

KIL/SH/SS/ AGM 2018/RESULT

14th July, 2018

The Secretary
BSE Limited
(Listing Department)
25th Floor,
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai- 400001
India

The Asst. Manager,
National Stock Exchange of India Ltd.
Investor Services Cell
Exchange Plaza,
Plot No. C/1, G Block,
Bandra-Kurla Complex
Bandra (E)
Mumbai - 400 051 (India)

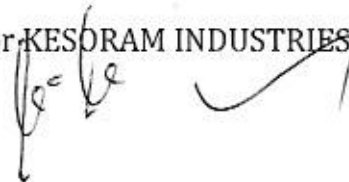
The Secretary,
The Calcutta Stock Exchange Ltd.
7, Lyons Range
Kolkata - 700 001
India

Dear Sirs,

In compliance of provision of Regulation 44(3) of SEBI (LODR) Regulations 2015, please find enclosed herewith voting result of the Annual General Meeting held on 13th July, 2018 pursuant to Notice dated 11th May, 2018. The Scrutiniser's Report dated 14th July, 2018 is also enclosed hereto.

Thanking you,

For KESORAM INDUSTRIES LIMITED



Company Secretary

Encl: as above



Voting Results of Annual General Meeting held on 13th July, 2018

Date of the AGM	13.07.2018
Total number of shareholders on record date	88199 (06.07.2018)
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	11
Public:	2003
No. of shareholders attended the meeting through /video Conferencing:	
Promoters and Promoter Group:	Nil
Public:	Nil

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

Agenda No. 1: Adoption of Audited Financial Statements and Reports of Director's and Auditors thereon for the year ended 31st March, 2018 as well as the Audited Consolidated Financial Statements and Report of the Auditors thereon for the year ended 31st March, 2018.

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	75826418	75826418	100.00	75826418	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		75826418	100.00	75826418	0	100.00	0.00
Public-Institutions	E-Voting	8173493	5420748	66.32	5420748	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		5420748	66.32	5420748	0	100.00	0.00
Public- Non Institutions	E-Voting	58590168	4977067	8.49	4969255	7812	99.84	0.16
	Poll		307546	0.52	300183	7363	97.61	2.39
	Total		5284613	9.02	5269438	15175	99.71	0.29
Total		142590079	86531779	60.69	86516604	15175	99.98	0.02

Agenda No. 2: Approval to the re-appointment of Basant Kumar Birla, as a Director, retiring by rotation.

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	75826418	75826418	100.00	75826418	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		75826418	100.00	75826418	0	100.00	0.00
Public-Institutions	E-Voting	8173493	5420748	66.32	4983817	436931	91.94	8.06
	Poll		0	0.00	0	0	0.00	0.00
	Total		5420748	66.32	4983817	436931	91.94	8.06
Public- Non Institutions	E-Voting	58590168	4977017	8.49	4967261	9756	99.80	0.20
	Poll		307546	0.52	300183	7363	97.61	2.39
	Total		5284563	9.02	5267444	17119	99.68	0.32
Total		142590079	86531729	60.69	86077679	454050	99.48	0.52

Agenda No. 3: Approval to the appointment of Jikyeong Kang, as an Independent 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	75826418	75826418	100.00	75826418	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		75826418	100.00	75826418	0	100.00	0.00
Public-Institutions	E-Voting	8173493	5420748	66.32	5420748	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		5420748	66.32	5420748	0	100.00	0.00
Public- Non Institutons	E-Voting	58590168	4977017	8.49	4968569	8448	99.83	0.17
	Poll		307546	0.52	300139	7407	97.59	2.41
	Total		5284563	9.02	5268708	15855	99.70	0.30
Total		142590079	86531729	60.69	86515874	15855	99.98	0.02

Agenda No. 4: Ratification of remuneration payable to Cost Auditors for the Financial Year 2017-18.

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	75826418	75826418	100.00	75826418	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		75826418	100.00	75826418	0	100.00	0.00
Public-Institutions	E-Voting	8173493	5420748	66.32	5420748	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		5420748	66.32	5420748	0	100.00	0.00
Public- Non Institutons	E-Voting	58590168	4977017	8.49	4976507	510	99.99	0.01
	Poll		307546	0.52	300183	7363	97.61	2.39
	Total		5284563	9.02	5276690	7873	99.85	0.15
Total		142590079	86531729	60.69	86523856	7873	99.99	0.01

Agenda No. 5: Approval to the appointment and remuneration to Chander Kumar Jain, Whole-time Director.

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	75826418	75826418	100.00	75826418	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		75826418	100.00	75826418	0	100.00	0.00
Public-Institutions	E-Voting	8173493	5420748	66.32	5420748	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		5420748	66.32	5420748	0	100.00	0.00
Public- Non Institutons	E-Voting	58590168	4977007	8.49	4966909	10098	99.80	0.20
	Poll		307546	0.52	300183	7363	97.61	2.39
	Total		5284553	9.02	5267092	17461	99.67	0.33
Total		142590079	86531719	60.69	86514258	17461	99.98	0.02





Report of Scrutinizer

Chairperson of the
 99th Annual General Meeting of the
 Equity Shareholders of KESORAM INDUSTRIES LIMITED
 Held on 13th day of July, 2018 at 11 A.M.

Madam,

I, SALIL BANERJEE, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the ANNUAL GENERAL meeting of the Equity Shareholders of KESORAM INDUSTRIES LIMITED, held on 13th July, 2018 at "Kala-Kunj" (within the premises of Kala Mandir), 48, Shakespeare Sarani, Kolkata – 700 017, as also for e-voting process for the same purpose, hereby submit my report as under:

1. After the time fixed for closing of the poll by the Chairperson, the ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. After the conclusion of voting at the general meeting, the votes cast through remote e-voting were unblocked in the presence of two witnesses not in the employment of the company.
4. The result thereafter, is as under:

(a) Resolution No.1 – Adoption of (a) the Audited Standalone Financial Statements of the Company for the Financial Year 2017-18 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, 2018 and the Reports of the Auditors thereon.

(i) Voted in favour of the resolution:

	Number of members present and voting (in person or by proxy) (In case of e-voting no. of members voted)	Number of votes cast by them	% of total number of valid votes cast
Poll	13	300183	97.61
E- Voting	136	86216421	99.99
Total	149	86516604	99.98

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(ii) Voted against the resolution:

	Number of members present and voting (in person or by proxy) (In case of e-voting no. of members voted)	Number of votes cast by them	% of total number of valid votes cast
Poll	3	7363	2.39
E- Voting	4	7812	0.01
Total	7	15175	0.02

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	42

(b) Resolution No.2 – Approval of the re-appointment of Basant Kumar Birla (DIN 00055898), a director retiring by rotation.

(i) Voted in favour of the resolution:

	Number of members present and voting (in person or by proxy) (In case of e-voting no. of members voted)	Number of votes cast by them	% of total number of valid votes cast
Poll	13	300183	97.61
E- Voting	124	85777496	99.48
Total	137	86077679	99.47



(ii) Voted against the resolution:

	Number of members present and voting (in person or by proxy) (In case of e-voting no. of members voted)	Number of votes cast by them	% of total number of valid votes cast
Poll	3	7363	2.39
E- Voting	15	446687	0.52
Total	18	454050	0.53

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	42

for



[Signature]

(c) **Resolution No.3** – Appointment of Jikyeong Kang (DIN 08045661) as an Independent Director for an initial period of five years.

(i) Voted in favour of the resolution:

	Number of members present and voting (in person or by proxy) (In case of e-voting no. of members voted)	Number of votes cast by them	% of total number of valid votes cast
Poll	12	300139	97.59
E- Voting	129	86215735	99.99
Total	141	86515874	99.98

(ii) Voted against the resolution:

	Number of members present and voting (in person or by proxy) (In case of e-voting no. of members voted)	Number of votes cast by them	% of total number of valid votes cast
Poll	4	7407	2.41
E- Voting	10	8448	0.01
Total	14	15855	0.02

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	42

(d) **Resolution No.4** – Confirmation of the Remuneration payable to the Cost Auditors for conducting the audit of the Company's cost accounting records for the Financial Year 2017 - 18.

(i) Voted in favour of the resolution:

	Number of members present and voting (in person or by proxy) (In case of e-voting no. of members voted)	Number of votes cast by them	% of total number of valid votes cast
Poll	13	300183	97.61
E- Voting	130	86223673	99.99
Total	143	86523856	99.99



(ii) Voted against the resolution:

	Number of members present and voting (in person or by proxy) (In case of e-voting no. of members voted)	Number of votes cast by them	% of total number of valid votes cast
Poll	3	7363	2.39
E- Voting	9	510	0.01
Total	12	7873	0.01

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	42

(e) **Resolution No.5** – Appointment of Chander Kumar Jain (DIN 08125968), as a Whole-time Director, for a period of one year effective 4th May, 2018 and approval of payment of remuneration to him for this period.

(i) Voted in favour of the resolution:

	Number of members present and voting (in person or by proxy) (In case of e-voting no. of members voted)	Number of votes cast by them	% of total number of valid votes cast
Poll	13	300183	97.61
E- Voting	122	86214075	99.99
Total	135	86514258	99.98

(ii) Voted against the resolution:

	Number of members present and voting (in person or by proxy) (In case of e-voting no. of members voted)	Number of votes cast by them	% of total number of valid votes cast
Poll	3	7363	2.39
E- Voting	16	10098	0.01
Total	19	17461	0.02

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	42



5. An excel file containing a list of equity shareholders who voted "FOR", "AGAINST" each resolution is being sent separately.
7. The poll papers and all other relevant records are being sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Yours Faithfully,



SALIL BANERJEE
(Scrutinizer)

Place: KOLKATA

Dated: 14th July, 2018

