



khaitan (India) Limited
CIN No. L10000WB1936PLC008775

Phone : (033) 4050 6000
Fax : (033) 2288 3961

27 September 2017

To The Manager Department of Corporate Services, BSE Ltd., PhirozeJeejeebhoy Towers, Dalal Street, Fort, Mumbai-400001. Scrip Code: 590068	To The Manager National Stock Exchange of India Limited, Exchange Plaza, BandraKurla Complex, Bandra (E), Mumbai-400051. Ref: KHAITANLTD
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Dear Sir,

Re: Voting Results at 80th Annual General Meeting held on 26th September, 2017 under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Please find below details of the voting results at the 80th Annual General Meeting of the company held on 26th September, 2017, in the prescribed format pursuant to the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of AGM	26 th September, 2017
Total number of Share Holders on Record Date (i.e. 19 September, 2017 - Cut-off date for Remote E voting purpose and Poll at AGM)	3077
No. of Shareholders present in the meeting either in person or through proxy:	
(i) Promoter and Promoter Group	4
(ii) Public	158
No. Of Shareholders attended the meeting through Video Conferencing:	
(i) Promoter and Promoter Group	Not applicable
(ii) Public	Not Applicable

The mode of Voting for all the resolutions was Remote e - Voting and poll conducted at the AGM. The Resolution wise combined Results of Remote e voting and poll are provided in Annexure-A. We are also enclosing the Consolidated Scrutinizer's Report on Remote e-Voting and Poll Conducted at the AGM.

Thanking You,

For Khaitan (India) Limited

(Sunay Krishna Khaitan)
The Chairman of 80th Annual General Meeting
DIN. No. 07585070

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Regd. Office : 20th Floor, 46C, J. L. Nehru Road, Kolkata-700 071



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Annexure - A

Ordinary Business

Details of Agenda		Resolution No 1 - To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2017, and the Reports of the Board of Directors and Auditors thereon						
Resolution required		Ordinary						
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 Vote in Favor (4)	No. Of Votes Against (5)	% of Votes In favor of Votes polled (6)=[(4)/(2)]*100	% of Votes In against of Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2861630	754126	26.35	754126	0	100.00	0.00
	Poll		2087504	72.95	2087504	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		2861630	99.30	2841630	0	100.00	0.00
Public Institutions	E-Voting	1234	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1234	0	0	0	0.00	0.00
Public Non Institutions	E-Voting	1887136	29	0.00	20	9	68.97	31.03
	Poll		54291	2.88	54288	3	99.99	0.01
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1887136	2.88	54308	12	99.98	0.02
Total		4750000	2895950	60.97	2895938	12	100.00	0.00

Details of Agenda		Resolution No 2- Appointment of Mrs. Sulekha Dutta, Director who retire by rotation and offer herself for re-appointment.						
Resolution required		Ordinary						
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 Vote in Favor (4)	No. Of Votes Against (5)	% of Votes In favor of Votes polled (6)=[(4)/(2)]*100	% of Votes In against of Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2861630	754126	26.35	754126	0	100.00	0.00
	Poll		2087504	72.95	2087504	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		2861630	99.30	2841630	0	100.00	0.00
Public Institutions	E-Voting	1234	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1234	0	0	0	0.00	0.00
Public Non Institutions	E-Voting	1887136	29	0.00	20	9	68.97	31.03
	Poll		54291	2.88	54288	3	99.99	0.01
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1887136	2.88	54308	12	99.98	0.02
Total		4750000	2895950	60.97	2895938	12	100.00	0.00

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Details of Agenda		Resolution No 3-Appointment of M/s. V K Tulsyan & Co. LLP, Chartered Accountants, Kolkata (FRN 326740E/E300015) from the conclusion of this AGM till the conclusion of the next Annual General Meeting.						
Resolution required		Ordinary						
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 Vote in Favor (4)	No. Of Votes Against (5)	% of Votes In favor of Votes polled (6)=[(4)/(2)]*100	% of Votes In against of Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2861630	754126	26.35	754126	0	100.00	0.00
	Poll		2087504	72.95	2087504	0	100.00	0.00
	Postal Ballot (if		0	0.00	0	0	0.00	0.00
	Total		2861630	99.30	2841630	0	100.00	0.00
Public Institutions	E-Voting	1234	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting	1887136	29	0.00	20	9	68.97	31.03
	Poll		54291	2.88	54288	3	99.99	0.01
	Postal Ballot (if		0	0.00	0	0	0.00	0.00
	Total		1887136	2.88	54308	12	99.98	0.02
Total		4750000	2895950	60.57	2895938	12	100.00	0.00

Special Business

Details of Agenda		Resolution No 4- Appointment of Mr. Sunay Krishna Khaitan as Director of the Company.						
Resolution required		Ordinary						
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 Vote in Favor (4)	No. Of Votes Against (5)	% of Votes In favor of Votes polled (6)=[(4)/(2)]*100	% of Votes In against of Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2861630	754126	26.35	754126	0	100.00	0.00
	Poll		2087504	72.95	2087504	0	100.00	0.00
	Postal Ballot (if		0	0.00	0	0	0.00	0.00
	Total		2861630	99.30	2841630	0	100.00	0.00
Public Institutions	E-Voting	1234	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting	1887136	29	0.00	20	9	68.97	31.03
	Poll		54291	2.88	54288	3	99.99	0.01
	Postal Ballot (if		0	0.00	0	0	0.00	0.00
	Total		1887136	2.88	54308	12	99.98	0.02
Total		4750000	2895950	60.97	2895938	12	100.00	0.00

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Details of Agenda		Resolution No 5- Appointment and Remuneration of Mr. Sunay Krishna Khaitan as an Executive Director of the Company.						
Resolution required		Ordinary						
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)= $\{(2)/(1)\} \times 100$	No. Of Vote in Favor (4)	No. Of Votes Against (5)	% of Votes In favor of Votes polled. (6)=[(4)/(2)]*100	% of Votes In against of Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2861630	754126	26.35	754126	0	100.00	0.00
	Poll		2087504	72.95	2087504	0	100.00	0.00
	Postal-Ballot (if		0	0.00	0	0	0.00	0.00
	Total	2861630	2841630	99.30	2841630	0	100.00	0.00
Public Institutions	E-Voting	1234	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if		0	0.00	0	0	0.00	0.00
	Total	1234	0	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting	1887136	29	0.00	20	9	68.97	31.03
	Poll		54291	2.88	54288	3	99.99	0.01
	Postal Ballot (if		0	0.00	0	0	0.00	0.00
	Total	1887136	54320	2.88	54308	12	99.98	0.02
Total		4750000	2895950	60.97	2895938	12	100.00	0.00

Details of Agenda		Resolution No 6 - Appointment of Mr. Srawan Kumar Jajodia as an Independent Director for a period of five years till the conclusion of AGM to be held in the year 2022.						
Resolution required		Ordinary						
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)= $\{(2)/(1)\} \times 100$	No. Of Vote in Favor (4)	No. Of Votes Against (5)	% of Votes In favor of Votes polled (6)=[(4)/(2)]*100	% of Votes In against of Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2861630	754126	26.35	754126	0	100.00	0.00
	Poll		2087504	72.95	2087504	0	100.00	0.00
	Postal Ballot (if		0	0.00	0	0	0.00	0.00
	Total	2861630	2841630	99.30	2841630	0	100.00	0.00
Public Institutions	E-Voting	1234	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if		0	0.00	0	0	0.00	0.00
	Total	1234	0	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting	1887136	29	0.00	20	9	68.97	31.03
	Poll		54291	2.88	54288	3	99.99	0.01
	Postal Ballot (if		0	0.00	0	0	0.00	0.00
	Total	1887136	54320	2.88	54308	12	99.98	0.02
Total		4750000	2895950	60.97	2895938	12	100.00	0.00

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Details of Agenda		Resolution No 7 -Ratification of remuneration payable to M/s. AB & Company, appointed as Cost Auditors of the Company for Financial Year 2017-18.						
Resolution required		Ordinary						
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 Vote in Favor (4)	No. Of Votes Against (5)	% of Votes In favor of Votes polled (6)=[(4)/(2)]*100	% of Votes In against of Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2861630	754126	26.35	754126	0	100.00	0.00
	Poll		2087504	72.95	2087504	0	100.00	0.00
	Postal Ballot (if		0	0.00	0	0	0.00	0.00
	Total		2861630	99.30	2841630	0	100.00	0.00
Public Institutions	E-Voting	1234	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if		0	0.00	0	0	0.00	0.00
	Total		1234	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting	1887136	29	0.00	20	9	68.97	31.03
	Poll		54291	2.88	54288	3	99.99	0.01
	Postal Ballot (if		0	0.00	0	0	0.00	0.00
	Total		1887136	2.88	54308	12	99.98	0.02
Total		4750000	2895950	60.97	2895938	12	100.00	0.00

As per the consolidated report of Remote E-voting and poll conducted at the AGM on item No. 1-7 of the notice to the AGM, all the resolutions were passed with the requisite Majority

For Khaitan (India) Limited

[Signature]

(Sunay Krishna Khaitan)

The Chairman of 80th Annual General Meeting

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AMIT CHORARIA & CO

Chartered Accountants

E-mail: amitchorariaco@gmail.com

Phone: (033) 2242-0196

2243-2509

Mobile – 9830858715

Room No. 401, 4th Floor,
14/2, Old China Bazar Street,
Kolkata-700001**Consolidated Scrutinizer's Report**

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

To,
The Chairman of 80th Annual General Meeting
KHAITAN (INDIA) LIMITED
46C, J. L. Nehru Road,
Kolkata-700071

of the Equity Shareholders of KHAITAN (INDIA) LIMITED, held on Tuesday, 26th September, 2017 at 02:00 P.M. at Bharatiya Bhasha Parishad, 36A Shakespeare Sarani, 4th Floor, Kolkata 700 017.

Dear Sir,

Sub: Consolidated Scrutinizer's Report on results of remote e-voting and voting through Polling/ Ballot paper conducted on the resolutions placed at the Annual General Meeting of the Company, held on 26th September, 2017

I, Amit Choraria, Proprietor AMIT CHORARIA & CO, Chartered Accountants, having Membership No. 066838, was appointed, by the Board of Directors of Khaitan (India) Limited [the "Company"], as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting, and voting through Polling/ Ballot Paper received from the equity shareholders, carried out as per the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to ascertain the requisite majority in respect of the below mentioned resolutions at the 80th Annual General Meeting (AGM) of the Company held on 26th September, 2017.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and Rules thereto and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to voting through electronic means on the resolutions contained in the Notice, dated 18th August, 2017, of the 80th AGM of the Members of the Company. My responsibility as Scrutinizer for remote e-voting process and voting through Polling/ Ballot Paper is restricted to make a Scrutinizer's Report of votes cast "In favour" or "Against" on the resolutions stated below, based on the reports generated from remote e-voting system provided by the Central Depository Services Limited (CDSL), the authorized agency engaged by the Company to provide remote e-voting facility and the Polling/ Ballot Paper received from the equity shareholders at the venue of the 80th AGM.



Further to the above, I hereby submit my Scrutinizer's Report on remote e-voting and voting by physical ballot at the AGM:

I) The remote e-voting period remained open from Saturday, 23rd September, 2017 (09:00 A.M) IST to Monday, 25th September, 2017 (05:00 P.M.) IST.

II) The Members of the Company, as on the cut-off date, i.e., Tuesday, 19th September, 2017, were entitled to vote on the resolutions as set out in the Notice, dated 18th August, 2017, of the 80th AGM of the members of the Company.

III) After declaration of the completion of voting by the Chairman, the Ballot Box kept for voting was taken into custody and was locked.

IV) The Ballot Box was subsequently opened in my presence; the poll papers were sorted out and were diligently scrutinized. The ballot papers were reconciled with the records, maintained by the Registrar and Share Transfer agent of the company and the authorization and proxies lodged with the company. The votes were also scrutinized for the purpose of eliminating the duplicate voting i.e. on remote e – voting as well as via ballot paper.

V) As stated above, the remote e- voting period ended at 05:00 P.M., on 25th September, 2017. The votes cast on remote e-voting were unlocked by me in the presence of two witnesses, Mr. Prem Maloo and Mr. Kamal Golchha, who are not in the employment of the Company. They have signed below in confirmation of the votes being unlocked in their presence.

VI) 6 numbers of invalid / defective ballot papers (consisting of 21 shares) were found and treated as invalid.

VII) The resolutions were proposed as Ordinary Resolutions. The results of remote e-voting (EVS- 170905044) and voting through Polling/ Ballot Paper are as under:

A - Ordinary Businesses:

Item no. 1 (Ordinary Resolution) - To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2017, and the Reports of the Board of Directors and Auditors thereon:

Particulars	Remote e-voting		Voting at AGM via Ballot		Total		Percentage (%)
	Number of Shareholders (A)	Number of Votes (B)	Number of Shareholders (C)	Number of Votes (D)	Number of Shareholders (A+C)	Number of Votes (B+D)	
Assent	8	754146	51	2141792	59	2895938	99.9996
Dissent	6	9	3	3	9	12	0.0004
Total	14	754155	54	2141795	68	2895950	100.0000
Invalid	0	0	6	21	6	21	



Item no. 2 (Ordinary Resolution) – Appointment of Mrs. Sulekha Dutta, Director who retire by rotation and offer herself for re-appointment:

Particulars	Remote e-voting		Voting at AGM via Ballot		Total		Percentage (%)
	Number of Shareholders (A)	Number of Votes (B)	Number of Shareholders (C)	Number of Votes (D)	Number of Shareholders (A+C)	Number of Votes (B+D)	
Assent	8	754146	51	2141792	59	2895938	99.9996
Dissent	6	9	3	3	9	12	0.0004
Total	14	754155	54	2141795	68	2895950	100.0000
Invalid	0	0	6	21	6	21	

Item no. 3 (Ordinary Resolution) – Appointment of M/s. V K Tulsyan & Co. LLP, Chartered Accountants, Kolkata (FRN 326740E/E300015) from the conclusion of this AGM till the conclusion of the next Annual General Meeting:

Particulars	Remote e-voting		Voting at AGM via Ballot		Total		Percentage (%)
	Number of Shareholders (A)	Number of Votes (B)	Number of Shareholders (C)	Number of Votes (D)	Number of Shareholders (A+C)	Number of Votes (B+D)	
Assent	8	754146	51	2141792	59	2895938	99.9996
Dissent	6	9	3	3	9	12	0.0004
Total	14	754155	54	2141795	68	2895950	100.0000
Invalid	0	0	6	21	6	21	

B - Special Businesses:

Item no. 4 (Ordinary Resolution) – Appointment of Mr. Sunay Krishna Khaitan as Director of the Company:

Particulars	Remote e-voting		Voting at AGM via Ballot		Total		Percentage (%)
	Number of Shareholders (A)	Number of Votes (B)	Number of Shareholders (C)	Number of Votes (D)	Number of Shareholders (A+C)	Number of Votes (B+D)	
Assent	8	754146	51	2141792	59	2895938	99.9996
Dissent	6	9	3	3	9	12	0.0004
Total	14	754155	54	2141795	68	2895950	100.0000
Invalid	0	0	6	21	6	21	



Item no. 5 (Ordinary Resolution) – Appointment and Remuneration of Mr. Sunay Krishna Khaitan as an Executive Director of the Company.

Particulars	Remote e-voting		Voting at AGM via Ballot		Total		Percentage (%)
	Number of Shareholders (A)	Number of Votes (B)	Number of Shareholders (C)	Number of Votes (D)	Number of Shareholders (A+C)	Number of Votes (B+D)	
Assent	8	754146	51	2141792	59	2895938	99.9996
Dissent	6	9	3	3	9	12	0.0004
Total	14	754155	54	2141795	68	2895950	100.0000
Invalid	0	0	6	21	6	21	

Item no. 6 (Ordinary Resolution) – Appointment of Mr. Srawan Kumar Jajodia as an Independent Director for a period of five years till the conclusion of AGM to be held in the year 2022.

Particulars	Remote e-voting		Voting at AGM via Ballot		Total		Percentage (%)
	Number of Shareholders (A)	Number of Votes (B)	Number of Shareholders (C)	Number of Votes (D)	Number of Shareholders (A+C)	Number of Votes (B+D)	
Assent	8	754146	51	2141792	59	2895938	99.9996
Dissent	6	9	3	3	9	12	0.0004
Total	14	754155	54	2141795	68	2895950	100.0000
Invalid	0	0	6	21	6	21	

Item no. 7 (Ordinary Resolution) – Ratification of remuneration payable to M/s. AB & Company, appointed as Cost Auditors of the Company for Financial Year 2017-18.

Particulars	Remote e-voting		Voting at AGM via Ballot		Total		Percentage (%)
	Number of Shareholders (A)	Number of Votes (B)	Number of Shareholders (C)	Number of Votes (D)	Number of Shareholders (A+C)	Number of Votes (B+D)	
Assent	8	754146	51	2141792	59	2895938	99.9996
Dissent	6	9	3	3	9	12	0.0004
Total	14	754155	54	2141795	68	2895950	100.0000
Invalid	0	0	6	21	6	21	

Based on the above results, I report that the Ordinary Resolutions, as contained in Item nos. 1, 2, 3, 4, 5, 6 and 7 have been passed with requisite majority.



VIII) In terms of the provisions of Rule 20(4)(xiv) of the Companies (Management and Administration) Amendment Rules, 2015, as amended, I have maintained the Registers of e-voting in electronic form and the list of Equity Shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid. The Registers and all other papers relating to electronic voting and voting by ballot shall remain in my safe custody until the Chairman of the AGM considers, approves and signs the Minutes of the AGM.

Thanking you.

Witnesses

Prem Maloo

(Prem Maloo)
14/2 Old China Bazar Street
Kolkata-700001

Kamal

(Kamal Golchha)
14/2 Old China Bazar Street,
Kolkata-700001
Place: Kolkata
Date: September 26, 2017



Yours truly,
For AMIT CHORARIA & CO
Chartered Accountants,
Firm Registration No. 326638E

Amit Choraria

Amit Choraria
Proprietor
Membership No. 066838

For and on behalf of

khaitan (India) Limited

Reetu

Director