

January 02, 2024

Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza
Bandra - Kurla Complex
Bandra [E], Mumbai - 400 051

Dear Sirs,

Stock Code - **KOTARISUG**

Sub: Intimation under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Details of Postal Ballot Remote e-voting results.

Ref: Our earlier letter dated November 29, 2023

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed remote e-voting results along with Scrutinizer Report on the Resolutions passed through Postal Ballot vide Postal Ballot Notice dated November 08, 2023.

Kindly acknowledge and take this into your records.

Thanking You,

Yours faithfully
for **Kothari Sugars & Chemicals Limited**

R. Prakash
Company Secretary & Compliance Officer

Encl.: as above

January 02, 2024

Sub: Declaration of e-voting results on the Resolutions passed through Postal Ballot vide Postal Ballot Notice dated November 08, 2023

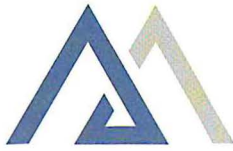
The details are as follows:

Sl. No.	Postal Ballot Notice Items	Type of Resolution
1.	Appointment of Mr. M. R. Mohan (DIN: 10289673) as an Independent Director of the Company.	Special Resolution
2.	Appointment of Mr. S. Sundarraman (DIN: 01032768) as an Independent Director of the Company.	Special Resolution

Based on the Report of the Scrutinizer, I hereby declare that the Resolutions for the above-mentioned items have been passed with **requisite majority**.

Thanking you

for **Kothari Sugars and Chemicals Limited****Nina B. Kothari**
Chairperson



M. Alagar & Associates
Practising Company Secretaries

SCRUTINIZER REPORT ON THE POSTAL BALLOT

(Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended)

To,
The Chairperson,
Kothari Sugars and Chemicals Limited
Kothari Bldgs.,
115, Nungambakkam High Road,
Chennai - 600034

Sub: Scrutinizer's Report on passing of the Resolutions set-out in the postal ballot notice dated November 08, 2023, through remote e-Voting

Dear Sir,

1. We M. Alagar & Associates, (Unique Code of Partnership Firm: P2011TN078800), a peer reviewed firm of Practicing Company Secretaries, Chennai have been appointed as the Scrutinizer by the Board of Directors of **Kothari Sugars and Chemicals Limited ("the Company")**, to scrutinize the postal ballot through remote e-voting process in a fair and transparent manner and ascertaining the requisite majority on the postal ballot resolutions contained in postal ballot notice dated November 08, 2023 ("**the Notice**") in accordance with the provisions of Section 108 and 110 of Companies Act, 2013 ("**the Act**"), read with Rule 20 & Rule 22 of the Companies (Management and Administration) Rules, 2014 ("**Rules**") as amended from time to time and subject to Regulation 25 and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 ("**LODR Regulations**") in accordance with the guidelines prescribed by the Ministry of Corporate Affairs ("**the MCA**"), vide General Circular Nos. 14/2020 dated 8th April 2020, 17/2020 dated 13th April, 2020, and subsequent circulars of which latest being 09/ 2023 dated September 25, 2023 (collectively "**the MCA Circulars**") allowing the companies to conduct postal ballot process through e-voting.
2. We submit our report as under;
 - (i) The company has completed the dispatch of Notice of Postal Ballot by e-mail on November 29, 2023 to its Members, whose name appeared on the Register of Members / List of Beneficial Owners as on November 24, 2023 ("**Cut Off Date**").
 - (ii) The company has made an advertisement regarding dispatch of postal ballot notice in Financial Express (English Language) and in Makkal Kural (Tamil Language) dated November 30, 2023.

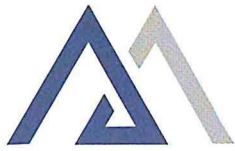


+91 90031 99947, +91 44 4852 9977

alagar@alagarassociates.com, www.alagarassociates.com

#21-B, 1st Floor, A.R.K. Colony, Eldams Road,
Alwarpet, Chennai - 600 018.

GST No : 33ABMFM8069L1ZL



- (iii) The Company had availed the voting facility offered by Central Depository Service (India) Limited ("CDSL"), for facilitating remote e-Voting to enable the members to exercise their right to vote by electronic means.
- (iv) The remote E-voting period commenced on Friday, December 01, 2023 at 9.00 A.M. and ended on Saturday, December 30, 2023 at 5.00 P.M. and the e-voting facility for members was immediately disabled thereafter.
- (v) At the end of the e-voting period, the results were downloaded from CDSL's e-voting platform (<http://www.evotingindia.com>).
- (vi) Particulars of electronic voting report generated from e-voting agency's portal have been entered in a register maintained for the purpose in accordance with the Companies (Management and Administration) Rules, 2014 as amended.
- (vii) The shareholders exercised their voting only by electronic mode and a summary of e-voting are given hereunder below:-

Resolution No: 1

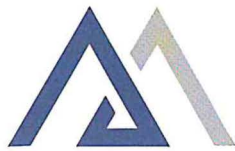
Special Resolution to appoint Mr. M. R. Mohan (DIN: 10289673) as an Independent Director of the Company

S. No	Particulars	Total	Assent	Dissent
1.	Total Number of members voting	182	174	8
2.	Number of votes cast by them	6,26,46,147	6,26,44,210	1937
3.	% of votes cast	100	99.9969	0.0031

RESULT:

We report that the Special Resolution with regard to Resolution No. 1 as set out in the postal ballot notice dated November 08, 2023 has been passed by the members with requisite majority.





Resolution No: 2

Special Resolution to appoint Mr. S. Sundarraman (DIN: 01032768) as an Independent Director of the Company.

S. No	Particulars	Total	Assent	Dissent
1.	Total Number of members voting	182	174	8
2.	Number of votes cast by them	6,26,46,147	6,26,45,246	901
3.	% of votes cast	100.00	99.9986	0.0014

RESULT:

We report that the Special Resolution with regard to Resolution No.2 as set out in the postal ballot notice dated November 08, 2023 has been passed by the members with requisite majority.

Voting details as required under Regulation 44 of SEBI LODR is enclosed as Annexure-1 of this report.

The Electronic data and relevant records relating to remote e-Voting shall remain in our safe custody until the Chairperson considers, approves and signs the minutes of the postal ballot and thereafter the same will be handed over to the Company Secretary for the safe keeping.

You may accordingly declare the result of voting through Postal Ballot.

Thanking you
Yours truly,

For M. Alagar & Associates
Practicing Company Secretaries
Firm Registration No: P2011TN078800
Peer Review Certificate No.:1707/2022


M. Alagar
Managing Partner
FCS: 7488/COP: 8196
UDIN: F007488E003090788



for Kothari Sugars and Chemicals Limited

Chairperson

Date: January 02, 2024
Place: Chennai

Annexure -1

Date of the AGM / EGM	Not Applicable (Resolution passed through Postal Ballot on December 30, 2023 being the last date for e-voting)
Total Number of Shareholders on record date (i.e., November 24, 2023 – cut-off date for voting purpose)	64,378
No. of Shareholders present in the meeting either in person or through proxy: Promoter and Promoter Group: Public:	Not Applicable (Resolutions Passed through Postal Ballot)
No. of Shareholders attended the meeting through Video Conferencing: Promoter and Promoter Group: Public:	Not Applicable (Resolutions Passed through Postal Ballot)



The details of Voting Results with regard to the Special Resolutions as required under Regulation 44 of the SEBI Listing Regulations, are as under:

Resolution No.			1. Appointment of Mr M.R. Mohan (DIN:10289673) as an Independent Director of the Company					
Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda /resolution?			No					
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	Remote E-Voting	60947600	60947600	100.0000	60947600	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		60947600	100.0000	60947600	0	100.0000	0
Public-Institutions	Remote E-Voting	1235053	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1235053	0	0	0	0	0
Public- Non Institutions	Remote E-Voting	20705927	1698547	8.2032	1696610	1937	99.8860	0.1140
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		20705927	8.2032	1696610	1937	99.8860	0.1140
Total		82888580	62646147	75.5787	62644210	1937	99.9969	0.0031



Resolution No.			2. Appointment Mr. S. Sundarraman (DIN: 01032768) as an Independent Director of the Company.					
Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda /resolution?			No					
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	Remote E-Voting	60947600	60947600	100.0000	60947600	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	60947600	60947600	100.0000	60947600	0	100.0000	0
Public- Institutions	Remote E-Voting	1235053	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1235053	0	0	0	0	0	0
Public- Non Institutions	Remote E-Voting	20705927	1698547	8.2032	1697646	901	99.9470	0.0530
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	20705927	1698547	8.2032	1697646	901	99.9470	0.0530
Total		82888580	62646147	75.5787	62645246	901	99.9986	0.0014

