

To,
BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers Dalal Street
Mumbai- 400001

Date:25.04.2026

Subject: Voting Result & Scrutinizer Report of Postal Ballot (including e-voting)

Dear Sir/Madam,

Postal Ballot Notice dated March 19, 2026 ("the Notice") issued to the members of the Company seeking approval for the matter mentioned therein the Notice, by way of ordinary and special resolution to be passed through the mode of remote e-voting.

As required under Regulation 44 (3) of the Listing Regulations, we submit herewith the following disclosures:

- 1) Voting results in the prescribed format
- 2) Scrutinizer's Report on remote e-voting pursuant to Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.

The same will also be uploaded on the website of the Company at www.kotharis.in and website of the depository i.e CDSL at www.evotingindia.com. The resolution has been passed by Members through Postal Ballot with requisite majority.

You are requested to take the above information on record.

Thanking You,

Yours Faithfully,

For Kothari Industrial Corporation Limited

Anil Kumar Padhiali
Company Secretary and Compliance Officer



Company Name: Kothari Industrial Corporation Limited

Type of meeting: Postal Ballot

Total Number of shareholders on record date: 53267

Date of the meeting / last day of remote E-voting: 24-04-2026

(in case of Postal Ballot)

Item No.1:

Resolution required: Special Resolution

Whether promoter/promoter group are interested in the agenda/resolution: No

APPOINTMENT OF MRS. PRIYA RAO (DIN: 00717336), AS THE WOMEN INDEPENDENT DIRECTOR OF THE COMPANY

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 & Promoter group	E-voting	51183180	49334787	96.39	49334787	0	100	0
	Poll		0	0	0	0	0	0
	Postal ballot(If applicable)		0	0	0	0	0	0
	Total		49334787	96.39	49334787	0	100	0
Public Institution(s)	E-voting	2239772	42	0	42	0	100	0
	Poll		0	0	0	0	0	0
	Postal ballot(If applicable)		0	0	0	0	0	0
	Total		42	0	42	0	100	0
Public Non-Institutions	E-voting	54598821	6194858	11.34	6194778	80	99.9987	0.0013
	Poll		0	0	0	0	0	0
	Postal ballot (If applicable)		0	0	0	0	0	0
	Total		6194858	11.34	6194778	80	99.9987	0.0013
Total		108021773	55529687	51.40	55529607	80	99.9999	0.0001



Item No.2:
Resolution required: Ordinary Resolution
Whether promoter/promoter group are interested in the agenda/resolution: Yes
APPOINTMENT OF Ms. RAFIQ AHMED SULAIHA BANU (DIN:11609138), AS THE NON EXECUTIVE DIRECTOR (NON INDEPENDENT DIRECTOR) OF THE COMPANY.

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 & Promoter group	E-voting	51183180	1031379	2.01	1031379	0	100	0
	Poll		0	0	0	0	0	0
	Postal ballot(If applicable)		0	0	0	0	0	0
	Total		51183180	1031379	2.01	1031379	0	100
Public Institution(s)	E-voting	2239772	42	0.00	42	0	100	0
	Poll		0	0	0	0	0	0
	Postal ballot(If applicable)		0	0	0	0	0	0
	Total		2239772	0	0	0	0	0
Public Non-Institutions	E-voting	54598821	6194858	11.34	6194670	188	99.9970	0.0030
	Poll		0	0	0	0	0	0
	Postal ballot (If applicable)		0	0	0	0	0	0
	Total		54598821	6194858	11.34	6194670	188	99.9970
Total		108021773	7226279	6.68	7226091	188	99.9974	0.0026



Item No.3:

Resolution required: Ordinary Resolution

Whether promoter/promoter group are interested in the agenda/resolution: Yes

APPROVAL FOR THE RECLASSIFICATION OF 'PROMOTER / PROMOTER GROUP' TO 'PUBLIC' CATEGORY

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 & Promoter group	E-voting	51183180	48303408	94.37	48303408	0	100	0
	Poll		0	0	0	0	0	0
	Postal ballot(If applicable)		0	0	0	0	0	0
	Total	51183180	48303408	94.37	48303408	0	100	0
Public Institution(s)	E-voting	2239772	42	0.00	42	0	100	0
	Poll		0	0	0	0	0	0
	Postal ballot(If applicable)		0	0	0	0	0	0
	Total	2239772	0	0	0	0	0	0
Public Non-Institutions	E-voting	54598821	6194863	11.35	6194723	140	99.9977	0.0023
	Poll		0	0	0	0	0	0
	Postal ballot (If applicable)		0	0	0	0	0	0
	Total	54598821	6194863	11.35	6194723	140	99.9977	0.0023
Total		108021773	54498313	50.45	54498173	140	99.9997	0.0003

We write this to inform you that the aforesaid resolution has been passed with requisite Majority. We enclose the Scrutinizer's Report dated 25.04.2026 for your records.

Thanking you

Yours faithfully

For Kothari Industrial Corporation Limited

Chairman
 Rafiq Ahmed
 DIN: 02861341



SCRUTINIZER'S REPORT

To

The Chairman

Kothari Industrial Corporation Limited
114, Mahatma Gandhi Salai, Nungambakkam High Road,
Chennai-600034

Sub: Scrutinizer's Report on Postal Ballot (e-voting) Results

Dear Sir,

The Board of Directors of Kothari industrial Corporation Limited (hereinafter referred to as "the Company") has appointed me Mr. Santosh Kumar Senapati, Practicing Company Secretary (Membership No.:11548, CP No.:16782) as the Scrutinizer by way of Resolutions passed at Board Meeting held on March 19, 2026 for the purpose to scrutinize the e-voting conducted in respect of the Resolutions as circulated / stated in the Postal Ballot Notice dated March 19, 2026 ('Notice') in a fair and transparent manner.

The items for which approval of the Members of the Company was sought as stated in the Notice is mentioned hereunder : -

- 1. Special Resolution for Appointment of Mrs. Priya Rao (DIN: 00717336), as the women Independent Director of the Company.**
- 2. Ordinary Resolution for Appointment of Ms. Rafiq Ahmed Sulaiha Banu (DIN:11609138), as the Non-executive director (Non- independent director) of the company.**
- 3. Ordinary Resolution for the reclassification of 'promoter / promoter group' to 'public' category:**

I submit my report as under:

The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules there under and SEBI Listing Regulations relating to the items being placed for approval of the Members through postal ballot by e-voting.

My responsibility as the Scrutinizer of the voting process (through e-voting), was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the Notice, based on the reports generated from the e-voting system provided by CDSL.

The Company has engaged the services of the Central Depository Services (India) Limited ("CDSL") as the agency to provide the remote e-voting facility.



On Wednesday, March 25, 2026 the Company has completed the dispatch of Notice of Postal Ballot electronically to all the members who have registered their e-mail addresses with the Company or with the Depositories/Depository Participant and whose names appear in the Register of Members/list of Beneficial Owners as on the Cut-off date i.e. Friday, March 20, 2026, in accordance with the guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for holding general meetings/conducting postal ballot process through e-voting vide MCA general and SEBI Circulars.

The e-voting commenced on Thursday, March 26, 2026 at 9:00 AM (IST) and ended on Friday, April 24, 2026 at 5:00 PM (IST). The votes casted electronically by the Shareholders till Friday, April 24, 2026 at 5:00 PM (IST), being the last date and time fixed by the Company for e-voting were considered for my scrutiny.

In compliance with MCA Circulars, physical Postal Ballot Forms were not dispatched by the Company. Therefore, neither the Company nor I have received any postal ballot (s).

After completion of e-voting, the votes casted by the members, were unblocked in the presence of two witnesses, who are not in the employment of the Company.

A summary of the result of e-voting is given below:

Item No: 1: To Appoint Mrs. Priya Rao (DIN: 00717336), as the women Independent Director of the Company.

Nature of resolution: Special Resolution

(I) VOTED FOR THE RESOLUTION

	Number of members voted	Number of valid Votes cast (Shares)	% Of total number of valid votes cast
Remote E-VOTING	42	55529607	100
TOTAL	42	55529607	100

(II) VOTED AGAINST RESOLUTION

	Number of members voted	Number of valid Votes cast (Shares)	% Of total number of valid votes cast
Remote E-VOTING	1	80	Negligible
TOTAL	1	80	Negligible

(III) INVALID VOTES:

	Number of members voted	Number of invalid Votes cast (Shares)
Remote E-VOTING	0	0
TOTAL	0	0



Item No: 2: To Appoint Ms. Rafiq Ahmed Sulaiha Banu (DIN:11609138), as the Non-executive director (Non- independent director) of the company.

Nature of Resolution: Ordinary Resolution

(I) VOTED FOR THE RESOLUTION

	Number of members voted	Number of valid Votes cast (Shares)	% Of total number of valid votes cast
Remote E-VOTING	37	7226091	100
TOTAL	37	7226091	100

(II) VOTED AGAINST RESOLUTION

	Number of members voted	Number of valid Votes cast (Shares)	% Of total number of valid votes cast
Remote E-VOTING	5	188	Negligible
TOTAL	5	188	Negligible

(III) INVALID VOTES:

	Number of members voted	Number of invalid Votes cast (Shares)
Remote E-VOTING	0	0
TOTAL	0	0

Item No: 3: To reclassify the ‘promoter / promoter group’ to ‘public’ category.

Nature of Resolution: Ordinary Resolution

(I) VOTED FOR THE RESOLUTION

	Number of members voted	Number of valid Votes cast (Shares)	% Of total number of valid votes cast
Remote E-VOTING	36	54498173	Negligible
TOTAL	36	54498173	Negligible

(II) VOTED AGAINST RESOLUTION

	Number of members voted	Number of valid Votes cast (Shares)	% Of total number of valid votes cast
Remote E-VOTING	2	140	Negligible
TOTAL	2	140	Negligible



(III) INVALID VOTES:

	Number of members voted	Number of invalid Votes cast (Shares)
Remote E-VOTING	0	0
TOTAL	0	0

Based on the aforesaid results. I report that the resolutions mentioned in the Postal Ballot Notice stands passed with the requisite majority on Friday, April 24, 2026, being the last date fixed for e-voting by the Company. Therefore, the chairman may accordingly declare the result of Postal Ballot process.

Place: Chennai

Date: 25.04.2026

Thanking you,

For SANTOSH SENAPATI & CO



CS. Santosh Kumar Senapati

Practicing Company Secretaries

Membership No-11548

CP No-16782

Peer review certificate No: 2789/2022

UDIN: F011548H000200429

Counter signed by:

For and on behalf of Kothari Industrial Corporation Limited

Chairman

Mr. J. Rafiq Ahmed

DIN: 02861341