

KOTHARI INDUSTRIAL CORPORATION LIMITED

CIN No.L24110TN1970PLC005865

"Kothari Buildings" No.114/117, Mahatma Gandhi Salai

Nungambakkam, Chennai - 600 034

Ph : +91 44 2833 4565 | Fax : +91 44 2833 4581

E-mail :enquiries@kotharis.in | www.kotharis.in



01st October 2020

To,

BSE LIMITED

P. J. Towers, Dalal Street,

Fort Mumbai - 400 001

Scrip Code: 509732 (BSE)

Dear Sirs,

Sub: Disclosure of voting results of the 50TH Annual General Meeting of the Company held On 30th September, 2020 pursuant to Regulation 44 of the SEBI (LODR) Regulations, 2015.

We submit herewith the Consolidated Voting Results (remote e-voting and e-voting during the AGM) of the company's Annual General Meeting held on 30th September, 2020 together with the Scrutinizer's Report dated 30.09.2020.

Details of Voting Results

Particulars	Details
Date of EGM	30.09.2020
Total number of Equity Shareholders as on the Record Date	51084
No. of shareholders present in the meeting either in person or through proxy	0
(a) Promoter group	0
(b) Public	0
No. of shareholders attended the meeting through video conference:	50
(a) Promoter group	15
(b) Public	35

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Item No.1:

Resolution required: Ordinary Resolution

Whether promoter/promoter group are interested in the agenda/resolution: No

To consider and adopt:

- The Audited Standalone Financial Statements of the Company for the financial Year ended 31st March, 2020 and the Reports of Board of Directors and Auditors thereon.**
- The Audited Consolidated Financial Statements of the Company for the financial Year ended 31st March, 2020 and the Report of Auditors thereon.**

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	E-voting	9304075	7649795	82.2198	7649795	0	100	0
& Promoter	Poll	NA	0	0	0	0	0	0
group	Postal ballot(If applicable)	NA	0	0	0	0	0	0
	Total	9304075	7649795	82.2198	7649795	0	100	0
Public	E-voting	2764050	20000	0.7236	0	20000	0	100
Institution(s)	Poll	NA	0	0	0	0	0	0
	Postal ballot(If applicable)	NA	0	0	0	0	0	0
	Total	2764050	20000	0.7236	0	20000	0	100
Public Non-	E-voting	7042760	1332605	18.9216	1332505	100	99.9925	0.0075
Institutions	Poll	NA	0	0	0	0	0	0
	Postal ballot(If applicable)	NA	0	0	0	0	0	0
	Total	7042760	1332605	18.9216	1332505	100	99.9925	0.0075
Total		19110885	9002400	47.1061	8982300	20100	99.7767	0.2233

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Item No.2

Resolution required: Ordinary Resolution

Whether promoter/promoter group are interested in the agenda/resolution: Yes

To appoint a Director in the place of Mr. Pradip D Kothari (DIN: 01315682), who retires by rotation and being eligible offers himself for re-appointment.

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	E-voting	9304075	7649795	82.2198	7649795	0	100	0
& Promoter	Poll	NA	0	0	0	0	0	0
group	Postal ballot(if applicable)	NA	0	0	0	0	0	0
	Total	9304075	7649795	82.2198	7649795	0	100	0
Public	E-voting	2764050	20000	0.7236	0	20000	0	100
Institution(s)	Poll	NA	0	0	0	0	0	0
	Postal ballot(if applicable)	NA	0	0	0	0	0	0
	Total	2764050	20000	0.7236	0	20000	0	100
Public Non-	E-voting	7042760	1332605	18.9216	1332505	100	99.9925	0.0075
Institutions	Poll	NA	0	0	0	0	0	0
	Postal ballot(if applicable)	NA	0	0	0	0	0	0
	Total	7042760	1332605	18.9216	1332505	100	99.9925	0.0075
Total		19110885	9002400	47.1061	8982300	20100	99.7767	0.2233

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Item No.3

Resolution required: Special Resolution

Whether promoter/promoter group are interested in the agenda/resolution: No

Re-appointment of Mr. DAKSHINAMOORTHY GUNASEKARAN (DIN: 07326495) as an Independent Director of the Company for the second term of 5 years

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 & Promoter group	E-voting	9304075	7649795	82.2198	7649795	0	100	0
	Poll	NA	0	0	0	0	0	0
	Postal ballot(If applicable)	NA	0	0	0	0	0	0
	Total	9304075	7649795	82.2198	7649795	0	100	0
Public	E-voting	2764050	20000	0.7236	0	20000	0	100
Institution(s)	Poll	NA	0	0	0	0	0	0
	Postal ballot(If applicable)	NA	0	0	0	0	0	0
	Total	2764050	20000	0.7236	0	20000	0	100
Public Non-Institutions	E-voting	7042760	1332605	18.9216	1332505	100	99.9925	0.0075
	Poll	NA	0	0	0	0	0	0
	Postal ballot(If applicable)	NA	0	0	0	0	0	0
	Total	7042760	1332605	18.9216	1332505	100	99.9925	0.0075
Total		19110885	9002400	47.1061	8982300	20100	99.7767	0.2233

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Item No.4

Resolution required: Ordinary Resolution

Whether promoter/promoter group are interested in the agenda/resolution: No

Approval of Related party Transactions

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	E-voting	9304075	7649795	82.2198	7649795	0	100	0
& Promoter	Poll	NA	0	0	0	0	0	0
group	Postal ballot(if applicable)	NA	0	0	0	0	0	0
	Total	9304075	7649795	82.2198	7649795	0	100	0
Public	E-voting	2764050	20000	0.7236	0	20000	0	100
Institution(s)	Poll	NA	0	0	0	0	0	0
	Postal ballot(if applicable)	NA	0	0	0	0	0	0
	Total	2764050	20000	0.7236	0	20000	0	100
Public Non-	E-voting	7042760	1332605	18.9216	1332505	100	99.9925	0.0075
Institutions	Poll	NA	0	0	0	0	0	0
	Postal ballot(if applicable)	NA	0	0	0	0	0	0
	Total	7042760	1332605	18.9216	1332505	100	99.9925	0.0075
Total		19110885	9002400	47.1061	8982300	20100	99.7767	0.2233

We write this to inform you that all the aforesaid resolutions have been passed with requisite Majority. We enclose the Scrutinizer's Report dated 30.09.2020 for your records.

Thanking you

Yours faithfully
For Kothari Industrial Corporation Limited

Pradip D Kothari
Chairman



R.Srinivasan, B.Sc;B.L;Acs;
Practising Company Secretary

A-2,Srivijayam Ceebros Apartments,
9,Vijayaraghava Road,T.Nagar,
Chennai-600017.

e mail:momu18@yahoo.com

momu18@gmail.com

Telephone:044 28154421

Mobile: 98401 58156

Date:30th September 2020

SCRUTINIZER'S REPORT

{ Pursuant to section 108 of The Companies Act, 2013 and the The Companies (Management and Administration) Rules, 2015

To
The Chairman
Kothari Industrial Corporation Ltd
Kothari buildings,114, Mahatma Gandhi Salai
Chennai- 600034

Dear Sir,

Sub:Report of the Scrutinizer on the remote e-voting and electronic voting through VC/OAVM at the 50th Annual general meeting of Kothari Industrial Corporation Ltd held vide Notice dated 28th August 2020 under section 108 of the Companies act,2013 read with Regulation 44 of SEBI (LODR) Regulations,2015.

I,R.Srinivasan,company secretary in practice have been appointed as scrutinizer by the Board of Directors of Kothari Industrial Corporation Ltd(the company) for the purpose of scrutinizing the remote e-voting and electronic voting through VC/OAVM at the 50th Annual General meeting in terms of section 108 of the Companies act 2013(the Act) read with the Companies (management and administration) Rules 2014 as amended and Regulation 44 of SEBI (LODR) Regulations,2015 as amended on the resolutions set out in the notice of the 50th AGM of the members of the company held on Wednesday 30th September 2020 at 11.00 AM through VC/OAVM.

The management of the company is responsible to ensure the compliance with the requirements of the Companies Act 2013 and Rules relating to remote e-voting and e-voting through VC/OAVM at the AGM on the resolutions contained in the notice to the AGM of the Members of the Company. My responsibility as a scrutinizer for the remote e-voting and e-voting through VC/OAVM at the AGM is restricted to making of a scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated in the notice based on the reports

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generated from the remote e-voting system and e-voting through VC/OAVM provided by Central Depository Services(India)Limited(CDSL)

Now pursuant to the completion of the AGM of the Equity Shareholders of the Company held on Wednesday 30th September 2020 at 11.AM ,I submit my report as under;

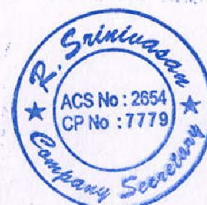
- a. The e-voting facility for both remote e-voting and e-voting at the AGM through VC/OAVM was provided by Central Depository Services(India)Limited(CDSL)
- b. The e-voting period remained open from 9.00 AM on Sunday, 27th September 2020 upto 5.00 PM on Tuesday,29th September 2020
- c. The company has also provided e-voting facility to the shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier through remote e-voting facility provided by CDSL at the AGM
- d. The Equity shareholders holding shares as on 23rd September 2020, "cut off date" were entitled to vote on the resolutions stated in notice of the 50th AGM of the company
- e. As per the information given by the company,the names of the shareholders who had voted by remote-voting through the facility provided by CDSL had been blocked and only those members who were present at the AGM through VC/OAVM and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM
- f. After closure of e-voting at the AGM,the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of CDSL(www.evotingindia.com) in the presence of two witnesses , who are not in the employment of the company.The e-voting data stoke results downloaded from the e-voting system of CDSL were scrutinized and reviewed , the votes were counted and the results were prepared
- g. I have collated the votes cast through remote e-voting and e-voting through VC/OAVM and the same have been furnished hereunder:

Resolution no.1

Nature of resolution: Ordinary resolution

a.Adoption of Audited standalone financial statements of the company for the year ended 31st March 2020 and the Reports of Board of Directors and Auditors thereon;

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b.The audited consolidated financial statements of the company for the financial year ended 31st March 2020 and the Reports of Auditors thereon;

(I)VOTED FOR THE RESOLUTION

	Number of members voted	Number of valid votes cast (Shares)	% of total no.of valid votes cast
REMOTE E-VOTING	60	8982260	99.99
E-VOTING(VC/OAVM)	1	40	0.01
TOTAL	61	8982300	100.00

(II)VOTED AGAINST THE RESOLUTION

	Number of members voted	Number of valid votes cast (Shares)	% of total no.of valid votes cast
REMOTE E-VOTING	4	20100	100.00
E-VOTING(VC/OAVM)	0	0	0
TOTAL	4	20100	100.00

TOTAL VALID VOTES	65	9002400	100.00
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(III)INVALID VOTES

	Number of members voted	Number of valid votes cast (Shares)
REMOTE E-VOTING	0	0
E-VOTING(VC/OAVM)	0	0
TOTAL	0	0

Resolution no.2

Nature of resolution:Ordinary resolution

Appointment of Mr.Pradeep D Kothari who retires by roation and being eligible offers himself for re-appointment

(I)VOTED FOR THE RESOLUTION

	Number of members voted	Number of valid votes cast (Shares)	% of total no.of valid votes cast
REMOTE E-VOTING	60	8982260	99.99
E-VOTING(VC/OAVM)	1	40	0.01
TOTAL	61	8982300	100.00

RI



(II)VOTED AGAINST THE RESOLUTION

	Number of members voted	Number of valid votes cast (Shares)	% of total no.of valid votes cast
REMOTE E-VOTING	4	20100	100.00
E-VOTING(VC/OAVM)	0	0	0
TOTAL	4	20100	100.00

TOTAL VALID VOTES	65	9002400	100.00
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(III)INVALID VOTES

	Number of members voted	Number of valid votes cast (Shares)
REMOTE E-VOTING	0	0
E-VOTING(VC/OAVM)	0	0
TOTAL	0	0

Resolution no.3:

Nature of resolution:**Special resolution**

Re-appointment of Mr.Dakshinamoorthy Gunasekaran(DIN:07326495) as an independant director of the company for the second term of 5 years

(I)VOTED FOR THE RESOLUTION

	Number of members voted	Number of valid votes cast (Shares)	% of total no.of valid votes cast
REMOTE E-VOTING	60	8982260	99.99
E-VOTING(VC/OAVM)	1	40	0.01
TOTAL	61	8982300	100.00

(II)VOTED AGAINST THE RESOLUTION

	Number of members voted	Number of valid votes cast (Shares)	% of total no.of valid votes cast
REMOTE E-VOTING	4	20100	100.00
E-VOTING(VC/OAVM)	0	0	0
TOTAL	4	20100	100.00

TOTAL VALID VOTES	65	9002400	100.00
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RB



(III) INVALID VOTES

	Number of members voted	Number of valid votes cast (Shares)
REMOTE E-VOTING	0	0
E-VOTING(VC/OAVM)	0	0
TOTAL	0	0

Resolution no.4

Nature of Resolution: Ordinary resolution

Approval of Related Party Transactions

(I) VOTED FOR THE RESOLUTION

	Number of members voted	Number of valid votes cast (Shares)	% of total no. of valid votes cast
REMOTE E-VOTING	60	8982260	99.99
E-VOTING(VC/OAVM)	1	40	0.01
TOTAL	61	8982300	100.00

(II) VOTED AGAINST THE RESOLUTION

	Number of members voted	Number of valid votes cast (Shares)	% of total no. of valid votes cast
REMOTE E-VOTING	4	20100	100.00
E-VOTING(VC/OAVM)	0	0	0
TOTAL	4	20100	100.00

TOTAL VALID VOTES	65	9002400	100.00
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(III) INVALID VOTES

	Number of members voted	Number of valid votes cast (Shares)
REMOTE E-VOTING	0	0
E-VOTING(VC/OAVM)	0	0
TOTAL	0	0

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All electronic data and relevant regards of voting will remain in my custody until the chairman considers, approves and signs the minutes of the aforesaid AGM, thereafter the said records will be handed over to the company secretary of the company.

Thanking You,

Yours sincerely,

R. Srinivasan
R. Srinivasan
Practising Company Secretary
ACS no. 2654
CP no. 7779



Place: Chennai
Date: 30th September 2020

For Kothari Industrial Corporation Limited

[Handwritten Signature]
Pradip Kothari
Chairman