Kothari Group
Imagine Inspire Deliver

KOTHARI PHYTOCHEMICALS & INDUSTRIES LTD.

CIN : L15491WB1897PLC001365

Phone : 91-33-2230-2331/6
91-33-2230-4184
E-mail : hokothari@yahoo.com

REGD. OFFICE :
C-4, GILLANDER HOUSE
8, NETAJI SUBHAS ROAD
KOLKATA-700 001
INDIA

121st ANNUAL GENERAL MEETING HELD ON 5th September, 2017
Declaration of Results of Remote e-voting and Ballot-voting at the meeting.

As per the provisions of the Companies Act, 2013 as also the Listing Obligation and Disclosure Requirements (LODR), the Company had provided the facility of remote e-voting and Ballot-voting at the meeting to the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the 121st Annual General Meeting [AGM]. The e-voting was open from 9.00 a.m. on Saturday, 2nd September to 5.00 p.m. on Monday, 4th September 2017.

In line with the provisions of the Companies Act, 2013 and in terms of the clarification issued by MCA, voting by Show of Hands was not permitted at the general meeting, where e-voting has been offered to the Shareholders. Therefore, at the 121st AGM voting was conducted by means of remote e-voting and Ballot-voting at the AGM.

Mr. Ashok Kumar Daga, Practicing Company Secretary was appointed as the Scrutinizer by the Board of Directors for remote e-voting and Ballot-voting at the meeting. The Scrutinizer has carried out the scrutiny of all the electronic votes received up to the close of remote e-voting period on 4th September, 2017 and Ballot-voting received till the conclusion of the meeting on 5th September, 2017 and submitted their Report on 6th September, 2017.

The Consolidated Results as per the Scrutinizers' Report dated 6th September, 2017 is as follows.

Resolution No.	Particulars	Votes in Favour			Votes Against		
		In Terms of No. of Shares		%	In Terms of No. of Shares		%
		By Remote E - Voting	By Ballot Paper		By Remote E - Voting	By Ballot Paper	
1.	Adoption of the Audited Standalone & Consolidated Financial Statements, the Report of the Board of Directors' and Auditor's for the year ended 31st March, 2017.	3814473	16	98.23	0	0	0
2.	Declaration of dividend on Ordinary Shares of the Company for the year ended 31st March, 2017.	3814473	16	98.23	0	0	0
3.	Re – appointment of Smt. Prabhawati Devi Kothari (DIN 00051860) as Director, who retires by rotation and offers herself for re – appointment.	3814473	16	98.23	0	0	0
4.	Re – appointment of Sri Anand Vardhan Kothari (DIN 02572346) as Director, who retires by rotation and offers himself for re – appointment.	3814473	16	98.23	0	0	0
5.	Appointment of Messrs. K. Ray & Company, Chartered Accountants, (Firm Registration No. 312142E) as the Statutory Auditors of the Company for five years in place of Messrs. Dutta Ghosh & Associates, Chartered Accountants, (Firm Registration No. 309088E) the retiring Auditors and to authorize the Board of Directors to Fix their remuneration.	3814473	16	98.23	0	0	0

Kothari Phytochemicals & Industries Ltd. Kolkata

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Resolution No.	Particulars	Votes in Favour			Votes Against		
		In Terms of No. of Shares		%	In Terms of No. of Shares		%
		By Remote E - Voting	By Ballot Paper		By Remote E - Voting	By Ballot Paper	
6.	Appointment of Messrs. Jitendra K Agarwal & Associates, Chartered Accountants, (Firm Registration No. 318086E) as the Branch Auditors of the Company for five years in place of Messrs. Singhi & Company, Chartered Accountants, (Firm Registration No. 302049E) for Phytochemicals Division and Messrs. Srikanth & Shanthi Associates, Chartered Accountants (Firm Registration No. 004006S) for Southern Synthetics and Claro India Divisions, the retiring Branch Auditors and to authorize the Board of Directors to Fix their remuneration.	3814473	16	98.23	0	0	0
7.	Re – appointment of Sri A. K. Toshniwal (DIN 06872891) as Managing Director of the Company for the period from 1st April, 2017 to 31st March, 2020.	3814473	16	98.23	0	0	0
8.	Payment of Commission to Directors @ 1 % of the Net Profit of the Company subject to a ceiling of ₹ 3,00,000/- exclusive of taxes, if any, computed u/s 197 & 198 of the Companies Act, 2013 for a period of five years till 31st March, 2022.	3814473	16	98.23	0	0	0

Based on the Report of the Scrutinizer, all Resolutions as set out in the Notice of 121st Annual General Meeting have been duly approved and Passed by the Shareholders with requisite majority.

For **Kothari Phytochemicals & Industries Limited**

A. K. Kothari

A. K. Kothari
Chairman

Place : Kolkata
Date : 6th September, 2017

Kothari Phytochemicals & Industries Ltd. Kolkata