



KESAR ENTERPRISES LIMITED

Regd. Off: Oriental House, 7 Jamshedji Tata Road, Churchgate, Mumbai-400 020, India. Website : <http://www.kesarindia.com>
Phone : (+91-22) 22042396 / 22851737 Fax : (+91-22) 22876162 E-mail : headoffice@kesarindia.com
CIN : L24116MH1933PLC001996

23rd September, 2019

To,

The Secretary Corporate Relationship Department Bombay Stock Exchange Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001 Scrip: 507180	The Assistant Vice President Listing Department, National Stock Exchange of India Ltd. 5 th Floor, Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 Scrip Symbol: KESARENT
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Dear Sir / Madam,

Sub: 84th Annual General Meeting of the Company.

This is to inform you that at the 84th Annual General Meeting of the Company held today i.e. on 20th September, 2019 at 3:30 p.m. at M. C. Ghia Hall, Bhogilal Hargovindas Building, 4th Floor, 18/20, Kaikhushru Dubash Marg, Mumbai 400001 all the items of business as mentioned in the Notice convening the said Annual General Meeting have been transacted and all the Resolutions (Resolution Nos. 1 to 4) have been passed by the Shareholders by requisite majority either by E-voting or through voting conducted at the Annual General Meeting. In this regard please find enclosed the following:

1. Consolidate Report of Scrutinizer pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20(4)(xii) of the Companies (Management & Administration) Amendment Rules, 2014 as amended.
2. Voting Results as required under regulation 44(3) of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015.

The Results alongwith the Report of the Scrutinizer are being uploaded on the website of the Company and on the website of the CDSL.

Kindly put the same on your notice board for the information of your Members and also for the Shareholders of the Company.

Thanking you,

Yours faithfully,
For Kesar Enterprises Ltd.

D J Shan
**Sr. Vice President (Legal) &
Company Secretary**



Encl: As above



Ragini Chokshi & Co.

Tel. : 022-2283 1120
022-2283 1134

Company Secretaries

34, Kamer Building, 5th Floor, 38 Cawasji Patel Street, Fort, Mumbai - 400 001.
E-mail : ragini.c@rediffmail.com / mail@csraginichokshi.com
web: csraginichokshi.com

Date : 21.09.2019

Consolidated Scrutinizer's Report

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended]

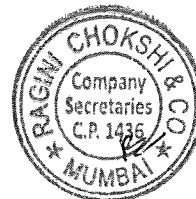
To
The Chairman & Managing Director,
Kesar Enterprises Ltd.
Oriental House
7, Jamshedji Tata Road,
Churchgate
Mumbai 400020.

Re: Consolidated Scrutinizer's Report of 84th Annual General Meeting (AGM) of the Equity Shareholders of **KESAR ENTERPRISES LIMITED**, held on Friday, 20th September 2019, at 3:30 P.M. at M. C. Ghia Hall, Bhogilal Hargovindas Building, 4th Floor, 18/20, Kaikhushru Dubash Marg, Mumbai 400001.

Dear Sir,

I, Ragini Chokshi, Partner of M/s. Ragini Chokshi & Co., a Company Secretary Firm having its registered office at 34, Kamer Bldg., 5th Floor, 38, Cawasji Patel Street, Fort, Mumbai-400001, have been appointed as the Scrutinizer by the Board of Directors of **Kesar Enterprises Limited** (the Company) for the purpose of:

- (i) Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, and
- (ii) Scrutinizing the physical ballot (Poll) voting process under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, conducted for passing the resolutions contained in the Notice convening the 84th Annual General Meeting of the Equity Shareholders of the Company held on Friday, 20th September 2019, at 3.30 P.M. at M.C. Ghia Hall, Bhogilal Hargovindas Building, 4th Floor, 18/20, Kaikhushru Dubash Marg, Mumbai 400001.



The Notice dated 14th August, 2019 convening the Annual General Meeting along with the statement setting out material facts under Section 102 of the Companies Act, 2013 were sent to the shareholders in respect of the below mentioned resolutions to be passed at the 84th Annual General Meeting of the Equity Shareholders of the Company.

The Company had availed the remote e - voting facility offered by Central Depository Services (India) Limited (CDSL) for facilitating remote e-voting to the Shareholders of the Company. The Company also provided voting by physical ballot (Poll) at the venue of the Annual General Meeting to those members who attended the Annual General Meeting and who had not voted electronically.

The Shareholders of the Company holding shares of the Company as on the "cut-off" date of 13th September, 2019 were entitled to vote on the resolutions as contained in the Notice of Annual General Meeting of the Company.

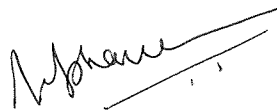
The period for remote e-voting commenced on Monday, 16th September, 2019 at 9:00 A.M. and ended on Thursday, 19th September, 2019 at 5:00 P.M. The CDSL e-voting platform was blocked thereafter.

On 19th September, 2019, after the end of the remote e-voting period, I was provided access to details of the members who had opted for e-voting. The details such as the name of the member, folio no., and number of shares held by the member could be seen to ensure that these members do not vote again at the Annual General Meeting. However, the manner in which the votes cast by the members by e-voting were not available.

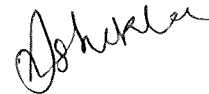
Further, the Chairman announced the poll at the Annual General Meeting for the Shareholders who attended the meeting and had not cast their vote earlier through remote e-voting.

After the time fixed for closing of the poll by the Chairman, One (1) ballot box kept for polling was locked in our presence with due identification marks placed by me.

The locked ballot box was subsequently opened in the presence of two witnesses, who are not in the employment of the Company. They have signed below in confirmation of the ballot box being opened in their presence.



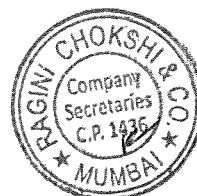
Name: Nirali Bhanushali



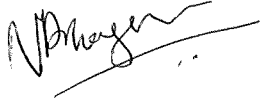
Name: Abhishek Shukla

The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by Sharex Dynamic (India) Pvt. Ltd., Registrar and Transfer Agents of the Company and the authorization/proxies lodged with the Company.

There were no poll papers, which were incomplete and /or which were otherwise found defective to be treated as invalid.



The votes cast through e-voting were unblocked after the Annual General Meeting in the presence of two witnesses; they have signed below in confirmation of the votes being unblocked in their presence.



Name: Nirali Bhanushali



Name: Abhishek Shukla

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the e-voting website of CDSL and also the ballot forms received during the poll process at the Annual General Meeting.

The Consolidated Report on the result of the remote e-voting and voting at the meeting through poll (physical ballot) in respect of the said Resolutions is as under:

Resolution No.1: Ordinary Resolution:

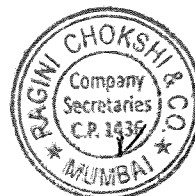
To receive, consider and adopt the audited Balance Sheet as at 31st March, 2019 and Statement of Profit & Loss for the period ended on that date together with the Reports of Board of Directors and Auditors thereon.

(i) Voted **in favor** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	38	7536278	99.9858
Physical Ballot	10	1051	0.0139
Total	48	7537329	99.9997

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	2	21	0.0003
Physical Ballot	0	0	0
Total	2	21	0.0003



(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	0	0
Physical Ballot	0	0

Resolution No.2: Ordinary Resolution:

To appoint a Director in place of Shri H R Kilachand [DIN 00294835], who retires by rotation and being eligible, offers himself for reappointment.

(i) Voted **in favor** of the resolution:

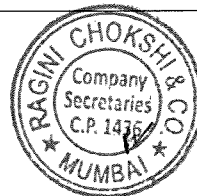
Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	38	7536278	99.9858
Physical Ballot	10	1051	0.0139
Total	48	7537329	99.9997

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	2	21	0.0003
Physical Ballot	0	0	0
Total	2	21	0.0003

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	0	0
Physical Ballot	0	0



Resolution No.3: Ordinary Resolution:

To Ratify the Appointment and payment of remuneration to Rishi Mohan Bansal, Cost Accountant, Kanpur (Registration No.000022) as Cost Auditor, to conduct the audit of the Cost Records of the Company relating to Sugar & Industrial Alcohol and Electricity for the year ending 31st March, 2020.

(i) Voted in favor of the resolution:

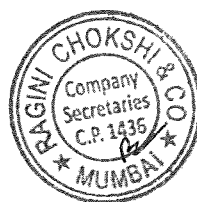
Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	38	7536278	99.9858
Physical Ballot	10	1051	0.0139
Total	48	7537329	99.9997

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	2	21	0.0003
Physical Ballot	0	0	0
Total	2	21	0.0003

(iii) Invalid votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	0	0
Physical Ballot	0	0



Resolution No.4: Special Resolution:

Reappointment of Shri H R Kilachand as Whole-Time Director designated as Chairman & Managing Director and payment of his remuneration.

(i) Voted **in favor** of the resolution:

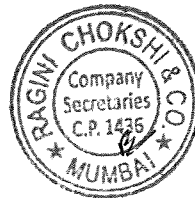
Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	38	7536278	99.9858
Physical Ballot	10	1051	0.0139
Total	48	7537329	99.9997

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	2	21	0.0003
Physical Ballot	0	0	0
Total	2	21	0.0003

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	0	0
Physical Ballot	0	0



RESULTS:

All the resolutions sated above from 01 to 04 have been passed with requisite majority.

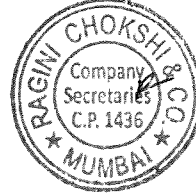
The Register, all other papers and relevant records relating to electronic voting and physical ballot papers, shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting, after which the same will be handed over to the Company Secretary for safe keeping.

Thanking You,
Yours faithfully,

Place: Mumbai

Date: 21.09.2019

FOR RAGINI CHOKSHI & CO.



R. K. Chokshi

RAGINI CHOKSHI
(Partner)

C.P. Number: 1436

Membership number: 2390

Counter Signed by

For KESAR ENTERPRISES LIMITED

A handwritten signature in black ink, appearing to read "D J Shah".

D J SHAH
SR. VICE PRESIDENT [LEGAL] &
COMPANY SECRETARY



KESAR ENTERPRISES LIMITED

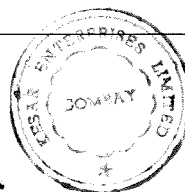
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Phone : (+91-22) 22042396 / 22851737 Fax : (+91-22) 22876162 E-mail : headoffice@kesarindia.com
CIN : L24116MH1933PLC001996

Voting Results

Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

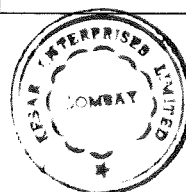
Description	Particulars
Date of Annual General Meeting	20 th September, 2019
Total number of Shareholders on record date	5409
No. of shareholders present in the meeting either in person or through proxy :	42
Promoters and Promoters Group	8
Public	34
No. of shareholders present in the meeting through Video Conferencing:	
Promoters and Promoters Group	Nil
Public	Nil

D. Shah



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 balance sheet as at 31st March, 2019 and statement of profit and loss for the period ended on that date together with the report of board of 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	6978642	6969559	99.8698	6969539	20	99.9997	0.0003
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		6978642	6969559	99.8698	6969539	20	99.9997
Public- Institutions	E-Voting	515894	305172	59.154	305172	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		515894	305172	59.154	305172	0	100
Public- Non Institutions	E-Voting	2585146	261568	10.1181	261567	1	99.9996	0.0004
	Poll		1051	0.0407	1051	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2585146	262619	10.1588	262618	1	99.9996
Total		10079682	7537350	74.7777	7537329	21	99.9997	0.0003
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

DR



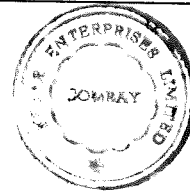
Resolution(2)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To appoint a Director in place of Shri H R Kilachand [DIN 00294835], who retires by rotation and being eligible, offers himself 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	6978642	6969559	99.8698	6969539	20	99.9997	0.0003
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		6978642	6969559	99.8698	6969539	20	99.9997
Public- Institutions	E-Voting	515894	305172	59.154	305172	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		515894	305172	59.154	305172	0	100
Public- Non Institutions	E-Voting	2585146	261568	10.1181	261567	1	99.9996	0.0004
	Poll		1051	0.0407	1051	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2585146	262619	10.1588	262618	1	99.9996
Total		10079682	7537350	74.7777	7537329	21	99.9997	0.0003
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution								

D. Shel



Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Ratify the Appointment and payment of remuneration to Rishi Mohan Bansal, Cost Accountant, Kanpur (Registration No.000022) as Cost Auditor, to conduct the audit of the Cost Records of the Company relating to Sugar & Industrial Alcohol and Electricity for the year ending 31st March, 2020.				
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	6978642	6969559	99.8698	6969539	20	99.9997	0.0003
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		6978642	6969559	99.8698	6969539	20	99.9997
Public-Institutions	E-Voting	515894	305172	59.154	305172	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		515894	305172	59.154	305172	0	100
Public- Non Institutions	E-Voting	2585146	261568	10.1181	261567	1	99.9996	0.0004
	Poll		1051	0.0407	1051	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2585146	262619	10.1588	262618	1	99.9996
Total		10079682	7537350	74.7777	7537329	21	99.9997	0.0003
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Dhal



Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Reappointment of Shri H R Kilachand as Whole-Time Director designated as Chairman & Managing Director and payment of his remuneration.				
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	6978642	6969559	99.8698	6969539	20	99.9997	0.0003
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		6978642	6969559	99.8698	6969539	20	99.9997
Public- Institutions	E-Voting	515894	305172	59.154	305172	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		515894	305172	59.154	305172	0	100
Public- Non Institutions	E-Voting	2585146	261568	10.1181	261567	1	99.9996	0.0004
	Poll		1051	0.0407	1051	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2585146	262619	10.1588	262618	1	99.9996
Total		10079682	7537350	74.7777	7537329	21	99.9997	0.0003
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution								

Dshat

