



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 August, 2024

BSE Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001

Scrip Code: 507180

Dear Sir,

Sub: Submission of Voting Results along with Consolidated Report of Scrutinizer, in respect of 89th Annual General Meeting ("AGM") of the Company held on Thursday, 22nd August, 2024.

As required under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the following documents:

- 1) Consolidated Report of Scrutinizer issued pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4) (xii) of the Companies (Management & Administration) Rules, 2014 (**Annexure 'A'**)
- 2) Voting Results in the format prescribed by Securities and Exchange Board of India ("SEBI") (**Annexure 'B'**)

Please note that the Voting Results along with the Scrutinizer's Report are being uploaded on the website of the Company and on the website of Link Intime India Private Limited.

You are requested to kindly take the above information on record.

Thanking you,

Yours faithfully,
For Kesar Enterprises Limited

Gaurav Sharma
Company Secretary &
Assistant Vice President (Legal & HR)



End! As above

**DHRUMIL M. SHAH & CO. LLP**

Practising Company Secretaries

Ref: 1045/2024-25

CONSOLIDATED SCRUTINIZER'S REPORT

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

To,
The Chairman,
Kesar Enterprises Limited
CIN: L24116MH1933PLC001996
Oriental House, 7 Jamshedji Tata Road,
Churchgate, Mumbai – 400020, Maharashtra, India

Dear Sir,

Sub: Consolidated Scrutinizer's Report of e-voting conducted for the 89th Annual General Meeting ('AGM') of Kesar Enterprises Limited ('the Company') held on Thursday, 22nd August 2024 at 3:00 p.m. (IST) through Video Conferencing ('VC') / other audio visual means ('OAVM')

I, Dhrumil M. Shah, partner of M/s. Dhrumil M. Shah & Co. LLP, Practising Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of Kesar Enterprises Limited (hereinafter called as "the Company"), pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, ("the Rules") and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the purpose of scrutinizing the votes cast by the members through remote e-voting and e-voting during the AGM (hereinafter referred to as 'e-voting') in respect of resolutions proposed in the Notice of the 89th AGM of the Company held on Thursday, 22nd August 2024 at 3:00 p.m. (IST) onwards through video conferencing facility ("VC") / other audio visual means ("OAVM").

The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 ('the Act') and the Rules thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') relating to e-voting by the members on the resolutions proposed in the Notice.

My responsibility as a Scrutinizer was restricted to scrutinize the e-voting, in a fair and transparent manner and to prepare a Consolidated Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the Notice for ascertaining the requisite majority, based on the reports generated from the e-voting system provided by the Link Intime India Private Limited ("Link Intime"), the service provider engaged by the Company to provide e-voting facility to its members.

The Members of the Company holding shares as on the "cut-off" date as set out in the Notice i.e., **Friday, 16th August, 2024** were entitled to vote on the resolutions set out in the Notice and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date.



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The remote e-voting commenced at 09.00 a.m. (IST) on Monday, 19th August, 2024 and concluded at 05.00 p.m. (IST) on Wednesday, 21st August, 2024.

The votes cast during the e-voting were unblocked on **August 22, 2024 around 04.08 P.M.** in the presence of two witnesses who are not in the employment of the Company.

I have scrutinized and reviewed the votes cast through remote e-voting and e-voting during the AGM based on the data downloaded from the Link Intime's e-voting system.

I now submit the Consolidated Scrutinizer's Report on the results of the e-voting, based on the report generated by Link Intime in respect of the following resolutions as under:

ORDINARY BUSINESS:

ORDINARY RESOLUTION

- 1) To receive, consider and adopt the audited Balance Sheet as at 31st March, 2024 and Statement of Profit & Loss for the period ended on that date together with the Reports of Board of Directors and Auditors thereon

- i. Voting "in favour" of resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
73	75,01,905	99.9999

- ii. Voting "against" the resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
1	10	0.0001

- iii. Invalid Votes

Total number of Members	Total number of votes cast by them
0	0

- 2) To appoint a Director in place of Shri Devendra J Shah (DIN: 03095028), who retires by rotation and being eligible, offers himself for re-appointment:

- i. Voting "in favour" of resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
72	75,01,904	99.9999

- ii. Voting "against" the resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
2	11	0.0001



iii. Invalid Votes

Total number of Members	Total number of votes cast by them
0	0

SPECIAL BUSINESS:

ORDINARY RESOLUTION

3) Revision in Fee of Statutory Auditors:

i. Voting "in favour" of resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
72	75,01,904	99.9999

ii. Voting "against" the resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
2	11	0.0001

iii. Invalid Votes

Total number of Members	Total number of votes cast by them
0	0

ORDINARY RESOLUTION

4) Ratification of Remuneration to Cost Auditor for Financial Year 2024-25:

i. Voting "in favour" of resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
73	75,01,905	99.9999

ii. Voting "against" the resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
1	10	0.0001

iii. Invalid Votes

Total number of Members	Total number of votes cast by them
0	0



SPECIAL RESOLUTION

5) Re- appointment of Mrs. Ranjana Sinha (DIN: 06989942) as an Independent Director of the Company:

i. Voting "in favour" of resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
71	75,01,903	99.9998

ii. Voting "against" the resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
3	12	0.0002

iii. Invalid Votes

Total number of Members	Total number of votes cast by them
0	0

Based on the above e-voting results, for each resolution, the valid votes cast by the members in favour are more than valid votes cast against. Accordingly, you may declare the results of e-voting.

All electronic data and relevant records relating to e-voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the 89th AGM and thereafter, the same shall be handed over to the Company Secretary for safe keeping.

Place : Mumbai
Date : 23rd August, 2024



For Dhrumil M. Shah & Co. LLP
Practising Company Secretaries
ICSI URN: L2023MH013400
PRN: 3147/2023

A handwritten signature in black ink, appearing to read "Dh. M. Shah", written over a horizontal line.

Dhrumil M. Shah
Partner
FCS 8021 | CP 8978
UDIN: F008021F001032990

We, the undersigned, have witnessed that the results of e-voting were unblocked and downloaded from the Link Intime (e-voting service provider)'s platform in our presence on **August 22, 2024.**



Dhiraj Palav



Devesh Nerurkar

Countersigned by



Gaurav Sharma
Company Secretary & A.V.P (Legal & HR)



General information about company	
Scrip code	507180
NSE Symbol	
MSEI Symbol	
ISIN	INE133B01019
Name of the company	KESAR ENTERPRISES LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	22-08-2024
Start time of the meeting	3:00 PM
End time of the meeting	3:58 PM



Scrutinizer Details	
Name of the Scrutinizer	Dhrumil M Shah
Firms Name	M/s Dhrumil M Shah & Co. LLP
Qualification	CS
Membership Number	FCS 8021
Date of Board Meeting in which appointed	22-05-2024
Date of Issuance of Report to the company	23-08-2024



Voting results	
Record date	16-08-2024
Total number of shareholders on record date	4389
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	9
b) Public	44
No. of resolution passed in the meeting	5
Disclosure of notes on voting results	



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, 2024 and Statement of Profit & Loss for the period ended on that date together with the Reports 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	7148328	7146099	99.9688	7146099	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7148328	7146099	99.9688	7146099	0	100
Public- Institutions	E-Voting	176645	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		176645	0	0	0	0	0
Public- Non Institutions	E-Voting	2754709	355816	12.9166	355806	10	99.9972	0.0028
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2754709	355816	12.9166	355806	10	99.9972
Total		10079682	7501915	74.4261	7501905	10	99.9999	0.0001
Whether resolution is Pass or Not							Yes	
Disclosure of notes on resolution								



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 Devendra J Shah (DIN: 03095028), who retires by rotation and being eligible, offers himself for re-appointment				
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	7148328	7146099	99.9688	7146099	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7148328	7146099	99.9688	7146099	0	100
Public-Institutions	E-Voting	176645	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		176645	0	0	0	0	0
Public- Non Institutions	E-Voting	2754709	355816	12.9166	355805	11	99.9969	0.0031
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2754709	355816	12.9166	355805	11	99.9969
Total		10079682	7501915	74.4261	7501904	11	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Revision in Fee of Statutory Auditors				
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	7148328	7146099	99.9688	7146099	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7148328	7146099	99.9688	7146099	0	100
Public- Institutions	E-Voting	176645	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		176645	0	0	0	0	0
Public- Non Institutions	E-Voting	2754709	355816	12.9166	355805	11	99.9969	0.0031
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2754709	355816	12.9166	355805	11	99.9969
Total		10079682	7501915	74.4261	7501904	11	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of Remuneration to Cost Auditor for Financial Year 2024-25				
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	7148328	7146099	99.9688	7146099	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7148328	7146099	99.9688	7146099	0	100
Public- Institutions	E-Voting	176645	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		176645	0	0	0	0	0
Public- Non Institutions	E-Voting	2754709	355816	12.9166	355806	10	99.9972	0.0028
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2754709	355816	12.9166	355806	10	99.9972
Total		10079682	7501915	74.4261	7501905	10	99.9999	0.0001
Whether resolution is Pass or Not							Yes	
Disclosure of notes on resolution								



Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mrs. Ranjana Sinha (DIN:06989942) as an Independent Director				
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	7148328	7146099	99.9688	7146099	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7148328	7146099	99.9688	7146099	0	100
Public-Institutions	E-Voting	176645	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		176645	0	0	0	0	0
Public- Non Institutions	E-Voting	2754709	355816	12.9166	355804	12	99.9966	0.0034
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2754709	355816	12.9166	355804	12	99.9966
Total		10079682	7501915	74.4261	7501903	12	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

