLIANCE OFFICER

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Resolution (3)								
Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution? Description of resolution considered				Ordinary No Re-appointment of Smt. Poonam Acharya				
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		22373405	99.9698	22373405	0	100.0000	0.0000
	Poll	22380155						
	Postal Ballot (if applicable)							
	Total	22380155	22373405	99.9698	22373405	0	100.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting		536443	7.1874	535317	1126	99.7901	0.2099
	Poll	7463710						
	Postal Ballot (if applicable)							
	Total	7463710	536443	7.1874	535317	1126	99.7901	0.2099
Total		29843865	22909848	76.7657	22908722	1126	99.9951	0.0049
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								Add Notes

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

For KOTIJARI PRODUCTS LTD.


 (RATIKUMAR GUPTA)
 CS & COMPLAINTS OFFICER

ADESH TANDON & ASSOCIATES

COMPANY SECRETARIES

Adesh Tandon

FCS, LL.B., B.Com., AAIMA

811, 8th Floor, KAN Chambers,
14/113, Civil Lines, Kanpur - 208 001 (U.P.)
Tel. : 0512 - 2332397 • Mobile : +91-9839100709
E-mail : adesh.tandon11@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT

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

To,
The Chairman,

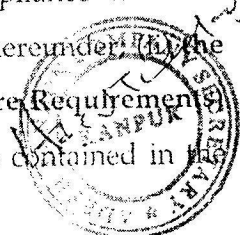
The 38th Annual General Meeting of the members of KOTHARI PRODUCTS LIMITED. ("The Company"), bearing CIN- L16008UP1983PLC006254 held on Friday, September 30th, 2022 at 11:30 A.M. through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) for which the Registered office of the Company situated at Pan Parag House 24/19, The Mall, Kanpur, (UP) - 208001 is deemed to be the venue of the meeting.

Dear Sir,

I, Adesh Tandon, Company Secretary in practice, have been appointed as a scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the process of remote e-voting and e-voting i.e. Insta Poll under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendments thereon on the resolutions contained in the notice dated 22nd August, 2022 calling the 38th Annual General Meeting. The Annual General Meeting was convened on Friday 30th September, 2022 at 11:30 A.M. (IST) through VC/OAVM.

Management's Responsibility:

1. The management of the Company is responsible to ensure compliance with the requirements of (i) the Companies Act, 2013 and the Rules made thereunder, (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the



ADESH TANDON & ASSOCIATES

COMPANY SECRETARIES

Adesh Tandon

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E-mail : adesh.tandon11@gmail.com

Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting system.

Scrutinizer's Responsibility:

2. My responsibility as a scrutinizer for e-voting process (i.e. remote e-voting and e-voting i.e. Insta Poll at the AGM) is restricted to making a Consolidated Scrutinizer's Report of the votes casted 'in favor' or 'against' the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by **National Securities Depository Limited ("NSDL")**, the authorized agency engaged by the Company to provide e-voting facilities for remote e-voting and also based on the e-voting (Insta Poll) conducted at the AGM.

Authorised Agency:

3. The Company has engaged the services of **National Securities Depository Limited ("NSDL")**, as the Authorized Agency to provide secured system for remote e-voting process and e-voting (Insta Poll) at the Annual General Meeting held through VC / OAVM.

Cut-off date:

4. The Shareholders of the Company holding shares as on the "cut-off" date (i.e. the record date) of **Friday, September 23rd, 2022**, were entitled to vote on the resolutions forming part of the Notice of the AGM.

Remote e-voting:

5. The remote e-voting period began on **September 27, 2022 at 09:00 AM (IST)** and ended on **September 29, 2022 at 05:00 PM (IST)**. The remote e-voting module was disabled by NSDL for voting thereafter.
6. The votes cast electronically were unblocked on **September 30, 2022 around 12:15 P.M.** after the conclusion of the e-voting (Insta Poll) in the AGM, in the presence of two

Consolidated Scrutinizer Report

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ADESH TANDON & ASSOCIATES
COMPANY SECRETARIES

Adesh Tandon

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witnesses Ms. Kavya Garg, R/o 7/85, Leela Palace, Tilak Nagar, 208002 and Mr. Manish Jha R/o 40/9 Vishnupuri Colony, Near Nawabganj, Kanpur - 208002, who are not in the employment of the Company and/or NSDL.

They have signed below in confirmation of the E-Votes being unblocked in their presence.



(Kavya Garg)

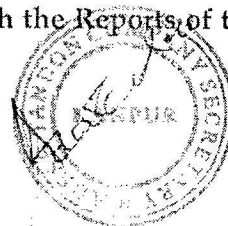


(Manish Jha)

7. The e-voting (Insta Poll) facility was provided to all the shareholders who attended the AGM to vote on the Resolutions as contained in the Notice of the 38th AGM but not to those shareholders who have opted the facility to vote through remote e-voting prior to the meeting.
8. Thereafter, the details containing, inter alia, the information about equity shareholders voting 'in favour' and "against' the resolutions, were generated from the e-voting website of National Depository Services Limited and based on such reports the results of Remote e-voting and e-voting (Insta Poll) at AGM on each resolution is given hereunder:

A) Resolution No.1: Ordinary Resolution

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31st, 2022 together with the Reports of the Board of Directors and Auditors thereon:



ADESH TANDON & ASSOCIATES

COMPANY SECRETARIES

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Voted in 'FAVOUR' of the resolution:

Number of Members voted through Remote E-voting	Number of votes cast in 'Favour' of the resolution by Remote e-voting	Number of members voted through Insta Poll	Number of votes cast in "Favour" of the resolution by Insta Poll	Total Number of Votes cast in "Favour" of the resolution by Remote E-Voting And Insta Poll	% of total number of valid votes cast
46	2,24,46,005	2	4,62,727	2,29,08,732	99.9951%

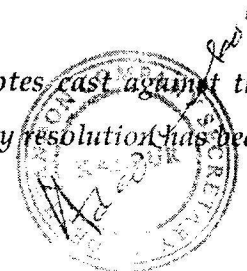
Voted 'AGAINST' the resolution:

Number of Members voted through Remote E-voting	Number of votes cast 'against' the resolution by Remote e-voting	Number of members voted through Insta Poll	Number of votes cast "Against" the resolution by Insta Poll	Total Number of Votes cast "against" the resolution by Remote E-Voting And Insta Poll	% of total number of valid votes cast
6	1,116	0	0	1,116	0.0049%

Voted INVALID: NIL

Result:

As the votes cast in favour of the resolution are more than the votes cast against the resolution as set out in the Notice as Item No.1, therefore, the ordinary resolution has been passed with requisite majority.



ADESH TANDON & ASSOCIATES

COMPANY SECRETARIES

Adesh Tandon

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B) Resolution No. 2: Ordinary Resolution

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31st, 2022 together with the Reports of the Board of Directors and Auditors thereon:

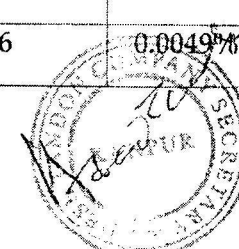
Voted in 'FAVOUR' of the resolution:

Number of Members voted through Remote E-voting	Number of votes cast in 'Favour' of the resolution by Remote e-voting	Number of members voted through Insta Poll	Number of votes cast in "Favour" of the resolution by Insta Poll	Total Number of Votes cast in "Favour" of the resolution by Remote E-Voting And Insta Poll	% of total number of valid votes cast
46	2,24,46,005	2	4,62,727	2,29,08,732	99.9951%

Voted 'AGAINST' the resolution:

Number of Members voted through Remote E-voting	Number of votes cast 'against' the resolution by Remote e-voting	Number of members voted through Insta Poll	Number of votes cast "Against" the resolution by Insta Poll	Total Number of Votes cast "against" the resolution by Remote E-Voting And Insta Poll	% of total number of valid votes cast
6	1,116	0	0	1,116	0.0049%

Voted INVALID: NIL



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COMPANY SECRETARIES

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Result:

As the votes cast in favour of the resolution are more than the votes cast against the resolution as set out in the Notice as Item No. 2, therefore, the ordinary resolution has been passed with requisite majority.

C) Resolution No. 3: Ordinary Resolution

To appoint a director in place of, Smt. Poonam Acharya, (DIN: 07238992), who retires by rotation, and being eligible, offers herself for re-appointment:

Voted in 'FAVOUR' of the resolution:

Number of Members voted through Remote E-voting	Number of votes cast in 'Favour' of the resolution by Remote e-voting	Number of members voted through Insta Poll	Number of votes cast in "Favour" of the resolution by Insta Poll	Total Number of Votes cast in "Favour" of the resolution by Remote E-Voting And Insta Poll	% of total number of valid votes cast
45	2,24,45,995	2	4,62,727	2,29,08,722	99.9951%

Voted 'AGAINST' the resolution:

Number of Members voted through Remote E-voting	Number of votes cast 'Against' the resolution by Remote e-voting	Number of members voted through Insta Poll	Number of votes cast "Against" the resolution by Insta Poll	Total Number of Votes cast "Against" the resolution by Remote E-Voting And Insta Poll	% of total number of valid votes cast
7	1,126	0	0	1,126	0.0049%

ADESH TANDON & ASSOCIATES
COMPANY SECRETARIES

Adesh Tandon

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Voted INVALID: NIL

Result:

As the votes cast in favour of the resolution are more than the votes cast against the resolution as set out in the Notice as Item No. 3, therefore, the ordinary resolution has been passed with requisite majority.

Peer Reviewed Unit: 741/2020

UDIN: F002253D001096225

Date: September 30, 2022

Place: Kanpur

For Adesh Tandon & Associates

Company Secretaries

FOR ADESH TANDON & ASSOCIATES
CO. SECRETARIES

Adesh Tandon
PROPRIETOR
No. 1121

(Adesh Tandon)

Proprietor

FCS No. 2253

C.P. No. 1121