



khaitan (India) Limited

CIN No. L10000WB1936PLC008775

Phone : (033) 4050 5000

Fax : (033) 2288 3961

28 September 2018

To The Manager Department of Corporate Services, BSE Ltd., Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai-400001. Scrip Code: 590068	To The Manager National Stock Exchange of India Limited, Exchange Plaza, BandraKurla Complex, Bandra (E), Mumbai-400051. Ref: KHAITANLTD
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Dear Sir,

Re: Voting Results at 81st Annual General Meeting held on 28th September, 2018 under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Please find below details of the voting results at the 80th Annual General Meeting of the company held on 28th September, 2018, in the prescribed format pursuant to the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of AGM	28 th September, 2018
Total number of Share Holders on Record Date (i.e. 21 st September, 2018 - Cut-off date for Remote E voting purpose and Ballot at AGM)	3504
No. of Shareholders present in the meeting either in person or through proxy:	
(i) Promoter and Promoter Group	8
(ii) Public	38
No. Of Shareholders attended the meeting through Video Conferencing:	
(i) Promoter and Promoter Group	Not applicable
(ii) Public	Not Applicable

The mode of Voting for all the resolutions was Remote e - Voting and voting through ballot conducted at the AGM. The Resolution wise combined Results of Remote e voting and voting through ballot are provided in Annexure-A. We are also enclosing the Consolidated Scrutinizer's Report on Remote e-Voting and Poll Conducted at the AGM.

Thanking You,

For Khaitan (India) Limited



(Sunay Krishna Khaitan)
The Chairman of 81st Annual General Meeting
DIN. No. 07585070

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Annexure - A

Ordinary Business

Details of Agenda		Resolution No 1 - Adoption of Accounts for the financial year ended 31st March, 2018, the Balance Sheet as at that date and the Reports of the Directors and Auditor's thereon						
Resolution required		Ordinary						
Whether promoter / promoter group are interested in the agenda / resolution					No			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding Shares(3)= {(2)/(1)}*100	No. Of Vote in Favor (4)	No. Of Votes Against (5)	% of Votes In favor of Votes polled (6)=[(4)/(2)]*100	% of Votes In against of Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2861630	754126	26.3530	754126	0	100.0000	0.0000
	Poll		2087504	72.9481	2087504	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2861630	2841630	99.3011	2841630	0	100.0000
Public Institutions	E-Voting	3434	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3434	0	0.0000	0	0	0.0000
Public Non Institutions	E-Voting	1884936	66	0.0035	61	5	92.4242	7.5758
	Poll		54066	2.8683	54066	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1884936	54132	2.8718	54127	5	99.9908
Total		4750000	2895762	60.9634	2895757	5	99.9998	0.0002

Renuka
Khaitan India Limited
Kolkata
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Details of Agenda		Resolution No 2- Appointment of Mr. Sunay Krishna Khaitan, Director who retire by rotation and offer herself for reappointment.						
Resolution required		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution					Yes			
Category	Mode of Voting	No. of shares held (1)	No of votes polled (2)	% of Votes Polled on outstanding Shares(3)= {(2)/(1)}*100	No. Of Vote in Favor (4)	No. Of Votes Against (5)	% of Votes In favor of Votes polled (6)=[(4)/(2)]*100	% of Votes In against of Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2861630	754126	26.3530	754126	0	100.0000	0.0000
	Poll		2087504	72.9481	2087504	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2861630	2841630	99.3011	2841630	0	100.0000
Public Institutions	E-Voting	3434	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3434	0	0.0000	0	0	0.0000
Public Non Institutions	E-Voting	1884936	66	0.0035	61	5	92.4242	7.5758
	Poll		54066	2.8683	54066	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1884936	54132	2.8718	54127	5	99.9908
Total		4750000	2895762	60.9634	2895757	5	99.9998	0.0002

Details of Agenda		Resolution No 3-Ratification of appointment of M/s. V K Tulsyan & Co. LLP, Chartered Accountants, Kolkata as Statutory Auditors						
Resolution required		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution					No			
Category	Mode of Voting	No. of shares held (1)	No of votes polled (2)	% of Votes Polled on outstanding Shares(3)= {(2)/(1)}*100	No. Of Vote in Favor (4)	No. Of Votes Against (5)	% of Votes In favor of Votes polled (6)=[(4)/(2)]*100	% of Votes In against of Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2861630	754126	26.3530	754126	0	100.0000	0.0000
	Poll		2087504	72.9481	2087504	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2861630	2841630	99.3011	2841630	0	100.0000
Public Institutions	E-Voting	3434	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3434	0	0.0000	0	0	0.0000
Public Non Institutions	E-Voting	1884936	66	0.0035	61	5	92.4242	7.5758
	Poll		54066	2.8683	54066	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1884936	54132	2.8718	54127	5	99.9908
Total		4750000	2895762	60.9634	2895757	5	99.9998	0.0002



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Special Business

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Details of Agenda		Resolution No 4- Appointment of Mr. Sandip Chattopadhyay (DIN: 06875010) as an Independent Director for a period of five years.						
Resolution required		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution					No			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding Shares (3) = $\frac{(2)}{(1)} * 100$	No. Of Vote in Favor (4)	No. Of Votes Against (5)	% of Votes In favor of Votes polled (6) = $\frac{(4)}{(2)} * 100$	% of Votes In against of Votes polled (7) = $\frac{(5)}{(2)} * 100$
Promoter and Promoter Group	E-Voting	2861630	754126	26.3530	754126	0	100.0000	0.0000
	Poll		2087504	72.9481	2087504	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2861630	2841630	99.3011	2841630	0	100.0000
Public Institutions	E-Voting	3434	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3434	0	0.0000	0	0	0.0000
Public Non Institutions	E-Voting	1884936	66	0.0035	61	5	92.4242	7.5758
	Poll		54066	2.8683	54066	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1884936	54132	2.8718	54127	5	99.9908
Total		4750000	2895762	60.9634	2895757	5	99.9998	0.0002

Details of Agenda		Resolution No 5- Appointment of Ms. Sujata Sarkar (DIN: 08173535) as an Independent Director for a period of five years.						
Resolution required		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution					No			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding Shares (3) = $\frac{(2)}{(1)} * 100$	No. Of Vote in Favor (4)	No. Of Votes Against (5)	% of Votes In favor of Votes polled (6) = $\frac{(4)}{(2)} * 100$	% of Votes In against of Votes polled (7) = $\frac{(5)}{(2)} * 100$
Promoter and Promoter Group	E-Voting	2861630	754126	26.3530	754126	0	100.0000	0.0000
	Poll		2087504	72.9481	2087504	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2861630	2841630	99.3011	2841630	0	100.0000
Public Institutions	E-Voting	3434	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3434	0	0.0000	0	0	0.0000
Public Non Institutions	E-Voting	1884936	66	0.0035	61	5	92.4242	7.5758
	Poll		54066	2.8683	54066	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1884936	54132	2.8718	54127	5	99.9908
Total		4750000	2895762	60.9634	2895757	5	99.9998	0.0002



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Details of Agenda		Resolution No 6 - Ratification of remuneration payable to M/s. AB & Company, appointed as Cost Auditors of the Company for Financial Year ended 31st March, 2019.						
Resolution required		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution					No			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding Shares 3) = $\frac{(2)}{(1)} * 100$	No. Of Vote in Favor (4)	No. Of Votes Against (5)	% of Votes In favor of Votes polled (6) = $\frac{(4)}{(2)} * 100$	% of Votes In against of Votes polled (7) = $\frac{(5)}{(2)} * 100$
Promoter and Promoter Group	E-Voting	2861630	754126	26.3530	754126	0	100.0000	0.0000
	Poll		2087504	72.9481	2087504	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2861630	2841630	99.3011	2841630	0	100.0000
Public Institutions	E-Voting	3434	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3434	0	0.0000	0	0	0.0000
Public Non Institutions	E-Voting	1884936	66	0.0035	61	5	92.4242	7.5758
	Poll		54066	2.8683	54066	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1884936	54132	2.8718	54127	5	99.9908
Total		4750000	2895762	60.9634	2895757	5	99.9998	0.0002

As per the consolidated report of Remote E-voting and poll conducted at the AGM on item No. 1-6 of the notice to the AGM, all the resolutions were passed with the requisite Majority.

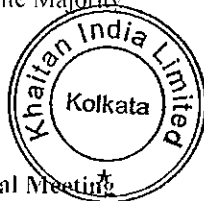
For Khaitan (India) Limited

(Sunay Krishna Khaitan)

The Chairman of 81st Annual General Meeting

Date: 28.09.2018

Place: Kolkata



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AMIT CHORARIA & CO
Chartered Accountants
E-mail: amitchorariaco@gmail.com

Phone: (033) 2242-0196
2243-2509
Mobile – 9830858715
Room No. 401, 4th Floor,
14/2, Old China Bazar Street,
Kolkata-700001

Consolidated Scrutinizer's Report

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

To,
The Chairman of 81st Annual General Meeting
KHAITAN (INDIA) LIMITED
46C, J. L. Nehru Road,
Kolkata-700071

Dear Sir,

Sub: Consolidated Scrutinizer's Report on results of remote e-voting and voting through Ballot paper conducted on the resolutions placed at the Annual General Meeting of the Company, held on 28th September, 2018 at 11:00 A.M. at Bharatiya Bhasha Parishad, 36A Shakespeare Sarani, 4th Floor, Kolkata 700 017.

I, Amit Choraria, Proprietor AMIT CHORARIA & CO, Chartered Accountants, having Membership No. 066838, was appointed, by the Board of Directors of Khaitan (India) Limited [the "Company"], as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting, and voting through Ballot Paper received from the equity shareholders, carried out as per the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to ascertain the requisite majority in respect of the below mentioned resolutions at the 81st Annual General Meeting (AGM) of the Company held on 28th September, 2018.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and Rules thereto and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to voting through electronic means on the resolutions contained in the Notice, dated 28th August, 2018, of the 81st AGM of the Members of the Company. My responsibility as Scrutinizer for remote e-voting process and voting through Ballot Paper is restricted to make a Scrutinizer's Report of votes cast "In favour" or "Against" on the resolutions stated below, based on the reports generated from remote e-voting system provided by the Central Depository Services Limited (CDSL), the authorized agency engaged by the Company to provide remote e-voting facility and the Ballot Paper received from the equity shareholders at the venue of the 81st AGM.



Further to the above, I hereby submit my Scrutinizer's Report on remote e-voting and voting by physical ballot at the AGM:

I) The remote e-voting period remained open from Tuesday, 25th September, 2018 (09:00 A.M) IST to Thursday, 27th September, 2018 (05:00 P.M.) IST.

II) The Members of the Company, as on the cut-off date, i.e., Friday, 21st September, 2018, were entitled to vote on the resolutions as set out in the Notice, dated 28th August, 2018, of the 81st AGM of the members of the Company.

III) After declaration of the completion of voting by the Chairman, the Ballot Box kept for voting was taken into custody and was locked.

IV) The Ballot Box was subsequently opened in my presence; the pall papers were sorted out and were diligently scrutinized. The ballot papers were reconciled with the records, maintained by the Registrar and Share Transfer agent of the company and the authorization and proxies lodged with the company. The votes were also scrutinized for the purpose of eliminating the duplicate voting i.e. on remote e – voting as well as via ballot paper.

V) As stated above, the remote e- voting period ended at 05:00 P.M., on 27th September, 2018. The votes cast on remote e-voting were unlocked by me in the presence of two witnesses, Mr. Navdeep Bhansali and Ms. Sunita Chakraborty, who are not in the employment of the Company. They have signed below in confirmation of the votes being unlocked in their presence.

VI) 1 number of invalid / defective ballot papers (consisting of 10 shares) were found and treated as invalid.

VII) The details of E-voting (EVSN - 180905096) and voting through Ballot Paper are as under:

A - Ordinary Businesses:

Item no. 1 (Ordinary Resolution) - To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2018, and the Reports of the Board of Directors and Auditors thereon:

Particulars	Remote e-voting		Voting at AGM via Ballot		Total		Percentage (%)
	Number of Shareholders (A)	Number of Votes (B)	Number of Shareholders (C)	Number of Votes (D)	Number of Shareholders (A+C)	Number of Votes (B+D)	
Assent	13	754187	17	2141570	30	2895757	99.9998
Dissent	2	5	0	0	2	5	0.0002
Total	15	754192	17	2141570	32	2895762	100
Invalid	0	0	1	10	1	10	



Item no. 2 (Ordinary Resolution) – To re-appoint Mr. Sunay Krishna Khaitan (DIN: 07585070), a Director of the Company, retiring by rotation and being eligible who has offered himself for re-appointment:

Particulars	Remote e-voting		Voting at AGM via Ballot		Total		Percentage (%)
	Number of Shareholders (A)	Number of Votes (B)	Number of Shareholders (C)	Number of Votes (D)	Number of Shareholders (A+C)	Number of Votes (B+D)	
Assent	13	754187	17	2141570	30	2895757	99.9998
Dissent	2	5	0	0	2	5	0.0002
Total	15	754192	17	2141570	32	2895762	100
Invalid	0	0	1	10	1	10	

Item no. 3 (Ordinary Resolution) – To ratify Appointment of Anditors [M/s. V K Tulsyan & Co. LLP, Chartered Accomtants, Kolkata (FRN 326740E/E300015)] and to fix their remuneration:

Particulars	Remote e-voting		Voting at AGM via Ballot		Total		Percentage (%)
	Number of Shareholders (A)	Number of Votes (B)	Number of Shareholders (C)	Number of Votes (D)	Number of Shareholders (A+C)	Number of Votes (B+D)	
Assent	13	754187	17	2141570	30	2895757	99.9998
Dissent	2	5	0	0	2	5	0.0002
Total	15	754192	17	2141570	32	2895762	100
Invalid	0	0	1	10	1	10	

B - Special Businesses:

Item no. 4 (Ordinary Resolution) – To Appoint Mr. Sandip Chattopadhyay (DIN: 06875010) as an Independent Director for a period of five year up to 26th April, 2023:

Particulars	Remote e-voting		Voting at AGM via Ballot		Total		Percentage (%)
	Number of Shareholders (A)	Number of Votes (B)	Number of Shareholders (C)	Number of Votes (D)	Number of Shareholders (A+C)	Number of Votes (B+D)	
Assent	13	754187	17	2141570	30	2895757	99.9998
Dissent	2	5	0	0	2	5	0.0002
Total	15	754192	17	2141570	32	2895762	100
Invalid	0	0	1	10	1	10	



Item no. 5 (Ordinary Resolution) – To Appoint Ms. Sujata Sarkar (DIN: 08173535), as an Independent Director for a period of five year up to 6th July, 2023:

Particulars	Remote e-voting		Voting at AGM via Ballot		Total		Percentage (%)
	Number of Shareholders (A)	Number of Votes (B)	Number of Shareholders (C)	Number of Votes (D)	Number of Shareholders (A+C)	Number of Votes (B+D)	
Assent	13	754187	17	2141570	30	2895757	99.9998
Dissent	2	5	0	0	2	5	0.0002
Total	15	754192	17	2141570	32	2895762	100
Invalid	0	0	1	10	1	10	

Item no. 6 (Ordinary Resolution) – Ratification of remuneration payable to M/s. AB & Company, Cost Auditors of the Company for Financial Year ended 31st March, 2019:

Particulars	Remote e-voting		Voting at AGM via Ballot		Total		Percentage (%)
	Number of Shareholders (A)	Number of Votes (B)	Number of Shareholders (C)	Number of Votes (D)	Number of Shareholders (A+C)	Number of Votes (B+D)	
Assent	13	754187	17	2141570	30	2895757	99.9998
Dissent	2	5	0	0	2	5	0.0002
Total	15	754192	17	2141570	32	2895762	100
Invalid	0	0	1	10	1	10	

Based on the above results, I report that the Ordinary Resolutions, as contained in Item nos. 1, 2, 3, 4, 5 and 6 have been passed with requisite majority.



VIII) In terms of the provisions of Rule 20(4)(xiv) of the Companies (Management and Administration) Amendment Rules, 2015, as amended, I have maintained the Registers of 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 ballot shall remain in my safe custody until the Chairman of the AGM considers, approves and signs the Minutes of the AGM.

Thanking you.

Witnesses

Navdeep Bhansali.
 (Navdeep Bhansali)
 14/2 Old China Bazar Street
 Kolkata-700001

Sunita Chakraborty
 (Sunita Chakraborty)
 14/2 Old China Bazar Street,
 Kolkata-700001
Place: Kolkata
Date: September 28, 2018

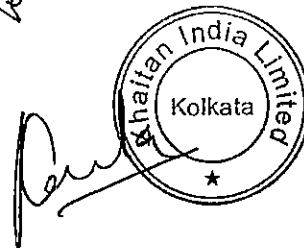
Yours truly,
 For AMIT CHORARIA & CO
 Chartered Accountants,
 Firm Registration No. 326638E



Amit Choraria

Amit Choraria
 Proprietor
 Membership No. 066838

Ran



Ran