

V.K.SHARMA & CO.

Company Secretaries

422, Ocean Plaza, Sector-18, Noida-201 301

Tel. 4221470, Mobile: 9818816592

E-mail: vks_cosecy@yahoo.com

Consolidated Scrutinizer's Report

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

To,

The Chairman of 28th Annual General Meeting of the Equity Shareholders (Members) of Kothari Fermentation and Biochem Limited (the Company) held on the 28th day of September, 2018 at "Bipin Chandra Pal Memorial Trust Auditorium" Satindra Mohandev Charitable Medical Centre, A-81, Chittranjan Park, New Delhi – 110 019

Dear Sir,

1. I, Vijay Kumar Sharma, Company Secretary in practice, have been appointed as a scrutinizer by the Board of Directors of Kothari Fermentation and Biochem Limited (the Company) for the purpose of:
 - (i) Scrutinizing the e-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (Rules), and
 - (ii) I was also appointed as scrutinizer to scrutinize the voting process at the said AGM.
2. I have issued separate Scrutinizer's Report dated 29th September 2018 on the remote e-voting through electronic voting system and on the poll at the AGM on the resolutions contained in the notice to the AGM. The consolidated Scrutinizer's report on the results of voting through electronic means and poll at the AGM is annexed as Annexure I.

V.K.SHARMA & CO.

Company Secretaries

3. The electronic data and all other relevant records relating to the 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.

(V.K. Sharma)

FCS: 3440

Scrutinizer

Place: New Delhi

Date: 29th September, 2018

Kothari Fermentation and Biochem Limited

28th Annual General Meeting – 28.09.2018

Consolidated Results of E-Voting & Poll at the AGM on:

Item No. 1- Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements for the year ended 31st March, 2018, and the reports of the Directors and Auditors thereon.

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	14	11764512	7	9613	21	11774125	100%
Dissent	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Total	14	11764512	7	9613	21	11774125	100%

Based on the above results, I report that the Ordinary Resolution in Item No 1 of the Notice of AGM has been passed with requisite majority.

Kothari Fermentation and Biochem Limited

28th Annual General Meeting – 28.09.2018

Consolidated Results of E-Voting & Poll at the AGM on:

Item No. 2- Ordinary Resolution

To reappoint Mr.Pramod Kumar Kothari (DIN:00086145) as Chairman & Managing Director of the Company for a period of 5 years, w.e.f. 01.04.2018 and to approve his remuneration.

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	14	11764512	7	9613	21	11774125	100%
Dissent	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Total	14	11764512	7	9613	21	11774125	100%

Based on the above results, I report that the Ordinary Resolution in Item No 2 of the Notice of AGM has been passed with requisite majority.

Kothari Fermentation and Biochem Limited

28th Annual General Meeting – 28.09.2018

Consolidated Results of E-Voting & Poll at the AGM on:

Item No. 3- Ordinary Resolution

To reappoint Mrs. Kavita Devi Kothari, (DIN:00120415) as Whole-Time Director of the Company for a period of 5 years, w.e.f. 01.04.2018 and to approve her remuneration.

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	13	11762512	7	9613	20	11772125	99.98%
Dissent	1	2000	NIL	NIL	1	2000	0.02%
Total	14	11764512	7	9613	21	11774125	100%

Based on the above results, I report that the Ordinary Resolution in Item No 3 of the Notice of AGM has been passed with requisite majority.

(V.K. Sharma)
FCS: 3440
Scrutinizer

Countersigned by:
Kothari Fermentation and Biochem Limited

Kavita Tanwar
Company Secretary

Place: New Delhi
Date: 29th September, 2018