

KIL/SS/SE/AGM 2020/RESULT

Dated: 30th September, 2020

The Secretary
BSE Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001
(Stock Code – 502937)

The Vice-President
National Stock Exchange of India Ltd.
“Exchange Plaza”,
Plot no. C/1, G. Block
Bandra-Kurla Complex, Bandra (E)
Mumbai – 400051
(Symbol – KESORAMIND)

The Secretary
The Calcutta Stock Exchange Ltd.
7, Lyons Range,
Kolkata – 700001
(Scrip code – 10000020)

Sub: Voting Results of 101st Annual General Meeting of the Company pursuant to Regulation 44(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Dear Sirs,

In compliance with the provisions of Regulation 44(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find enclosed herewith voting results of the Annual General Meeting held on 29th September, 2020 pursuant to Notice dated 30th July, 2020. The Scrutinizer’s Report dated 29th September, 2020 is also enclosed hereto.

Thanking you,

Yours faithfully,

For Kesoram Industries Limited



Kaushik Biswas
Company Secretary

Encl: as above.

Voting Results of Annual General Meeting held on 29th September, 2020

Date of the AGM	29.09.2020
Total number of shareholders on record date	85092 (22.09.2020)
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	NA
Public:	NA
No. of shareholders attended the meeting through /video Conferencing:	
Promoters and Promoter Group:	12
Public:	83

Agenda-wise disclosure (to be disclosed separately for each agenda item)

Agenda No. 1: Adoption of the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2020 and the Reports of the Board of Directors and Auditors thereon; and (b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2020 and the Report of Auditors thereon

Resolution required: (Ordinary/Special)			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 Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	75761340	75358844	99.47	75358844	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		75358844	99.47	75358844	0	100.00	0.00
Public-Institutions	E-Voting	5147930	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	61680809	13263192	22.12	13261134	2058	99.98	0.02
	Poll		0	0.00	0	0	0.00	0.00
	Total		13263192	22.12	13261134	2058	99.98	0.02
Total		142590079	88622036	62.15	88619978	2058	100.00	0.00

Agenda No. 2: Approval to the appointment of Director in place of Manjushree Khaitan (DIN: 00055898), who retires by rotation and being eligible, offers herself for re-appointment.

Resolution required: (Ordinary/Special)			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 Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	75761340	75358844	99.47	75358844	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		75358844	99.47	75358844	0	100.00	0.00
Public-Institutions	E-Voting	5147930	4983817	96.81	4983817	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		4983817	96.81	4983817	0	100.00	0.00
Public- Non Institutions	E-Voting	61680809	13263187	21.50	13253732	9455	99.93	0.07
	Poll		0	0.00	0	0	0.00	0.00
	Total		13263187	21.50	13253732	9455	99.93	0.07
Total		142590079	93605848	65.65	93596393	9455	99.99	0.01

P + 91 33 2243 5453, 2242 9454
+ 91 33 2248 0764, 2213 0441
F + 91 33 2210 9455
E : corporate@kesoram.net

Kesoram Industries Limited
Registered & Corporate Office :
9/1, R.N. Mukherjee Road, Kolkata - 700 001
CIN - L17119WB1919PLC003429



Agenda No. 3: Confirmation and ratification of remuneration payable to Cost Auditors for the Financial Year 2019-20.

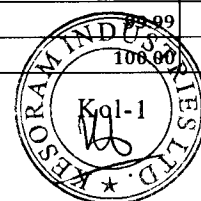
Resolution required: (Ordinary/Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	75761340	75358844	99.47	75358844	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		75358844	99.47	75358844	0	100.00	0.00
Public-Institutions	E-Voting	5147930	4983817	96.81	4983817	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		4983817	96.81	4983817	0	100.00	0.00
Public- Non Institutons	E-Voting	61680809	13263200	21.50	13261102	2098	99.98	0.02
	Poll		0	0.00	0	0	0.00	0.00
	Total		13263200	21.50	13261102	2098	99.98	0.02
Total		142590079	93605861	65.65	93603763	2098	100.00	0.00

Agenda No. 4: Approval to the appointment of Bhaskar Niyogi, as a Non-Executive Nominee Director.

Resolution required: (Ordinary/Special)				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 Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	75761340	75358844	99.47	75358844	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		75358844	99.47	75358844	0	100.00	0.00
Public-Institutions	E-Voting	5147930	4983817	96.81	4983817	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		4983817	96.81	4983817	0	100.00	0.00
Public- Non Institutons	E-Voting	61680809	13262201	21.50	13260746	1455	99.99	0.01
	Poll		0	0.00	0	0	0.00	0.00
	Total		13262201	21.50	13260746	1455	99.99	0.01
Total		142590079	93604862	65.65	93603407	1455	100.00	0.00

Agenda No. 5: Approval to the re-appointment of Lee Seow Chuan as an Independent Director for a second term of five years

Resolution required: (Ordinary/Special)				Special				
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 Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	75761340	75358844	99.47	75358844	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		75358844	99.47	75358844	0	100.00	0.00
Public-Institutions	E-Voting	5147930	4983817	96.81	4983817	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		4983817	96.81	4983817	0	100.00	0.00
Public- Non Institutons	E-Voting	61680809	13262201	21.50	13260691	1510	99.99	0.01
	Poll		0	0.00	0	0	0.00	0.00
	Total		13262201	21.50	13260691	1510	99.99	0.01
Total		142590079	93604862	65.65	93603352	1510	100.00	0.00



Agenda No. 6: Approval to the appointment of Radhakrishnan Padmalochanan as a Whole-time Director of the Company, for a period of three years effective 8th August, 2019

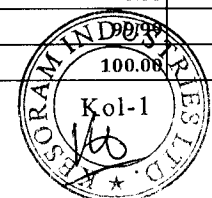
Resolution required: (Ordinary/Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	75761340	75358844	99.47	75358844	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		75358844	99.47	75358844	0	100.00	0.00
Public-Institutions	E-Voting	5147930	4983817	96.81	0	4983817	0.00	100.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		4983817	96.81	0	4983817	0.00	100.00
Public- Non Institutons	E-Voting	61680809	13262201	21.50	13260746	1455	99.99	0.01
	Poll		0	0.00	0	0	0.00	0.00
	Total		13262201	21.50	13260746	1455	99.99	0.01
Total		142590079	93604862	65.65	88619590	4985272	94.67	5.33

Agenda No. 7: Approval to give Loan to any person or other body corporate or give any Guarantee or provide Security in connection with a loan to any other body corporate or person or to acquire by way of subscription, purchase or otherwise, the securities of any other bodies corporate

Resolution required: (Ordinary/Special)				Special				
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 Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	75761340	75358844	99.47	75358844	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		75358844	99.47	75358844	0	100.00	0.00
Public-Institutions	E-Voting	5147930	4983817	96.81	0	4983817	0.00	100.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		4983817	96.81	0	4983817	0.00	100.00
Public- Non Institutons	E-Voting	61680809	13262201	21.50	13190138	72063	99.46	0.54
	Poll		0	0.00	0	0	0.00	0.00
	Total		13262201	21.50	13190138	72063	99.46	0.54
Total		142590079	93604862	65.65	88548982	5055880	94.60	5.40

Agenda No. 8: Approval to re-classify the Authorised Share Capital of the Company

Resolution required: (Ordinary/Special)				Special				
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 Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	75761340	75358844	99.47	75358844	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		75358844	99.47	75358844	0	100.00	0.00
Public-Institutions	E-Voting	5147930	4983817	96.81	4983817	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		4983817	96.81	4983817	0	100.00	0.00
Public- Non Institutons	E-Voting	61680809	13262236	21.50	13260983	1253	99.99	0.01
	Poll		0	0.00	0	0	0.00	0.00
	Total		13262236	21.50	13260983	1253	99.99	0.01
Total		142590079	93604897	65.65	93603644	1253	100.00	0.00





RP & ASSOCIATES

COMPANY SECRETARIES

www.rpaonline.in

Date : 29th September, 2020

To,
The Chairman
Kesoram Industries Limited
CIN: L17119WB1919PLC003429
9/1, R.N. Mukherjee Road,
Kolkata - 700001

Dear Sir,

I, Ritu Bajaj (Membership No. F9913), Proprietor of RP & Associates, Company Secretaries having our office at "Ricoh" Salt Lake Electronics Complex, Plot No. A1/1 & 2, Block – GP, Sector-V, Room No. 5, Kolkata 700091, thank you for appointing us as the Scrutinizer for remote e-voting process and e-voting process by your Members during the 101th Annual General Meeting of your Company held on Tuesday, 29th September, 2020 through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

We are pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

For RP & Associates

Company Secretary

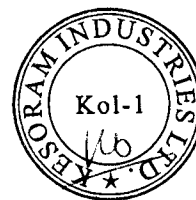
Ritu Bajaj

Proprietor

M.No. : F9913

CP No.: 11933

UDIN : F009913B000809756



Date : 29th September, 2020

Place : Kolkata

"Ricoh", Salt Lake Electronics Complex, Plot No. – A1/1 & 2, Block – GP
Sector – V, Room No. – 5, Kolkata – 700 091, Phone: +91 33 4031 3000
Email -rbajaj@rpaonline.in



SCRUTINIZER'S REPORT

Name of the Company	Kesoram Industries Limited
Meeting	101th Annual General Meeting
Day, Date & Time	Tuesday, 29 th September, 2020 at 10:00 am
Deemed Venue	Registered Office situated at 9/1, R.N. Mukherjee Road, Birla Building, Kolkata - 700001
Mode	Video Conferencing ("VC") / Other Audio- Visual Means ("OAVM")

1. Appointment as Scrutinizer

We were appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Members during the 101th Annual General Meeting ("AGM") of **KESORAM INDUSTRIES LIMITED** (hereinafter referred to as "the Company") scheduled on Tuesday, 29th September, 2020 at 10:00 a.m. held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and to ascertain the requisite majority on e-voting carried out as per the provisions of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

2. Dispatch of Notice convening the AGM

2.1 Pursuant to General Circulars No. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 respectively issued by the Ministry of

"Ricoh", Salt Lake Electronics Complex, Plot No. - A1/1 & 2, Block - GP
Sector - V, Room No. - 5, Kolkata - 700 091, Phone: +91 33 4031 3000
Email -rbajaj@rpaonline.in

2



Corporate Affairs, an advertisement was published in Financial Express (English) and Ekdin (Bengali) on **Monday, 07th September, 2020** specifying the date & time of the AGM, availability of the notice on Company's website and website of Stock Exchanges, manner of registration of email ids by the members (both physical & demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.

2.2 The Company hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to BSE Limited, National Stock Exchange of India Limited and Calcutta Stock Exchange on **Monday, 7th September, 2020**.

2.3 The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by MCS Share Transfer Agent Limited, the Registrar and Share Transfer Agents ("RTA") of the Company, the Company completed dispatch of Notice of AGM on **Saturday, 5th September, 2020**.

3. Cut-off date

Voting rights were reckoned as on **Tuesday, 22nd September, 2020**, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting at the AGM.

4. Remote e-voting process

4.1 Agency

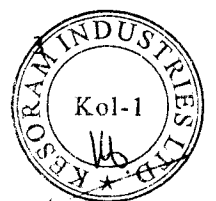
The Company appointed NSDL as the agency for providing the platform for remote e-voting platform and e-voting at the AGM.

4.2 Remote e-voting period

Remote e-voting platform was open from **9:00 a.m. (IST) on Saturday, 26th September, 2020 till 5:00 p.m. (IST) on Monday, 28th September, 2020** and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by NSDL.

5. Voting at the AGM

5.1 In keeping with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Rules, 2014 for the purpose of



ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.

6. Counting Process

6.1 On completion of e-voting during the AGM, we unblocked the results of the remote e-voting and e-voting by members at the AGM, on the NSDL evoting platform and downloaded the results.

7. Results

7.1 We observe that:

- a) **3 Members** had cast their votes through e-voting at the AGM;
- b) **192 Members** had cast their votes through remote e-voting.

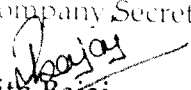
7.2 Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 30th July, 2020 is enclosed herewith.

7.3 Based on the aforesaid results, we report that **04 Ordinary Resolutions** as set out in Item Nos. 1 to 4 and **04 Special Resolutions** as set out in Item Nos. 5 to 8 of the Notice of the AGM dated 30th July, 2020 have been **passed with the requisite majority**.

8. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

For RP & Associates

Company Secretaries


Ritu Bajaj

Proprietor

M.No. : F9913

CP No.: I1933

UDIN : F009913B000809756



Countersigned By
Company Secretary


Kaushik Biswas

Date : 29th September, 2020

Place : Kolkata



CONSOLIDATED RESULTS

Item No. 1:

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

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	181	88619653	3	325	184	88619978	99.9977
Dissent	9	2058	0	0	9	2058	0.0023
Total	190	88621711	3	325	193	88622036	100

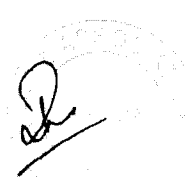
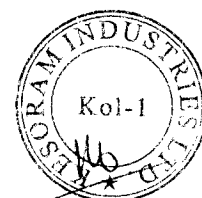
Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 1 of the Notice of the AGM dated 30th July, 2020 has been passed with requisite majority.

Item No. 2:

Appointment of a Director in place of Manjushree Khaitan (DIN: 00055898), who retires by rotation and being eligible, offers herself for re-appointment.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	177	93596068	3	325	180	93596393	99.9899
Dissent	14	9455	0	0	14	9455	0.0101
Total	191	93605523	3	325	194	93605848	100

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 2 of the Notice of the AGM dated 30th July, 2020 has been passed with requisite majority.

Item No. 3:

Ratification of Remuneration of Cost Auditor

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	181	93603438	3	325	184	93603763	99.9978
Dissent	10	2098	0	0	10	2098	0.0022
Total	191	93605536	3	325	194	93605861	100

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 3 of the Notice of the AGM dated 30th July, 2020 has been passed with requisite majority.

Item No. 4:

Appointment of Bhaskar Niyogi (DIN: 03494944) as a Non-Executive Nominee Director of the Company

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	180	93603082	3	325	183	93603407	99.9984
Dissent	11	1455	0	0	11	1455	0.0016
Total	191	93604537	3	325	194	93604862	100

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 4 of the Notice of the AGM dated 30th July, 2020 has been passed with requisite majority.



Item No. 5:

Re-appointment of Lee Seow Chuan (DIN: 02696217) as an Independent Director for a second term of five years

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	177	93603027	3	325	180	93603352	99.9984
Dissent	14	1510	0	0	14	1510	0.0016
Total	191	93604537	3	325	194	93604862	100

Based on the aforesaid result, we report that the **Special Resolution** as set out in Item No. 5 of the Notice of the AGM dated 30th July, 2020 has been passed with requisite majority.

Item No. 6:

Appointment of Radhakrishnan Padmalochanan (DIN: 08284551) as a Whole-time Director of the Company, for a period of three years effective 8th August, 2019

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	178	88619265	3	325	181	88619590	94.6741
Dissent	13	4985272	0	0	13	4985272	5.3259
Total	191	93604537	3	325	194	93604862	100

Based on the aforesaid result, we report that the **Special Resolution** as set out in Item No. 6 of the Notice of the AGM dated 30th July, 2020 has been passed with requisite majority.



Item No. 7:

To give Loan to any person or other body corporate or give any Guarantee or provide Security in connection with a loan to any other body corporate or person or to acquire by way of subscription, purchase or otherwise, the securities of any other bodies corporate

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	172	88548657	3	325	175	88548982	94.5987
Dissent	19	5055880	0	0	19	5055880	5.4013
Total	191	93604537	3	325	194	93604862	100

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 7** of the Notice of the AGM dated 30th July, 2020 has been **passed with requisite majority**.

Item No. 8:

Re-classification of the Authorised Share Capital of the Company

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	180	93603419	2	225	182	93603644	99.9987
Dissent	12	1153	1	100	13	1253	0.0013
Total	192	93604572	3	325	195	93604897	100

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No.8** of the Notice of the AGM dated 30th July, 2020 has been **passed with requisite majority**.