

Aug 06, 2025

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

Dear Sir/ Madam,

Stock Code - **KOTHARIPET**

Sub: 36th Annual General Meeting - Results of Remote E-voting and E-voting at the AGM.

This is in continuation to the proceedings of the 36th Annual General Meeting of the Company submitted on 05.08.2025 and in compliance with the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith voting results along with Scrutinizer Report on the Resolutions passed at the 36th Annual General Meeting of the Company held on Aug 05, 2025.

Kindly acknowledge and take this into your records.

Thanking You,

Yours faithfully

for **Kothari Petrochemicals Limited**

K. Priya
Company Secretary & Compliance Officer

Encl: as above

Aug 06, 2025

Sub: Declaration of Voting Results of the 36th Annual General Meeting held on Tuesday, the 05th day of Aug 2025 at 11:00 A.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

The details are as follows:

Sl. No.	Notice Items	Type of Resolutions	Mode of Voting (Remote E-Voting / E-Voting)
1.	Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2025, the Reports of the Auditors thereon and Report of the Board of Directors	Ordinary Resolution	Remote E - voting & E - voting
2.	Re-appointment of Mrs. Nina B. Kothari, (DIN: 00020119) who retires by rotation	Ordinary Resolution	
3.	Ratification of Remuneration to Cost Auditor for the financial year 2025 - 2026	Ordinary Resolution	
4.	Payment of commission to Mrs. Nina B. Kothari (DIN 00020119), Non-Executive Chairperson of the Company for the financial year 2025 - 2026	Special Resolution	
5.	Re-appointment of Mr. Brij Mohan Bansal (DIN: 00261063) as an Independent Director of the Company.	Special Resolution	
6.	Re-appointment of Mr. Gautam Roy (DIN: 06659522) as an Independent Director of the Company.	Special Resolution	
7	Appointment of Secretarial Auditor.	Ordinary 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 Petrochemicals Limited

Nina B. Kothari
Chairperson
DIN: 00020119

CONSOLIDATED REPORT OF THE SCRUTINIZER

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

To,
The Chairperson,
Kothari Petrochemicals Limited
Kothari building,
No-115, Nungambakkam High Road,
Chennai - 600034.

Sub: Consolidated Scrutinizer's Report of the Remote e-Voting and e-Voting conducted at the Thirty Sixth (36th) Annual General Meeting (AGM) of Kothari Petrochemicals Limited held on Tuesday, August 05, 2025, at 11.00 A.M. (IST) to 11.56 A.M. (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).

1. We **M/s. Alagar & Associates LLP, Company Secretaries, Chennai** were appointed by the Board of Directors of Kothari Petrochemicals Limited ("**the Company**") vide Resolution dated May 28, 2025 for the purpose of scrutinizing the votes cast through remote e-Voting and e-Voting at 36th Annual General Meeting ("**AGM**") on the Resolutions contained in the Notice dated May 28, 2025, as prescribed under Section 108 of the Companies Act, 2013 ("**the Act**") as amended from time to time, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**LODR Regulations**"), placed for the approval of members of the Company, be carried out in a fair and transparent manner.
2. The Ministry of Corporate Affairs ("**MCA**") vide its Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No 21/2021 dated December 14, 2021, Circular No. 02/2022 dated May 05, 2022, Circular No. 10/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25, 2023 and General Circular No. 09/2024 dated September 19, 2024 (Collectively referred to as "**MCA Circulars**") has permitted conducting the AGM through VC or OAVM without the physical presence of the members for the meeting at a common venue. The AGM was held without the physical presence of the members of the Company, hence the facility for appointment of proxies by the members was also dispensed with.

Members attended the meeting through VC or OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

3. As required under Section 101 of the Act read with aforementioned circulars issued by MCA and Securities and Exchange Board of India ("**SEBI**") vide its Circular No. SEBI/HO/ CFD/CMD1/CIR/P/2020/79 dated May 12, 2020,



Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023, Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 (collectively referred to as "**SEBI Circulars**"), the Notice of 36th AGM along with Explanatory Statement under Section 102 of the Act was sent to the members in compliance with the MCA and SEBI Circulars. The intimation regarding notice was also published in "**Financial Express**" (English) and "**Makkal Kural**" (Tamil) on July 12, 2025.

4. The Company had availed the voting facility offered by Central Depository Service (India) Limited ("**CDSL**"), for facilitating remote e-Voting and e-Voting at the AGM, to enable the members to exercise their right to vote by electronic means.
5. The members of the Company holding shares as on the "**Cut-off**" date (i.e. on Tuesday, July 29, 2025) were entitled to vote on the Resolution as set out in the AGM Notice.
6. The remote e-Voting commenced on Friday, August 01, 2025, at 9:00 AM (IST) and ended on Monday, August 04, 2025, at 5:00 PM (IST) and the CDSL e-Voting platform was closed in due time.
7. The members who had voted by remote e-Voting through the facility provided by CDSL had been blocked and only those members who were present at the AGM through VC and who had not voted through remote e-Voting were allowed to cast their votes through e-Voting system during the AGM.
8. As confirmed by the chairperson of the AGM, the Company has conducted the 36th AGM with the presence of requisite quorum throughout the meeting.
9. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder, the circulars issued by the MCA and SEBI and the applicable regulations of the SEBI LODR Regulations relating to remote e-Voting and e-Voting at the AGM on the Resolutions contained in the aforesaid Notice of the AGM.
10. Our responsibility as a Scrutinizer is to scrutinize and ensure that the vote cast through remote e-Voting and e-Voting at AGM is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the Resolutions, based on the reports generated from the system related to remote e-Voting and e-Voting as per the facility provided by CDSL, the agency engaged by the Company to provide remote e-Voting facility and e-Voting facility at the AGM.
11. After closure of E-Voting at the AGM, the votes cast through E-Voting at the AGM and through remote E-Voting prior to the date of AGM were unblocked in the presence of two witnesses, who are not in the employment of the company. The e-voting data/results downloaded from the e-voting system of CDSL, were scrutinized and reviewed, the votes were counted, and the results were prepared.



12. There were no invalid votes found during the scrutiny of the votes cast.
13. Based on the data downloaded from CDSL e-Voting system, we now submit our consolidated report on the results of remote e-Voting and e-Voting at the AGM in respect of the Resolutions proposed in the Notice of the AGM as under:

Resolution No.1

Ordinary Resolution to consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2025, the Reports of the Auditors thereon and Report of the Board of Directors.

S. No	Particulars	Total	Assent	Dissent
1.	Number of members voting	118	114	4
2.	Number of votes cast by them	46586625	46586475	150
3.	% of votes cast	100	99.9997	0.0003

RESULT:

We report that the Ordinary Resolution with regard to Resolution No.1 as set out in the Notice of the AGM has been passed by members through remote e-Voting and e-Voting at the AGM with requisite majority.

Resolution No.2

Ordinary Resolution to appoint a director in the place of Mrs. Nina B. Kothari, (DIN: 00020119) who retires by rotation and being eligible offers herself for re-appointment.

S. No	Particulars	Total	Assent	Dissent
1.	Number of members voting	118	114	4
2.	Number of votes cast by them	46586625	46586475	150
3.	% of votes cast	100	99.9997	0.0003

RESULT:

We report that the Ordinary Resolution with regard to Resolution No.2 as set out in the Notice of the AGM has been passed by members through remote e-Voting and e-Voting at the AGM with requisite majority.



Resolution No.3

Ordinary Resolution for ratification of remuneration to M/s. P. Raju Iyer, M. Pandurangan & Associates, Cost Auditor of the Company.

S. No	Particulars	Total	Assent	Dissent
1.	Number of members voting	118	115	3
2.	Number of votes cast by them	46586625	46586543	82
3.	% of votes cast	100	99.9998	0.0002

RESULT:

We report that the Ordinary Resolution with regard to Resolution No.3 as set out in the Notice of the AGM has been passed by members through remote e-Voting and e-Voting at the AGM with requisite majority.

Resolution No.4

Special Resolution to consider and approve the payment of commission to Mrs. Nina B. Kothari, (DIN: 00020119) Non-Executive Chairperson of the Company.

S. No	Particulars	Total	Assent	Dissent
1.	Number of members voting	118	111	7
2.	Number of votes cast by them	46586625	46584770	1855
3.	% of votes cast	100	99.9960	0.0040

RESULT:

We report that the Special Resolution with regard to Resolution No.4 as set out in the Notice of the AGM has been passed by members through remote e-Voting and e-Voting at the AGM with requisite majority.



Resolution No.5

Special Resolution to consider and approve the Re-appointment of Mr. Brij Mohan Bansal (DIN: 00261063) as an Independent Director of the Company

S. No	Particulars	Total	Assent	Dissent
1.	Number of members voting	118	114	4
2.	Number of votes cast by them	46586625	46586475	150
3.	% of votes cast	100	99.9997	0.0003

RESULT:

We report that the Special Resolution with regard to Resolution No.5 as set out in the Notice of the AGM has been passed by members through remote e-Voting and e-Voting at the AGM with requisite majority.

Resolution No.6

Special Resolution to consider and approve the Re-appointment of Mr. Gautam Roy (DIN: 06659522) as an Independent Director of the Company

S. No	Particulars	Total	Assent	Dissent
1.	Number of members voting	118	114	4
2.	Number of votes cast by them	46586625	46586475	150
3.	% of votes cast	100	99.9997	0.0003

RESULT:

We report that the Special Resolution with regard to Resolution No.6 as set out in the Notice of the AGM has been passed by members through remote e-Voting and e-Voting at the AGM with requisite majority.



Resolution No.7

Ordinary Resolution to consider and approve the appointment of Secretarial auditor.

S. No	Particulars	Total	Assent	Dissent
1.	Number of members voting	118	114	4
2.	Number of votes cast by them	46586625	46586475	150
3.	% of votes cast	100	99.9997	0.0003

RESULT:

We report that the Ordinary Resolution with regard to Resolution No.7 as set out in the Notice of the AGM has been passed by members through remote e-Voting and e-Voting at the AGM with requisite majority.

14. Voting details as required under Regulation 44 of SEBI LODR is enclosed as **Annexure I** of this report.
15. The Electronic data and relevant records relating to remote e-Voting/e-Voting at the AGM shall remain in our safe custody until the Chairperson considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary for the safe keeping.

Yours truly,

For Alagar & Associates LLP
(Formerly Known as M Alagar & Associates)
Company Secretaries
Peer Review Certificate No.: 6814/2025



D. Saravanan
Partner
FCS: F13721
COP: 22608
UDIN: F013721G000949117



For Kothari Petrochemicals Limited

Chairperson

Date: August 06, 2025
Place: Chennai

Annexure I

Date of the AGM / EGM	Tuesday, August 05, 2025
Total Number of Shareholders on record date (i.e., July 29, 2025 – cut-off date for voting purpose)	43654
No. of Shareholders present in the meeting either in person or through proxy:	<p style="text-align: center;">Not applicable</p> <p style="text-align: center;">(The meeting is conducted through video conference or other audio-visual means)</p>
Promoter and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video Conferencing:	80
Promoter and Promoter Group:	5
Public:	75



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

Resolution No.			1. To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2025, the Reports of the Auditors thereon and Report of the Board of Directors.					
Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda /resolution?			No					
Category	Mode of Voting	No. of shares held (1)	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
Promoter and Promoter Group	E-Voting	41772005	41772005	100	41772005	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	41772005	41772005	100	41772005	0	100	0
Public-Institutions	E-Voting	58823	101	0.17	101	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	58823	101	0.17	101	0	100	0
Public-Institutions Non	E-Voting	17015572	4814519	28.29	4814369	150	99.9969	0.0031
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	17015572	4814519	28.29	4814369	150	99.9969	0.0031
Total		58846400	46586625	79.17	46586475	150	99.9997	0.0003



Resolution No.			2. To appoint a Director in the place of Mrs. Nina B. Kothari, (DIN: 00020119) who retires by rotation and being eligible offers herself for re-appointment.					
Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda /resolution?			Yes					
Category	Mode of Voting	No. of shares held (1)	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
Promoter and Promoter Group	E-Voting	41772005	41772005	100	41772005	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	41772005	41772005	100	41772005	0	100	0
Public-Institutions	E-Voting	58823	101	0.17	101	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	58823	101	0.17	101	0	100	0
Public- Non Institutions	E-Voting	17015572	4814519	28.29	4814369	150	99.9969	0.0031
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	17015572	4814519	28.29	4814369	150	99.9969	0.0031
Total		58846400	46586625	79.17	46586475	150	99.9997	0.0003



Resolution No.			3. Ratification of Remuneration to M/s. P. Raju Iyer, M. Pandurangan & Associates, Cost Auditor of the Company.					
Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda /resolution?			No					
Category	Mode of Voting	No. of shares held (1)	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
Promoter and Promoter Group	E-Voting	41772005	41772005	100	41772005	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	41772005	41772005	100	41772005	0	100	0
Public-Institutions	E-Voting	58823	101	0.17	101	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	58823	101	0.17	101	0	100	0
Public- Non Institutions	E-Voting	17015572	4814519	28.29	4814437	82	99.9983	0.0017
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	17015572	4814519	28.29	4814437	82	99.9983	0.0017
Total		58846400	46586625	79.17	46586543	82	99.9998	0.0002



Resolution No.			4. To consider and approve the payment of commission to Mrs. Nina B. Kothari, (DIN: 00020119) Non-Executive Chairperson of the Company.					
Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda /resolution?			Yes					
Category	Mode of Voting	No. of shares held (1)	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
Promoter and Promoter Group	E-Voting	41772005	41772005	100	41772005	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	41772005	41772005	100	41772005	0	100	0
Public-Institutions	E-Voting	58823	101	0.17	101	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	58823	101	0.17	101	0	100	0
Public- Non Institutions	E-Voting	17015572	4814519	28.29	4812664	1855	99.9615	0.03852
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	17015572	4814519	28.29	4812664	1855	99.9615	0.0385
Total		58846400	46586625	79.17	46584770	1855	99.9960	0.0040



Resolution No.			5. To consider and approve the Re-appointment of Mr. Brij Mohan Bansal (DIN: 00261063) 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 (1)	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
Promoter and Promoter Group	E-Voting	41772005	41772005	100	41772005	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	41772005	41772005	100	41772005	0	100	0
Public-Institutions	E-Voting	58823	101	0.17	101	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	58823	101	0.17	101	0	100	0
Public- Non Institutions	E-Voting	17015572	4814519	28.29	4814369	150	99.9969	0.0031
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	17015572	4814519	28.29	4814369	150	99.9969	0.0031
Total		58846400	46586625	79.17	46586475	150	99.9997	0.0003



Resolution No.			6. To consider and approve the Re-appointment of Mr. Gautam Roy (DIN: 06659522) 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 (1)	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
Promoter and Promoter Group	E-Voting	41772005	41772005	100	41772005	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	41772005	41772005	100	41772005	0	100	0
Public-Institutions	E-Voting	58823	101	0.17	101	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	58823	101	0.17	101	0	100	0
Public- Non Institutions	E-Voting	17015572	4814519	28.29	4814369	150	99.9969	0.0031
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	17015572	4814519	28.29	4814369	150	99.9969	0.0031
Total		58846400	46586625	79.17	46586475	150	99.9997	0.0003



Resolution No.			7. To consider and approve the appointment of Secretarial Auditor					
Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda /resolution?			No					
Category	Mode of Voting	No. of shares held (1)	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
Promoter and Promoter Group	E-Voting	41772005	41772005	100	41772005	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	41772005	41772005	100	41772005	0	100	0
Public-Institutions	E-Voting	58823	101	0.17	101	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	58823	101	0.17	101	0	100	0
Public- Non Institutions	E-Voting	17015572	4814519	28.29	4814369	150	99.9969	0.0031
	Poll		0	0	0	0	0	0
	Postal Ballot, if applicable		0	0	0	0	0	0
	Total	17015572	4814519	28.29	4814369	150	99.9969	0.0031
Total		58846400	46586625	79.17	46586475	150	99.9997	0.0003

