

**V.K SHARMA & CO.**

Company Secretaries  
B-1902, Ace Aspire, Techzone 4  
Greater Noida (West)-201301  
Tel: Mobile: 9818816592,9811009592  
E-Mail: vks\_cosecy@yahoo.com

**Scrutinizer's Report**

*[Pursuant to Section 108 of the Companies Act, 2013 and  
Rule 20(4)(xii) of the Companies (Management and Administration) Rules,  
2014 as amended]*

To,

The Chairperson of 31<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders (Members) of **KOTHARI FERMENTATION AND BIOCHEM LIMITED** (the Company) held on the 30<sup>th</sup> day of September, 2021 at 11.30 A.M. through Video Conferencing (VC)/Other Audio Visual Means.

Dear Sir,

I, Vijay Kumar Sharma, Company Secretary in practice, appointed as a scrutinizer by the Board of Directors of KOTHARI FERMENTATION AND BIOCHEM LIMITED (the Company) for the purpose of Scrutinizing the e-voting process (remote e-voting) and electronic voting (e-voting) during the AGM under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended (Rules), in respect of the below mentioned resolutions proposed at the 31<sup>th</sup> Annual General Meeting of the Equity Shareholders of the company held on 30<sup>th</sup> September 2021 at 11.30 A.M through Video Conferencing submit my report as hereunder:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the AGM by the shareholders on the resolutions proposed in the Notice of the 31<sup>st</sup> Annual General Meeting is the responsibility of the Management. My responsibility as a scrutinizer is to ensure that the voting processes both remote e-voting and e-voting at the AGM are carried out in a fair and transparent manner and to render a consolidated scrutinizer's report on the votes cast for and against each resolution, to the Chairman.
2. The facilities of remote e-voting prior to the AGM and e-voting were provided by National Securities Depositories Limited (NSDL).

V.K SHARMA & CO.  
Company Secretaries

3. The remote e-voting opened on 09.00 A.M on 27<sup>th</sup> September 2021 and remained opened up to 05.00 P.M. on 29<sup>th</sup> September 2021 in accordance with the Notice of the 31<sup>st</sup> AGM of the Company.
4. After the conclusion of the meeting the Company Secretary declared that voting was open to the members present in the meeting for 15 more minutes and requested the shareholders to cast their votes if not done till now through electronic means.
5. As per information given to us the names of the shareholders who had cast their votes in the remote e-voting were blocked on the date of AGM and only those members who were present in the AGM through VC/OAVM and who had not voted through remote e-voting were allowed to cast their votes at the AGM electronically.
6. After closure of e-voting the votes cast by electronic means at the AGM and by remote e-voting prior to the AGM were unblocked and downloaded from NSDL site in the presence of two witnesses who were not members of the company.
7. The votes were downloaded scrutinised and counted, reviewed and results prepared. Based on the data ,the total votes cast in favour or against all resolutions as per notice of AGM are as placed in Annexure I below:

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

VIJAY KUMAR SHARMA Digitally signed by  
VIJAY KUMAR SHARMA  
Date: 2021.10.01  
20:42:05 +05'30'

**(V.K. Sharma)**

FCS: 3440

Place: Greater Noida

Date: 01st October, 2021

UDIN: F003440C001071012

**V.K SHARMA & CO.**

Company Secretaries

**Annexure-I**

**Item No. 1-** To receive, consider and adopt the Audited Financial Statements of the company for the financial year ended on 31st March, 2021, the Reports of Board of Directors and Auditors thereon.

Particulars	Remote e-Votes		Voting at the AGM		Total		Percent age (%)
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	49	11760981	1	1	50	11760982	99.99
<b>Dissent</b>	8	1739	0	0	8	1739	00.01
<b>Total</b>	57	11762720	1	1	58	11762721	100.00

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.

**Item No. 2-** To appoint a director in place of Mrs. Kavita Devi Kothari (DIN: 00120415), who retires by rotation and, being eligible, offers herself for reappointment.

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	49	11760981	1	1	50	11760982	99.99
<b>Dissent</b>	8	1739	0	0	8	1739	00.01
<b>Total</b>	57	11762720	1	1	58	11762721	100.00

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

VUAY  
KUMAR  
SHARMA  
(V.K. Sharma)

Digitally signed by  
VUAY KUMAR  
SHARMA  
Date: 2021.10.01  
20:42:47 +05'30'

FCS: 3440

Place: Greater Noida

Date: 01st October, 2021

UDIN: F003440C001071012



# KOTHARI FERMENTATION AND BIOCHEM LTD.

An ISO 22000 : 2018 & HALAL Certified Company

REGD. OFFICE: 16, COMMUNITY CENTRE, 1ST FLOOR, SAKET, NEW DELHI-110017

TEL : 26517665, 26850004, 40590944 E-mail : ktbl@airtelmail.in

Web : www.kothariyeast.in CIN : L72411DL1990PLC042502

## VOTING RESULTS

Date of AGM	30-09-2021
Record date	23-09-2021
Total number of shareholders on record date	10932
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	3
b) Public	34
<b>No. of resolution passed in the meeting</b>	<b>2</b>

## Resolution (1)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To receive, consider and adopt the Audited Financial Statements for the year ended 31st March 2021, and the reports of the Directors and Auditors thereon.						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		10935400	97.3143	10935400	0	100.0000	0.0000
	Poll	11237200						
	Postal Ballot (if applicable)							
	<b>Total</b>	<b>11237200</b>	<b>10935400</b>	<b>97.3143</b>	<b>10935400</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	56400						
	Postal Ballot (if applicable)							
	<b>Total</b>	<b>56400</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting		827321	22.3214	825582	1739	99.7898	0.2102
	Poll	3706400						
	Postal Ballot (if applicable)							
	<b>Total</b>	<b>3706400</b>	<b>827321</b>	<b>22.3214</b>	<b>825582</b>	<b>1739</b>	<b>99.7898</b>	<b>0.2102</b>
<b>Total</b>	<b>Total</b>	<b>15000000</b>	<b>11762721</b>	<b>78.4181</b>	<b>11760982</b>	<b>1739</b>	<b>99.9852</b>	<b>0.0148</b>
<b>Whether resolution is Pass or Not.</b>								<b>Yes</b>





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Web : www.kothariyeast.in CIN : L72411DL1990PLC042502

## Resolution (2)

Resolution required: (Ordinary / Special)  
Whether promoter/promoter group are interested in the agenda/resolution?

Ordinary

Yes

Description of resolution considered

To appoint a director in place of Mrs. Kavita Devi Kothari(DIN:00120415), who retires by rotation and being eligible, offer herself for reappointment.

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		10935400	97.3143	10935400	0	100.0000	0.0000
	Poll	11237200						
	Postal Ballot (if applicable)							
	Total	11237200	10935400	97.3143	10935400	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	56400						
	Postal Ballot (if applicable)							
	Total	56400	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		827321	22.3214	825582	1739	99.7898	0.2102
	Poll	3706400						
	Postal Ballot (if applicable)							
	Total	3706400	827321	22.3214	825582	1739	99.7898	0.2102
<b>Total</b>	<b>Total</b>	<b>15000000</b>	<b>11762721</b>	<b>78.4181</b>	<b>11760982</b>	<b>1739</b>	<b>99.9852</b>	<b>0.0148</b>
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	

