

# **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

27<sup>th</sup> August, 2021

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

Scrip Code: 507180

Sub: Submission of Voting Results of the 86<sup>th</sup> Annual General Meeting of the Company pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") along with Consolidated Report of Scrutinizer on remote e-voting and e-voting during the AGM.

This is to inform you that at the 86th Annual General Meeting of the Company held on Thursday, 26.08.2021 at 3:00 p.m. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM), all the items of business as mentioned in the Notice convening the said Annual General Meeting have been transacted and all the Resolutions have been passed by the Shareholders by requisite majority. We are enclosing herewith the following documents:

1. Voting Results in terms of Regulation 44(3) of the Listing Regulations in the format specified by SEBI.

2. Consolidated Report of Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(xii) of the Companies (Management & Administration) Rules, 2014 as amended, on remote e-voting and e-voting during the AGM.

The above are also being uploaded on the website of the Company i.e. www.kesarindia.com and on the website of the Link Intime India Pvt. Ltd. i.e. https://instavote.linkintime.co.in

Kindly take the above on record.

Yours faithfully, For Kesar Enterprises Limited

Gaurav Sharma Company Secretary & General <u>Manag</u>er (Legal)





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## Voting Results

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

Description			Particulars
Date of Annual General N	leeting		26 <sup>th</sup> August, 2021
Total number of Shareho	olders on record date		5176
No. of shareholders p	resent in the meeting eithe	r Not Appli	cable as Meeting was
in person or through p			held through Video Conferencing.
Promoters and Promoter	s Group	a star ser ser	
Public			
No. of shareholders pre	esent in the meeting through	<u> </u>	62
Video Conferencing:	1917 <b>- 1917</b> - 1917 - 191		ŰĹ
Promoters and Promoters	s Group		10
Public			52
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			Kesar	Enterprises Li	mited		· ·	
Resolution Required : (Ordi	nary)	· · · · · · · · · · · · · · · · · · ·	1. To receive, o Profit & Loss fo Auditors there	consider and adopt th or the period ended c on.	e audited Bala on that date to	nce Sheet as at gether with the	31st March, 2021 an Reports of Board of	d Statement of Directors and
Whether promoter/ promo the agenda/resolution?	ter group are ir		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
<u> </u>	E-Voting		6148642	86.4438	1.1		100.0000	0.0000
Due us a tax and Dromotor	Poll		955497	13.4333	955497	0	100.0000	0.0000
Promoter and Promoter Group	Postal Ballot	7112875	0	0.0000	0	0	0.0000	0.0000
	Total		7104139	99.8771	7104139	0	100.0000	0.0000
Na series de la construcción de la Construcción de la construcción de l	E-Voting	· · · ·	0	0.0000	0	0	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Institutions	Postal Ballot	176745	0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
	E-Voting		194771	6.9809	194771	0	100.0000	0.0000
· · · · · · · · · · · · ·	Poll		2892	0.1037	2892	0	100.0000	0.0000
Public Non Institutions	Postal Ballot Total	2790062	0	1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-			0.0000	
Total		10079682				0	100.0000	0.0000

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999			Kesar	Enterprises Li	mited			
Resolution Required : (Ordi	nary)		2. To appoint a being eligible,	Director in place of S offers himself for rea	Shri. Harsh R Ki ppointment.	lachand (DIN: (	00294835), who retire	es by rotation and
Vhether promoter/ promoter group are interested in he 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	–Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[ <b>4</b> ]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100 0.0000
······	E-Voting		6148642	86.4438	and the second se	0	100.0000	
	Poll	· · · · · · ·	955497	13.4333	955497	0	100.0000	0.0000
Promoter and Promoter Group	Postal Ballot	7112875	0	0.0000	· · · · · · · · · · · · · · · · · · ·	. 0	0.0000	
na an an Anna 1916, an a' 1919 an Maistraichtean 1966 anna ann an Anna 1917	Total		7104139	99.8771	7104139	0	100.0000	and the second
	E-Voting	and the second second	0	0.0000	0	0	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Institutions	Postal Ballot	176745	0	0.0000	C	0	0.0000	and the second s
	Total		0	0.0000	0	0	0.0000	
	E-Voting		194821	6.9827	194821	0	100.0000	
· · · · · · · · · · · · · · · · · · ·	Poll		2892	0.1037	2892	0	100.0000	0.0000
Public Non Institutions	Postal Ballot	2790062	0	0.0000	) (	)0		
	Total		197713	7.0864	197713	the second se		and the second sec
Total		10079682	7301852	72.4413	7301852	2 0	100.0000	0.0000

Note: Votes shown against Poll reflect votes cast in e-voting held during AGM

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Resolution Required : (Ordi		······································	109818W), the	the audit fees of M/s Statutory Auditors o ling statutory levies a	f the Company	from Rs. 8,50,	000 per annum to Rs.	10,00,000 per				
Whether promoter/ promo the agenda/resolution?	ter group are ir	A second s	No	No								
Category	Mode of Voting	No. of shares held	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes — in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100				
	E. Voting	[1]	6148642	86.4438		0	100.0000	0.0000				
	E-Voting Poll		955497	13.4333	955497	0	100.0000	0.0000				
Promoter and Promoter Group	Postal Ballot	7112875	0	0.0000	0	0	υ f. 0.0000	0.0000				
	Total		7104139	99.8771	7104139	Line	100.0000	0.0000				
	E-Voting Poll		0	0.0000 0.0000			0.0000 0.0000	0.0000 0.0000				
Public Institutions	Postal Ballot	176745	0	0.0000			0.0000					
	Total		0			0	0.0000					
	E-Voting		194771	6.9809		10	99.9949					
	Poll		2892	0.1037	2892	0	100.0000	0.0000				
Public Non Institutions	Postal Ballot	2790062	0	0.0000	0	0	0.0000	0.0000				
and and a second and a second second second and a second second second second second second second second secon And the point of the second	Total		197663	7.0846	197653	10	99.9949	0.0051				
Total		10079682	7301802	72.4408	7301792	10	99.9999	0.0001				

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	· · · · · · ·		Kesar	Enterprises L	imited						
Resolution Required : (Ordi	nary)			of remuneration and anpur (Registration N		nt of expenses (	o Shri Rishi Mohan B	ansal, Cost			
Whether promoter/ promoter	ter group are ir		No	ło							
Category	Mode of Voting	, No. of	No. of votes	% of Votes Polled on outstanding	No. of Votes	No. of Votes	% of Votes in favour on votes	% of Votes against			
		shares held	polled	shares	— in favour	–Against	polled	on votes polled			
an san Araba a ta ta ang Kanata ta ta ta ang La Ta san san san ta ta ta san san san san san san san san san sa		[1]	[2]	[3]={[2]/[1]}*100	[4]	<b>[5]</b>	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100			
·	E-Voting		6148642	86.4438	6148642	0	100.0000				
	Poll		955497	13.4333	955497	0	100.0000	0.0000			
romoter and Promoter	Postal Ballot	7112875	0	0.0000		0	0.0000				
	Total		7104139	99.8771	7104139	0	100.0000				
	E-Voting		0	0.0000	0	0	0.0000				
	Poll		0	0.0000	······	0	0.0000	0.0000			
Public Institutions	Postal Ballot	176745	0	0.0000	0	. 0	0.0000	in the second			
	Total	·	0		0	0	0.0000				
	E-Voting	······································	194766		194766		100.0000				
	Poll		2892	0.1037	2892	0	100.0000	0.0000			
Public Non Institutions	Postal Ballot	2790062	0		0		0.0000				
Total	Total	10079682	7301797	72.4407	7301797	0	100.0000				

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			Kesar	Enterprises L	imited			
Resolution Required : (Spe	cial)		5. Re-appoint for 2nd Term	ment of Shri Mahesh of 5 (five) consecutive	A Kuvadia (DIN e years with eff	l: 07195042) as ect from 11.07	an Independent Dire .2021	ctor of the Company
Whether promoter/ promoter/ the agenda/resolution?	oter group are i	nterested in	No					
Category	Mode of Voting	, No. of	No. of votes	% of Votes Polled on outstanding	No. of Votes	No. of Votes	% of Votes in favour on votes	% of Votes against
		shares held	polled	shares	– in favour	–Against	polled	on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
· · · · · · · · · · · · · · · · · · ·	E-Voting		6148642	86.4438	6148642	0	100.0000	
Promoter and Promoter	Poll		955497	13.4333	955497	0	100.0000	0.0000
Group	Postal Ballot Total	7112875	0 7104139	0.0000	0 <b>710413</b> 9	0	0.0000	0.0000 <b>0.0000</b>
	E-Voting		0	0.0000		0	0.0000	0.0000
	Poll		Ó	0.0000	0	0	0.0000	0.0000
Public Institutions	Postal Ballot Total	176745	0	0.0000 <b>0.0000</b>	0	0	0.0000 <b>0.0000</b>	0.0000
	E-Voting		194821	6.9827	194821	0	100.0000	0.0000
Public Non Institutions	Poll	2790062	2892	0.1037	2892	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		197713	7.0864	197713	0	100.0000	0.0000
Total		10079682	7301852	72.4413	7301852	0	100.0000	0.0000

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			Kesar	Enterprises L	imited	· · · ·					
Resolution Required : (Ord	inary)			nt of Dr. Narendra Ma the 1st Term of 5 (fiv				or of the Company to			
Whether promoter/ promother agenda/resolution?	oter group are ir	nterested in	No								
Category	Mode of Voting	No. of shares held	No. of votes	% 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			
	E-Voting		6148642	86.4438		0	100.0000	0.0000			
	Poll		955497	13.4333	955497	0	100.0000	0.0000			
Promoter and Promoter Group	Postal Ballot	7112875	0	0.0000		-	0.0000				
1949 (m. 1999) (m. 1949) (m. 1949) (m. 1949) (m. 1949)	Total		7104139	99.8771			100.0000				
	E-Voting Poll		0	0.0000 0.0000			0.0000 0.0000				
Public Institutions	Postal Ballot	176745		0.0000	0		0.0000	in the second			
	Total	· · · · · · · · · · · · · · · · · · ·		0.0000		0	0.0000				
	E-Voting		194821	6.9827	194821	0	100.0000	Contraction of the Contraction o			
	Poll		2892	0.1037	2892	0	100.0000	0.0000			
Public Non Institutions	Postal Ballot	2790062	0	0.0000	0	0	0.0000	and the second			
	Total		197713	7.0864	197713	0	100.0000	0.0000			
Total		10079682	7301852	72.4413	7301852	0	100.0000	0.0000			

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			ĸesar	Enterprises L	imitea						
Resolution Required : (Ordi	nary)	11. Ber 11. 1 19.		nt of Shri Rishabh Sha Ist Term of 5 (five) co				he Company to hold			
Whether promoter/ promo the agenda/resolution?	ter group are ir		No	Νο							
Category	Mode of Voting	No. of shares held	No. of votes	% 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			
	E-Voting		6148642	86.4438	6148642	0	100.0000	0.0000			
	Poll		955497	13.4333	955497	0	100.0000	0.0000			
Promoter and Promoter Group	Postal Ballot Total	7112875	0 7104139	0.0000 99.8771	0 7104139	0 0	0.0000 <b>100.0000</b>	A second seco			
	E-Voting		0	0.0000	0	0	0.0000	0.0000			
	Poll	······································	0	0.0000	0	0	0.0000	0.0000			
Public Institutions	Postal Ballot Total	176745	0	0.0000		0	0.0000 <b>0.0000</b>	and the second sec			
	E-Voting		194821	6.9827	194821	0	100.0000	0.0000			
	Poll		2892	0.1037	2892	0	100.0000	0.0000			
Public Non Institutions	Postal Ballot Total	2790062	0 197713	0.0000 7.0864	····	0 <b>0</b>	0.0000 <b>100.0000</b>	0.0000 <b>0.0000</b>			
Total		10079682	7301852	72,4413	7301852	0	100.0000	0.0000			

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# Ragini Chokshi & Co.

# **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 ;

# CONSOLIDATED SCRUTINIZER'S REPORT

Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)]

To: The Chairperson, 86<sup>th</sup> Annual General Meeting (AGM) of KESAR ENTERPRISES LIMITED Held on Thursday, August 26, 2021 at 3:00 PM

Dear Sir,

## 1. Appointment as Scrutinizer:

I, Ragini Chokshi, Partner of M/s. Ragini Chokshi & Company., a Company Secretary Firm, having its registered office at 34, 5th Floor, Kamer Building, 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 scrutinizing the remote e-voting and voting through electronic voting system during the 86th Annual General Meeting ('AGM') carried out as per the provisions of Section 108 of the Companies Act, 2013 (the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto, read with MCA General Circular No. 14/2020 dated April 8, 2020, MCA General Circular No. 17/2020 dated April 13, 2020, MCA General Circular No. 20/2020 dated May 5, 2020. Circular no. 02/2021 dated January 13, 2021 and the provisions of Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, Regulations') SEBI/HO/CFD/CMD1/CIR/P/2020/79 read with SEBI Circular No. dated SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 on the businesses May contained in the Notice of the 86th AGM of the Members of the Company, held Thursday. August 26, 2021 at 3:00 PM (IST) through Video Conferencing facility / Other Audio

## 2. Our Responsibility

The management of the Company is responsible to ensure the compliance with the requirements of the Act, Rules and notifications and SEBI Listing Regulations relating to voting through electronic means on the businesses set out in the Notice of the 86th AGM of the Members of the Company. Our responsibility as a Scrutinizer is to scrutinize remote e-voting and e-voting conducted during the AGM in a fair and transparent manner and to ascertain requisite majority and is restricted in submitting a Consolidated Scrutinizer's Report on the voting on the resolutions set out in the Notice, based on the reports generated from the e-Voting system of Link Intime India Pvt Ltd., the authorized agency to provide remote e-Voting facilities before and during the AGM, engaged by the



## 3. Dispatch of Notice convening AGM

- Pursuant to General Circulars No. 14/2020, 17/2020, 20/2020 and 02/2021 dated 8th April, 2020, 13th April, 2020, 5th May, 2020 and January 13, 2021 respectively issued by the Ministry of Corporate Affairs, advertisement was published on July 31, 2021 & August 4, 2021 in Mumbal, The Free Press Journal in English language and Mumbai, Nav Shakti, in Marathi language, both the newspapers having electronic editions specifying all the necessary information prescribed in the rules and circulars.
- II) The Company hosted the notice of AGM on its website namely www.kesarindia.com and also uploaded the same on the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com
- iii) The Company completed dispatch of Notice of AGM on 03/08/2021 by E-mail to Members who had registered their email addresses with the Company'/ Depositories.

#### 4. Cut-off date

Voting rights were reckoned as on Thursday, August 19, 2021 being the cut-off date for deciding the entitlements of members for remote e-voting and e-voting during the AGM.

## 5. Remote e-voting process

- Agency: The Company had appointed Link Intime India Pvt Ltd. as the agency for providing the platform for remote e-voting and e-voting during the AGM.
- Remote e-voting period: The Remote e-voting remained open from 09:00 a.m. on Monday, August 23, 2021 and ended on Wednesday. August 25, 2021 at 5:00 p.m.

The votes cast were unblocked on August 26, 2021 after the conclusion of the AGM and was witnessed by two witnesses, who are not in the employment of the Company. They have signed below in confirmation of the same.

Name: SHIVSAHAY MISHRA

Mahde Name: MANDAR HATKAR

- iii) Voting at the AGM: After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by Link Intime India Pvt Ltd
  - The e-votes cast were unblocked on, August 26, 2021 after one hour of conclusion of proceedings of AGM.

I hereby submit the Consolidated Scrutinizer's Report based on the results of remote e-voting and e-voting during the AGM based on the reports downloaded from the e-voting website of Link Intime India Pvt Ltd and relied upon by me as under:



#### CONSOLIDATED RESULTS

#### **ORDINARY BUSINESS:**

#### Item No 1: Ordinary Resolution

To receive, consider and adopt the audited Balance Sheet as at 31st March, 2021 and Statement of Profit & Loss for the period ended on that date together with the Reports of Board of Directors and Auditors thereon.

Particulars	irticulars Remote E-Voting		E-Voting a	It the AGM	Tc	Percentage	
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	48	6343413	7	958389	55	7301802	100%
Dissent	0	0	0	0	0	0	0%
Total	48	6343413	7	958389	55	7301802	100%

### Item No 2: Ordinary Resolution

To appoint a Director in place of Shri. Harsh R Kilachand (DIN: 00294835), who retires by rotation and being eligible, offers himself for reappointment.

Particulars	Remote	E-Voting	E-Voting a	It the AGM	To	tal	Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	49	6343463	7	958389	56	7301852	100%
Dissent	0.,	0	0	0	Ó	0	0
Total	49	6343463	7	958389	56	7301852	100%

#### SPECIAL BUSINESS:

#### Item No 3: Ordinary Resolution

To increase the audit fees of M/s V.C. Shah & Co., Chartered Accountants (Firm Registration No. 109818W), the Statutory Auditors of the Company from Rs. 8,50,000 per annum to Rs 10,00,000 per annum (excluding statutory levies and out-of-pocket expenses, if any) effective from Financial Year 2021-22.

Particulars	Remote	E-Voting	E-Voting a	at the AGM	Τc	otal	Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	47	6343403	7	958389	.54	7301792	99.9999%
Dissent	1	10	0	0	1	10	0:0001%
Total	48	6343413	7	958389	55	7301802	100%



#### Item No 4: Ordinary Resolution

Ratification of remuneration and reimbursement of expenses to Shri Rishi Mohan Bansal, Cost Accountant, Kanpur (Registration No.000022),

Particulars	ticulars Remote E-Voting		E-Voting a	t the AGM	Τ¢	Percentage	
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	48	6343408	7	958389	55	7301797	100%
Dissent	0	0	0	0	0	0	0%
Total	48	6343408	7	958389	55	7301797	100%

#### Item No 5: Special Resolution

Re-appointment of Shri Mahesh A Kuvadia (DIN: 07195042) as an Independent Director of the Company for 2nd Term of 5 (five) consecutive years with effect from 11.07.2021

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	49	6343463	7	958389	56	7301852	100%
Dissent	0	Q	0	0	.O	0	0%
Total	49	6343463	7	958389	56	7301852	100%

#### Item No 6: Ordinary Resolution

Appointment of Dr. Narendra Mairpady (DIN: 00536905) as an Independent Director of the Company to hold office for the 1st Term of 5 (five) consecutive years with effect from 13.11.2020.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage	
	Number	Votes	Number	Votes	Number	Votes	(%)	
Assent	49	6343463	7	958389	56	7301852	100%	
Dissent	Ū.	0	0	0	Ø	0	-0%	
Total	49	6343463	7	958389	56	7301852	100%	



#### Item No 7: Ordinary Resolution

Appointment of Shri Rishabh Shah (DIN: 00694160) as an Independent Director of the Company to hold office for the 1st Term of 5 (five) consecutive years with effect from 13.11.2020

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	49	6343463	7	958389	56	7301852	100%
Dissent	0	0	Ó	0	0	0	0%
Total	49	6343463	7	958389	56	7301852	100%

#### **RESULTS:**

The Electronic Records containing details of the Members, who voted "IN FAVOUR", or "AGAINST" for each resolution under remote e-Voting and e-voting at the AGM has been handed over to the Company Secretary for safe custody.

The above-mentioned resolutions are deemed to be passed with requisite majority as on the date of the 86<sup>th</sup> AGM of the Company i.e. Thursday, August 26, 2021.

Yours faithfully, Thanking You,

**Countersigned by KESAR ENTERPRISES LIMITED** 

aur Chairman/Authorised person

Place: Mumbai Date: 27/08/2021



#### For RAGINI CHOKSHI & COMPANY

**NKS** 

RAGINI CHOKSHI (Partner) Membership No:2390 C.P. Number: 1436 DIN: F002390C000844220

R. K. alx82.

Place: Mumbai Date: 27/08/2021