

Regd. Office: 48/2, Hilton House, Central Road, MIDC, Andheri (East), Mumbai - 400 093. INDIA Tel.: 91-22-6655 7000 Fax: 91-22-2836 6579

E-mail: info@kokuyocamlin.com Website: www.kokuyocamlin.com CIN - L24223MH1946PLC005434

29th March, 2024

The Secretary, **BSE Limited** 

Corporate Relationship Department 1<sup>st</sup> Floor, New Trading Ring Rotunda Building, P. J. Towers, Dalal Street, Fort, Mumbai-400 001

Scrip Code: 523207

The Manager, Listing Department

National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla Complex Bandra (East) Mumbai – 400 051

Scrip Code: KOKUYOCMLN

Dear Sir/Madam,

Pursuant to regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the voting results of the Postal Ballot in respect of the resolutions as set out in the Postal ballot notice dated 8th February, 2024 in the prescribed format along with the Scrutinizer Report dated 29th March, 2024 issued by M/s. JHR & Associates, Practicing Company Secretaries.

Accordingly, the special resolutions proposed in the Postal Ballot notice have been passed by the members with requisite majority. The results will also be available on the website of the Company at <a href="https://www.kokuyocamlin.com">www.kokuyocamlin.com</a>

Request you to kindly take the same on record.

Thanking you.

Yours Faithfully, FOR KOKUYO CAMLIN LIMITED

**VIPUL BHOY** COMPANY SECRETARY & COMPLIANCE OFFICER

Encl: As above



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# **Details of Voting Results**

Sr.	Particulars		Details
No.			
1.	Date of Declaration of the Postal Ballot	:	Friday, 29 <sup>th</sup> March, 2024
	Results		
2.	Voting start Date	:	Wednesday, 28 <sup>th</sup> February, 2024 at 9.00 a.m.
			(IST)
3.	Voting end Date	:	Thursday, 28 <sup>th</sup> March, 2024 at 5.00 p.m. (IST)
4.	Total no. of shareholders on record date	:	31,818 (as on cut-off date i.e. Friday, 23 <sup>rd</sup>
			February, 2024)
5.	No. of shareholders present in the	:	Not Applicable
	meeting either in person or through proxy		
	Promoter and Promoter Group		
	Public		
6.	No. of shareholders attended the	:	Not Applicable
	meeting through video conferencing		
	Promoter and Promoter Group		
	Public		
7.	No. of resolutions passed	:	7



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Resolution Required : Special  Whether promoter/ promoter group are interested in the agenda/resolution?			1 - Appointment of Ms. Naho Shigeta (DIN:02014640) as an Independent Woman Director of the Company for a period of five consecutive years commencing 1 February, 2024 up to 31 January, 2029 (both days inclusive).  No						
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	
Promoter	E- Voting	75215950	75215950	100.0000	75215950	0	100.0000	0.0000	
and	Poll		0	0.0000	0	0	0.0000	0.0000	
Promoter Group	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		75215950	100.0000	75215950	0	100.0000	0.0000	
	E- Voting	504525	445748	88.3500	445748	0	100.0000	0.0000	
Public	Poll		0	0.0000	0	0	0.0000	0.0000	
Institutions	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		445748	88.3500	445748	0	100.0000	0.0000	
	E- Voting	24583331	179323	0.7294	177266	2057	98.8529	1.1471	
Public	Poll		0	0.0000	0	0	0.0000	0.0000	
Non Institutions	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		179323	0.7294	177266	2057	98.8529	1.1471	
Total		100303806	75841021	75.6113	75838964	2057	99.9973	0.0027	



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Resolution Required : Special  Whether promoter/ promoter		2 - Appointment of Mr. Takeo Iguchi (DIN:03599826) as Director in whole-time employment designated as 'Executive Director' for the period of 3 (three) years commencing 1 February 2024 up to 31 January 2027 (both days inclusive) and payment of remuneration during the 3 (three) year term.  No						
group are	interest	ed in the						
agenda/resolution?  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	E- Voting	75215950	75215950	100.0000	75215950	0	100.0000	0.0000
Promoter	Poll		0	0.0000	0	0	0.0000	0.0000
Group	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		75215950	100.0000	75215950	0	100.0000	0.0000
Public Institutions	E- Voting	504525	445748	88.3500	31213	414535	7.0024	92.9976
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		445748	88.3500	31213	414535	7.0024	92.9976
Public Non	E- Voting	24583331	178172	0.7248	176015	2157	98.7894	1.2106
Institutions	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		178172	0.7248	176015	2157	98.7894	1.2106
Total		100303806	75839870	75.6102	75423178	416692	99.4506	0.5494



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Resolution Required : Special  Whether promoter/ promoter		3 - Re-appointment of Mr. Shriram S. Dandekar (DIN:01056318) as Director in whole-time employment designated as 'Vice- Chairman & Executive Director' for a further period commencing 1 February, 2024 to 31 March, 2025 and payment of remuneration during the term.  Yes (Mr. Shriram Dandekar)							
•		ed in the	-						
agenda/re Category	Mode of Voting	ode No. of shares	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	E- Voting	75215950	74965950	99.6676	74965950	0	100.0000	0.0000	
Promoter	Poll		0	0.0000	0	0	0.0000	0.0000	
Group	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		74965950	99.6676	74965950	0	100.0000	0.0000	
Public Institutions	E- Voting	504525	445748	88.3500	31213	414535	7.0024	92.9976	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		445748	88.3500	31213	414535	7.0024	92.9976	
Public Non	E- Voting	24583331	178172	0.7248	176115	2057	98.8455	1.1545	
Institutions	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		178172	0.7248	176115	2057	98.8455	1.1545	
Total		100303806	75589870	75.3609	75173278	416592	99.4489	0.5511	



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Resolution	Resolution Required : Special		Company	4 - Appointment of Mr. Nilesh Modi (DIN:07365188) as an Independent Director of the Company for a period of five consecutive years commencing 8 February, 2024 up to 7 February, 2029 (both days inclusive).						
Whether p group are agenda/re	interest	promoter ed in the	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	E- Voting	75215950	75215950	100.0000	75215950	0	100.0000	0.0000		
Promoter	Poll		0	0.0000	0	0	0.0000	0.0000		
Group	Postal Ballot		0	0.0000	0	0	0.0000	0.0000		
	Total		75215950	100.0000	75215950	0	100.0000	0.0000		
Public Institutions	E- Voting	504525	445748	88.3500	445748	0	100.0000	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000		
	Total		445748	88.3500	445748	0	100.0000	0.0000		
Public Non	E- Voting	24583331	178172	0.7248	175805	2367	98.6715	1.3285		
Institutions	Poll		0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000		
	Total		178172	0.7248	175805	2367	98.6715	1.3285		
Total		100303806	75839870	75.6102	75837503	2367	99.9969	0.0031		



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Resolution Required : Special  Whether promoter/ promoter group are interested in the agenda/resolution?			Independe	5 - Appointment of Mr. Naganath Subramanian Iyer (DIN:10482193) as an Independent Director of the Company for a period of five consecutive years commencing 8 February, 2024 up to 7 February, 2029 (both days inclusive).						
			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	E- Voting	75215950	75215950	100.0000	75215950	0	100.0000	0.0000		
Promoter	Poll		0	0.0000	0	0	0.0000	0.0000		
Group	Postal Ballot		0	0.0000	0	0	0.0000	0.0000		
	Total		75215950	100.0000	75215950	0	100.0000	0.0000		
Public Institutions	E- Voting	504525	445748	88.3500	445748	0	100.0000	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000		
	Total		445748	88.3500	445748	0	100.0000	0.0000		
Public Non	E- Voting	24583331	178172	0.7248	176115	2057	98.8455	1.1545		
Institutions	Poll		0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000		
	Total		178172	0.7248	176115	2057	98.8455	1.1545		
Total		100303806	75839870	75.6102	75837813	2057	99.9973	0.0027		



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Resolution	Resolution Required : Special			6 - Appointment of Mr. Tomoya Okada (DIN:03434839) as an Independent Director of the Company for a period of five consecutive years commencing 8 February, 2024 up to 7 February, 2029 (both days inclusive).						
Whether promoter/ promoter group are interested in the agenda/resolution?			No							
Category Mode of Votin		No. of shares held	No. of votes Polled on outstanding shares  No. of Votes 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	E- Voting	75215950	75215950	100.0000	75215950	0	100.0000	0.0000		
Promoter	Poll		0	0.0000	0	0	0.0000	0.0000		
Group	Postal Ballot		0	0.0000	0	0	0.0000	0.0000		
	Total		75215950	100.0000	75215950	0	100.0000	0.0000		
Public Institutions	E- Voting	504525	445748	88.3500	445748	0	100.0000	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000		
	Total		445748	88.3500	445748	0	100.0000	0.0000		
Public Non	E- Voting	24583331	178172	0.7248	176015	2157	98.7894	1.2106		
Institutions	Poll		0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000		
	Total		178172	0.7248	176015	2157	98.7894	1.2106		
Total		100303806	75839870	75.6102	75837713	2157	99.9972	0.0028		



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Resolution	Resolution Required : Special		Company	7 - Appointment of Mr. Satish Veerappa (DIN:00507955) as 'Managing Director' of the Company with effect from 1 April, 2024 for a period of 3 (three) years and payment of remuneration up to 31 December, 2024.						
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	E- Voting	75215950	75215950	100.0000	75215950	0	100.0000	0.0000		
Promoter	Poll		0	0.0000	0	0	0.0000	0.0000		
Group	Postal Ballot		0	0.0000	0	0	0.0000	0.0000		
	Total		75215950	100.0000	75215950	0	100.0000	0.0000		
Public Institutions	E- Voting	504525	445748	88.3500	414535	31213	92.9976	7.0024		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000		
	Total		445748	88.3500	414535	31213	92.9976	7.0024		
Public Non	E- Voting	24583331	178172	0.7248	176115	2057	98.8455	1.1545		
Institutions	Poll		0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000		
	Total		178172	0.7248	176115	2057	98.8455	1.1545		
Total		100303806	75839870	75.6102	75806600	33270	99.9561	0.0439		

The Resolution was passed with requisite majority.

### FOR KOKUYO CAMLIN LIMITED

Vipul Bhoy Company Secretary & Compliance Officer



## SCRUTINISER'S REPORT ON POSTAL BALLOT

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

The Chairman
Kokuyo Camlin Limited,
48/2, Hilton House, Central road,
M.I.D.C Andheri (East)
Mumbai 400093

Dear Sir,

I, S. J. Ranade, Partner of JHR & Associates Practicing Company Secretaries Thane, was appointed by the Board of Directors of Kokuyo Camlin Limited (CIN: L24223MH1946PLC005434) ('the Company') as the Scrutinizer for conducting the Postal Ballot voting process.

My responsibility as the Scrutinizer is restricted to ascertaining the voting processes and make the Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolutions contained in the notice of Postal Ballot. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made thereunder relating to voting on the resolution contained in the notice.

The Company had provided Remote e-voting facility. The detailed procedure and instructions to use such facility were part of the notice of Postal Ballot.

Further to the above, I submit my report as under:-

- The Equity shareholders of the Company as on the "cut-off" date i.e Friday, 23<sup>rd</sup> February, 2024 were entitled to vote on the resolutions as set out in the notice.
- The voting period commenced on Wednesday, 28<sup>th</sup> February, 2024 at 9.00 a.m.
   (IST) and ended on Thursday, 28<sup>th</sup> March, 2024 at 5.00 p.m. (IST).



- iii. The voting on the resolutions as set out in the notice was allowed in electronic mode only.
- iv. On Thursday, 28<sup>th</sup> March 2024 after the end of Remote e-voting period, a detailed voting summary report was generated from the portal of National Securities Depository Limited ('NSDL') in the presence of two witnesses, Ms. Madhavi Kakirde and Ms. Neha Jadhav who are not in the employment of the Company who have signed below in the confirmation.

Ms. Madhavi Kakirde

Ms. Neha Jadhav

vii. Based on the report of Remote e-voting generated from the portal of NSDL, the result of the Postal Ballot is as under: -



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301. Sai-Krupa Co-operative Housing Society, B-Cabin, Shivaji Nagar, Opp. Anandashram Society, Sane Guruji Path, Naupada, Thane (W) 400 602. Contact us at : 022-2544 2434, +91 89764 42434 info@jhrasso.com | jhranade24@gmail.com



# Item No. 1: Special Resolution

Appointment of Ms. Naho Shigeta (DIN:02014640) as an Independent Woman Director of the Company for a period of five consecutive years commencing 1 February, 2024 up to 31 January, 2029 (both days inclusive).

### Voted in favour of the resolution:

Type of Voting	Number of Ballots	Number of Votes	Percentage
Remote E-	189	7,58,38,964	99.9973

### Voted against the resolution:

Type of Voting	Number of Ballots	Number of Votes	Percentage
Remote E-	7	2,057	0.0027

#### Abstained:

Type of voting	Number of Ballots	Number of Votes
Remote E-	0	

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## Item No. 2: Special Resolution

Appointment of Mr. Takeo Iguchi (DIN:03599826) as Director in whole-time employment designated as 'Executive Director' for the period of 3 (three) years commencing 1 February 2024 up to 31 January 2027 (both days inclusive) and payment of remuneration during the 3 (three) year term.

## Voted in favour of the resolution:

Type of Voting	Number of Ballots	Number of Votes	Percentage
Remote E-	174	7,54,23,178	99.4506

## Voted against the resolution:

Type of Voting	Number of Ballots	Number of Votes	Percentage
Remote E-	18	4,16,692	0.5494

#### Abstained:

Type of voting	Number of Ballots	Number of Votes
Remote E-	4	1,151

The resolution was passed with requisite majority.



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301, Sai-Krupa Co-operative Housing Society, 8-Cabin, Shivaji Nagar, Opp. Anandashram Society, Sane Guruji Path, Naupada, Thane (W) 400 602. Contact us at: 022-2544 2434, +91 89764 42434 info@jhrasso.com | jhranade24@gmail.com



## Item No. 3: Special Resolution

Re-appointment of Mr. Shriram S. Dandekar (DIN:01056318) as Director in whole-time employment designated as 'Vice- Chairman & Executive Director' for a further period commencing 1 February, 2024 to 31 March, 2025 and payment of remuneration during the term.

#### Voted in favour of the resolution:

Type of Voting	Number of Ballots	Number of Votes	Percentage
Remote E-	174	7,51,73,278	99.4489

### Voted against the resolution:

Type of Voting	Number of Ballots	Number of Votes	Percentage
Remote E-	17	4,16,592	0.5511

#### Abstained:

Type of voting	Number of Ballots	Number of Votes
Remote E-	5	2,51,151

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301, Sal-Krupa Co-operative Housing Society, B-Cabin, Shivaji Nagar, Opp. Anandashram Society, Sane Guruji Path, Naupada, Thane (W) 400 602. Contact us at: 022-2544 2434, +91 89764 42434 info@jhrasso.com | jhranade24@gmail.com



# Item No. 4: Special Resolution

Appointment of Mr. Nilesh Modi (DIN:07365188) as an Independent Director of the Company for a period of five consecutive years commencing 8 February, 2024 up to 7 February, 2029 (both days inclusive).

#### Voted in favour of the resolution:

Type of Voting	Number of Ballots	Number of Votes	Percentage
Remote E-	181	7,58,37,503	99.9969

## Voted against the resolution:

Type of Voting	Number of Ballots	Number of Votes	Percentage
Remote E-	370 EVENT WATER 11	2,367	0.0031

#### Abstained:

Type of voting	Number of Ballots	Number of Votes
Remote E-	4	1,151

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# Item No. 5: Special Resolution

Appointment of Mr. Naganath Subramanian Iyer (DIN:10482193) as an Independent Director of the Company for a period of five consecutive years commencing 8 February, 2024 up to 7 February, 2029 (both days inclusive).

#### Voted in favour of the resolution:

Type of Voting	Number of Ballots	Number of Votes	Percentage
Remote E-	185	7,58,37,813	99.9973

## Voted against the resolution:

Type of Voting	Number of Ballots	Number of Votes	Percentage
Remote E-	7	2,057	0.0027

#### Abstained:

Type of voting	Number of Ballots	Number of Votes
Remote E-	4	1,151

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301, Sai-Krupa Co-operative Housing Society, B-Cabin, Shivaji Nagar, Opp. Anandashram Society, Sane Guruji Path, Naupada, Thane (W) 400 602. Contact us at: 022-2544 2434, +91 89764 42434 info@jhrasso.com | jhranade24@gmail.com



# Item No. 6: Special Resolution

Appointment of Mr. Tomoya Okada (DIN:03434839) as an Independent Director of the Company for a period of five consecutive years commencing 8 February, 2024 up to 7 February, 2029 (both days inclusive).

#### Voted in favour of the resolution:

Type of Voting	Number of Ballots	Number of Votes	Percentage
Remote E-	184	7,58,37,713	99.9972

# Voted against the resolution:

Type of Voting	Number of Ballots	Number of Votes	Percentage
Remote E-	- 8	2,157	0.0028

#### Abstained:

Type of voting	Number of Ballots	Number o	of Votes
Remote E-	4		1,151

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# Item No. 7: Special Resolution

Appointment of Mr. Satish Veerappa (DIN:00507955) as 'Managing Director' of the Company with effect from 1 April, 2024 for a period of 3 (three) years and payment of remuneration up to 31 December, 2024.

### Voted in favour of the resolution:

Type of Voting	Number of Ballots	Number of Votes	Percentage
Remote E-	184	7,58,06,600	99.9561

# Voted against the resolution:

Type of Voting	Number of Ballots	Number of Votes	Percentage
Remote E-	8	33,270	0.0439

#### Abstained:

Type of voting	Number of Ballots	Number of Votes
Remote E-	4	1,151

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301, Sal-Krupa Co-operative Housing Society, B-Cabin, Shivaji Nagar, Opp. Anandashram Society, Sane Guruji Path, Naupada, Thane (W) 400 602. Contact us at: 022-2544 2434, +91 89764 42434 info@jhrasso.com | jhranade24@gmail.com



Notes:

\*Percentage beyond 4 decimal points ignored under Rounding off.

JHR & Associates Company Secretaries

S. J. Ranade

Partner

(ACS: 33416, CP:12520) UDIN: A033416E003646960

Date: 29th March 2024

Place: Thane

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Noted

For KOKUYO CAMLIN LIMITED Tu melle

DILIP DANDEKAR CHAIRMAN & NON EXECUTIVE DIRECTOR

Received on 29/03/2024