

KPL/2021-22/BSE 1st October, 2021

Bombay Stock Exchange Ltd. Phiroze Jeejeebhoy Towers 2S' h Floor, Dalal Street Mumbai — 400001 National Stock Exchange of India Ltd. Exchange Plaza S'' Floor Plot No. C/1, G Block Bandra Kurla Complex Bandra (E)

Mumbai — 400051

Scrip Code: 530299 Scrip Code: KOTHARIPRO

Dear Sir,

The details of voting results of the 37th Annual General Meeting of the Company held on 30th September, 2021 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

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 • Website: www.kothariproducts.in
CIN No. - L 16008 UP 1983 PLC 006254

General inform	nation about Company
Scrip Code	530299 / KOTHARIPRO
Name of Company	KOTHARI PRODUCTS LIMITED
Type of Meeting	Annual General Meeting
Date of Meeting	30-09-2021
Start time of Meeting	11:30 AM
End time of Meeting	12:05 PM

For KOTHARI PRODUCTS LTD.

W	Resolution Requ	Resolution Required : (Ordinary / Special)	pecial)					ORDINARY
W	Wiletner Promoter/Promoter Group are interested in below Resolution	oup are interested	in below Resolu	tion				NO
	Description of	Description of resolution considered	ered		To Cons	sider &	To Consider & Adopt Audited :	sider & Adopt Audited Standalone Financial Statements for the year ended
								. 31st March, 2021
				% votes polled				
		No. of shares	No. of votes	outstanding	No. c	No. of votes -	No. of votes -	No.
Category	Mode of Voting	held	polled	shares	5.	in favour	in Against	in Against
		3	(2)	(3)=		3		(6)=
	E-voting	22380155	22368905	0	2	22368905	2368905 0	
	FOII			0				0
_	Postal Ballot(if applicable)			0			0	0
riolliotel Group	lotal	22380155	22368905	0	22	22368905		0
	E-vollig	0	0	0		0	0	0
Uiblis	Postal Ballattif and in the		0	0		0	0 0	0
ň .	Total	0 0	0	0		0	0 0	
	E-voting	7463740	0	0		0	0	
	Poll	0	0 0122			7010911		
Public Non-	Postal Ballot(if applicable)	0	0					
Institutions	Total	7463710	1160122	0	<u> </u>	1160107	60107 15	
Who though the second	Whother the little lotal	29843865	23529027	0	2	23529012		15
	100000000000000000000000000000000000000	,						

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For KOTHARI PRODUCTS LTD.

(RAJ KUMAR GUPTA)

CS & COMPLIANCE OFFICER

	Resolution Requirether Promoter/Promoter Grander/Promoter Grander Gran	Resolution Required : (Ordinary / Somoter/Promoter Group are interested Description of resolution conside No. of shares ode of Voting No. of shares 22380155	Resolution Required : (Ordinary / Special) omoter/Promoter Group are interested in below Resolut Description of resolution considered No. of shares held polled (1) (2) 22380155 22368905	Resolution Required : (Ordinary / Special) omoter/Promoter Group are interested in below Resolution Description of resolution considered No. of shares held polled (1) (2) 22380155 22368905	votes polled on on outstanding shares (3)= (2)/(1)]*100	To Consider & Adopt /	esolution No. (2) To Consider & Adopt / votes polled on outstanding votes - shares in favour (3)= (2)/(1)]*100 22368905 (4) (6) (1)											L.	_	Promoter Postal E	Promoter and Poll		1	Category			Whether Pr		
esolution No. (2) To Consider & Adopt Audited C ende votes polled on No. of votes - No. of votes - shares in favour in Against (3)= (2)/(1)]*100 (4) (5) 0 22368905 0	To Consider & Adopt / To C	esolution No. (2) To Consider & Adopt / votes polled on uutstanding	Consider & Adopt / of votes - No. of in Ag 2368905	ORDINARY NO	ORDINARY NO Consolidated Financial Stateme ed 31st March, 2021 % of votes - in % of votes - in Against (6)=[(4)/(2)]*10 (7)=[(5)/(2)]*10 0 0	% of votes - in Against (7)=[(5)/(2)]*10 0		0000000000	000000000	00000000	00000000	000000	000000	00000	00000	0000	0000	000	0 0	c	>	0	(8)	Invalid votes		nts for the yea			

For KOTHARI PRODUCTS LTD.

(RAJ KUMAR GUPTA)

CS & COMPLIANCE OFFICER

	Resolution	Resolution Required : (Ordinary / Special)	ary / Special)				ORDINARY		
Whether	Whether Promoter/Promoter Group are interested in below Resolution	ter Group are inte	rested in below F	Resolution			YES		
	Description	Description of resolution considered	onsidered			Re-appoin	Re-appointment of Sri Mitesh Kothari	sh Kothari	
				% votes polled					
Category	Mode of Voting	No. of shares held	No. of votes polled	on outstanding shares	No. of votes - in favour	No. of votes -	% of votes - in % of votes - in favour	% of votes - in	Invalid votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)		(6)=[(4)/(2)]*100 (7)=[(5)/(2)]*100	(7)=[(5)/(2)]*100	(8)
	E-voting	22380155	22368905	0	22368905	0	100	0	0
	Postol Bollottis			0		0	0	0	0
Promoter and	applicable)			5		•))	
Promoter Group Total	Total	22380155	22368905	0	22368905	0	100		
	E-voting	0	0	0	0	0	0		
	Poll	0	0	0	0	0			
	Postai Ballot(if						c	c	c
	applicable)	0	0	0	0	0	0	5	0
institutions	Total	0	0	0	0	0	0		
	E-voting	7463710	1160122	0	1157706	2416	99.79	021	
	Poll	0	0 .	0	0	0	0		
	Postal Ballot(if	0							C
Public Non-	applicable)		0	0	0	0	0	>	0
Institutions	Total	7463710	1160122	0	1157706	2416	99.79	0 21	
[otal 29843865	total	29843865	23529027	0	23526511	2416	99.79	0.21	0

Commentations.

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For KOTHARI PRODUCTS LTD.

					7.				
	Resolution	Resolution Required : (Ordinary / Special)	ry / Special)				Special		
~	Whether Promoter/Promoter Group are interested in below Resolution	ter Group are inter	ested in below R	esolution			YES		
	Descripti	Description of resolution considered	onsidered		Re-appointment of Sri		ak Kothari as Ch	Deenak Kothari as Chairman & Managing Director	Director
		(1)	(2)	(3)= [(2)/(1)]*100	9		161=1/41/1211*400	(7)-[(E)((2))*400	ing pilector
	E-voting	22280155	2226005	10, 11-11-11		(0)	(0)-[(4)/(2)] 100 (1)=[(5)/(2)] 100	(/)=[(5)/(2)]~100	(8)
Dromoter and	Poll	66100022	22368905	C	22368905	0	100	0	0
riolliotel and	TOI			0			0		
Promoter	Postal Ballot(if								0
Group	applicable)			0		0	>	,	,
	Total	22380155	22368905	0	22368905		100		
	E-voting	0	0	0			100		0
	Poll	0	0					0	C
T QDIIC	Postal Ballot(if			·	•		0	C	C
III OUT OUT O	applicable)	0	0	0	0	0	>	>	,
	Total	0	0	0					0
	E-voting	7463710	1160122		2000			0	0
	Poll	0 00	1100177		115//06	2416	99.79	0.21	0
Public Non-	Postal Ballot/if		c		C	0	0	0	0
Institutions	annlicable)	c	>	•					
	Total		C	C	0	0	0	0	0
	lotal	7463710	1160122	0	1157706	2416	99.79	0.21	
	Total	29843865	23529027	0	23526611	2416	99 79	0.21	
vvnetner the res	vyhether the resolution is passed or not	- YES							-

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		THE RESERVE THE PARTY OF THE PA							
	Resolution Required : (Ordinary / Special)	: (Ordinary / Spec	cial)				Special		
Who	Whether Promoter/Promoter Group are interested in below Resolution	are interested in	below Resolution				YES		
	Description of resolution considered	lution considere	ď		Re-app	ointment of Sr	Re-appointment of Sri Mitesh Kothari as an Executive Director	s an Executive Di	rector
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100 (7)=[(5)/(2)]*100	(7)=[(5)/(2)]*100	(8)
		22380155	22368905		22368905				
	E-voting			0		0	100	0	0
Promoter and Promoter	Poll		6	0	0	0	0	0	0
Giodo	Postal Ballot(if applicable)	*		0	0	0	0	0	٥.
	Total	22380155	22368905	0	22368905	0	100	0	0
	E-voting	0	0	0	0	0	0	0	0
Public Institutions	Poll	0	0	0	0	0	0	0	0
	Postal Ballot(if applicable)	0	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0	0
	E-voting	7463710	1160116	0	1157700	2416	99.79	0.21	0
	Poll	0	0	0	0	0	0	0	0
Public Non-Institutions	Postal Ballot(if applicable)	0	0	0	0	0	0	0	0
	Total	7463710	1160116	0	1157700	2416	99.79	0.21	0
	Total	29843865	23529021	0	23526605	2416	99.79	0.21	0

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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 Companies (Management & Administration) Rules, 2014, as amended]

To.

The Chairman.

The 37th Annual General Meeting of the members of **KOTHARI PRODUCTS LIMITED**. ("the Company"), CIN- L16008UP1983PLC006254 held on September 30. 2021 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) - 208 001 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 29th June, 2021, calling the 37th Annual General Meeting. The Annual General Meeting was convened on Thursday 30th September, 2021 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 Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting system.

ADESH TANDON & ASSOCIATES COMPANY SECRETARIES

Adesh Tandon

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

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E-mail: adesh.tandon l 1@gmai

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 Poil) 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 23th, 2021, 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, 2021 at 09:00 AM (IST) and ended on September 29, 2021 at 05:00 PM (IST). The remote e-voting module was been disabled by NSDL for voting thereafter.
- 6. The votes cast electronically were unblocked on September 30, 2021 around 01:12 P.M. after the conclusion of the e-voting (Insta Poll) in the AGM, in the presence of two witnesses Mr. Shubham Gupta R/o 9, A.B. Nagar, Unnao 209 801 and Mr. Abhay Pratap Singh R/o M-312, Keshavpuram, Kalyanpur, Kanpur 208017 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.

Shubham Gupta)

(Abhay Pratap Singh

Consolidated Scrutinizer Report

COMPANY SECRETARIES

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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 37th 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 statement of the Company for the financial year ended March 31, 2021 together with the Reports of the Board of Directors and Auditors thereon:

Voted in 'FAVOUR' of the resolution:

Number	of Members voted	Number of votes cast in 'Favour' of	% of total number of valid
through E	-voting & Insta poll	resolution by e-voting & Insta poll	votes cast
	82	2,35,29,012	99.99%

Voted 'AGAINST' the resolution:

Number of Members voted	Number of votes cast 'against'	% of total number of valid
through E-voting & Insta poll	resolution by e-voting & Insta poll	voles cast
02	15	00.01%

Voted INVALID: NIL

Result:

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

Page 3 of 7

Consolidated Scrutinizer Report

COMPANY SECRETARIES

Adesh Tandon

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B) Resolution No. 2: Ordinary Resolution

To receive, consider and adopt the audited consolidated financial statement of the Company for the financial year ended March 31, 2021 together with the Reports of the Board of Directors and Auditors thereon:

Voted in 'FAVOUR' of the resolution:

Number of Members voted	Number of votes cast in 'Favour' of	% of total number of valid
through E-voting& Insta poll	resolution by e-voting & Insta poll	votes cast
82	2,35,29,012	99.99%

Voted 'AGAINST' the resolution:

Number of Members voted through electronic E-voting& Insta poll	Number of votes cast 'against' resolution by e-voting & Insta poll	% of total number of valid votes cast
02	15	00.01%

Voted INVALID: NIL.

Result:

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

COMPANY SECRETARIES

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C) Resolution No. 3: Ordinary Resolution

To appoint a director in place of, Sri Mitesh Kothari, (DIN: 00089076), who retires by rotation, and being eligible, offers herself for re-appointment:

Voted in 'FAVOUR' of the resolution:

Number of Members voted through E-voting & Insta poll	Number of votes cast in 'Favour' of resolution by e-voting & Insta poll	% of total number of valid votes cast
77	2,35,26,611	99.99%

Voted 'AGAINST' the resolution:

07	2,416	00.01%
Number of Members voted through E-voting & Insta poll	Number of votes cast 'against' resolution by e-voting & Insta poll	% of total number of valid votes cast

Voted INVALID: NIL

Result:

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

COMPANY SECRETARIES

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SPECIAL BUSINESS:

D) Resolution No. 4: Special Resolution

To approve the re-appointment of Sri Deepak Kothari, Chairman & Managing Director (KMP) of . Company for a period of three years.

Voted in 'FAVOUR' of the resolution:

Number of Members voted through E-voting & Insta poll	Number of votes cast in 'Favour' of resolution by e-voting & Insta poll	% of total number of valid votes cast
77	2,35,26,611	99.99%

Voted 'AGAINST' the resolution:

Number of Members voted	Number of votes cast 'against' .	% of total number of valid votes
through E-voting & Insta poll	resolution by e-voting & Insta poll	cast
07	2,416	00.01%

Voted INVALID: NIL

Result:

As the votes cast in favour of the resolution are more than thrice the votes cast against the resolution as set out in the Notice as Item No. 4, therefore, the special resolution has been passed with requisite majority.

COMPANY SECRETARIES

Adesh Tandon

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E-mail: adesh.tandonll@gmai

E) Resolution No. 5: Special Resolution

To approve the re-appointment of Sri Mitesh Kothari, Executive Directior of Company, for the period of three years.

Voted in 'FAVOUR' of the resolution:

Number of Members voted through E-voting& Insta poll	Number of votes cast in 'Favour' of resolution by e-voting & Insta poll	% of total number of valid votes cast
77	2,35,26,605	99.99%

Voted 'AGAINST' the resolution:

Number of Members voted	Number of votes cast 'against'	% of total number of valid votes
through E-voting& Insta poll	resolution by e-voting& Insta poll	cast
07	2,416	00.01%

Voted INVALID: NIL

Result:

As the votes cust in favour of the resolution are more than thrice the votes cast against the resolution as set out in the Notice as Item No. 5, therefore, the special resolution has been passed with requisite majority.

Peer Reviewed Unit: 741/2020

UDIN: F002253C001046098

Date: September 30, 2021

Place: Kanpur

For Adesh Tandon & Associates

Company Secretaries

For ADESH TANDON & ASSOCIATES COMPANY SECRETARIES

> Teles (crai (Adesh Partisi) PR Proprietor

FCS No. 2253

C.P. No. 1121