

KOKUYO CAMLIN LIMITED

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

Date : 9<sup>th</sup> August, 2018

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 The Manager, Listing Department **National Stock Exchange of India Limited** Exchange Plaza, Bandra-Kurla Complex Bandra (East), Mumbai – 400 051

# Scrip Code: KOKUYOCMLN

# Scrip Code: 523207

# Sub: Voting Results of the 71<sup>st</sup> Annual General Meeting of the Company held on 8<sup>th</sup> August, 2018

Dear Sir(s),

Pursuant to regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the voting results of the business transacted at the 71<sup>st</sup> Annual General Meeting of the Company held on Wednesday, 8<sup>th</sup> August, 2018 alongwith the consolidated Scrutinizers report on the results of evoting, ballot forms and poll (voting at the AGM).

Request you to kindly take the same on record and acknowledge the receipt of the same.

Thanking you.

Yours Faithfully, For Kokuyo Camlin Limites amli MUMBA Ravindra V. Damle Vice President (Corporate) **Company Secretary** 

Encl: As above



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# **Details of Voting Results**

Sr. No.	Particulars					Details			
1.	Date of th	ne AGM		:	8	3 <sup>th</sup> August, 20			
2.	Total No.	Total No. of shareholders on record date			1	19367 (as on	cut-off dat	e i.e. 1 <sup>st</sup> Augus	st, 2018)
3.	1	•	resent in the	meeting   :	5	28			
			n or through proxy						
		and Promot	ter Group			)4			
	Public					24			
4.		ideo confer	Ittended the	meeting   :		Not Arranged			
ļ		and Promo							
	Public								
Resolution R	equired : (O	rdinary)	statemer	nts) for the fir	nanc		d 31st March	lited consolidat n, 2018 and the	
are interest resolution?	ted in the	noter group agenda /	No			r			
Category	Mode of Voting	No. of shares	No. of votes	% of Vote Polled or outstandin	ו	No. of Votes – in	No. of Votes	% of Votes in favour on	% of Votes against on votes
		<u>held</u> [1]	polled* [2]	<u>shares</u> [3]={[2]/[1 *100	]}	favour [4]	Against [5]	votes polled [6]={[4]/[2]} *100	polled [7]={[5]/[2]} *100
	E-Voting		74665950	99	9.27	74665950	0	100.00	0.00
Promoter	Poll		550000		).73	550000	0	100.00	0.00
and		75215950							
Promoter Group	Postal Ballot		0	ſ	0.00	0	0	0.00	0.00
Oloop			· · · · · · · · · · · · · · · · · · ·			<u>├──</u> ──			
	Total		75215950		0.00	75215950	0	100.00	0.00
	E-Voting		0		0.00	0	0	0.00	0.00
Public	Poll	14/400	0	(	0.00	0	0	0.00	0.00
Institutions	Postal Ballot	146498	0	C	0.00	o	0	0.00	0.00
	Total		0		0.00	0	0	0.00	0.00
	E-Voting	<del>_</del> <del>_</del>	63271		0.25	63271	0	100.00	0.00
	Poll		918778		3.68	918778	0	100.00	0.00
Public Non		24941358		`		, 10/70		100.00	0.00
Institutions	Postal Rallat	24741338	FOALE	r	۰ <b>۰</b> ۰	E0.415	^	100.00	0.00
	Ballot		59415		).24	59415	0	100.00	0.00
	Total		1041464		4.18	1041464	0	100.00	0.00
Total	<u> </u>	100303806	76257414	70	<u>6.03</u>	76257414	0	100.00	0.00

\* No. of votes polled does not include "No. of vote invalid".

The Resolution was passed with requisite majority.



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KOKUYO CAMLIN LIMITED

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Resolution Required : (Ordinary)				pintment of Mr y rotation.	. Takeo Igu	chi (DIN:0	3599826), as	Director who
		moter group agenda /	No					
Category	Mode of Voting	No. of shares held [1]	No. of votes polled* [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}	No. of Votes – in favour [4]	No. of Votes Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]}	% of Votes against on votes polled [7]={[5]/[2]}
				*100			*100	*100
	E-Voting	75215950	74665950	99.27	74665950	0	100.00	0.00
Promoter and	Poll		550000	0.73	550000	0	100.00	0.00
Promoter Group	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		75215950	100.00	75215950	0	100.00	0.00
	E-Voting		0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
Public Institutions	Postal Ballot	146498	0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
	E-Voting		63271	0.25	55221	8050	87.28	12.72
	Poll		918798	3.68	918798	0	100.00	0.00
Public Non Institutions	Postal Ballot	24941358	59415	0.24	59415	0	100.00	0.00
	Total		1041484	4.18	1033434	8050	99.23	0.77
Total	<u> </u>	100303806	76257434	76.03	76249384	8050	99.99	0.01

\* No. of votes polled does not include "No. of vote invalid".



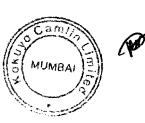


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Resolution Required : (Ordinary)			pintment of Mr. y rotation.	Takuya Moril	kawa (DIN	03599830), as	Director who	
		moter group agenda /	No					
Category	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstanding shares	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
	E-Voting	75215950	74665950	99.27	74665950	0	100.00	0.00
Promoter	Poll		550000	0.73	550000	0	100.00	0.00
and Promoter Group	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		75215950	100.00	75215950	0	100.00	0.00
	E-Voting		0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
Public Institutions	Postal Ballot	146498	0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
	E-Voting		63070	0.25	55006	8064	87.21	12.79
Public Non Institutions	Poll		918798	3.68	918798	0	100.00	0.00
	Postal Ballot	24941358	59415	0.24	59315	100	99.83	0.17
	Total		1041283	4.17	1033119	8164	99.22	0.78
Total		100303806	76257233	76.03	76249069	8164	99.99	0.01

\* No. of votes polled does not include "No. of vote invalid".



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Resolution Required : (Special)			<ol> <li>Appointment of Mr. Dilip D. Dandekar (DIN: 00846901), as a Director in Whole-time employment designated as 'Chairman &amp; Executive Director' for a period of one (1) year effective from 1st February, 2018 and remuneration payable to him.</li> </ol>						
Whether group are agenda / re		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	
	E- Voting		74665950	99.27	74665950	0	100.00	0.00	
Promoter and	Poll	75215950	550000	0.73	550000	0	100.00	0.00	
Promoter Group	Postal Ballot		0	0.00	0	0	0.00	0.00	
	Total		75215950	100.00	75215950	0	100.00	0.00	
	E- Voting		0	0.00	0	0	0.00	0.00	
Public	Poll	146498	0	0.00	0	0	0.00	0.00	
Institutions	Postai Ballot	140470	0	0.00	0	0	0.00	0.00	
	Total		0	0.00	0	0	0.00	0.00	
	E- Voting		62671	0.25	58846	3825	93.90	6.10	
Public	Poll		918798	3.68	918798	0	100.00	0.00	
Non Institutions	Postal Ballot	24941358	59415	0.24	55315	4100	93.10	6.90	
	Total		1040884	4.17	1032959	7925	99.24	0.76	
Total	<u> </u>	100303806	76256834	76.03	76248909	7925	99.99	0.01	

\* No. of votes polled does not include "No. of vote invalid".

The Resolution was passed with requisite majority.



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Resolution Required : (Special)			in Whole Director	ment of Mr. Shr time employn for a period o uneration payo	nent designa f one (1) ye	ted as 'Vi	ce Chairman a	& Executive
Whether pro are interest resolution?		moter group agenda /	No					
Category	Voting No. of shares held		No. of votes polled* [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}	No. of Votes – in favour [4]	No. of Votes – Against [5]	% of Votes in favour on votes polied [6]={[4]/[2]}	% of Votes against on votes polled [7]={[5]/[2
		[1]	[4]	*100	[*]	[0]	*100	[/]=([3]/[2 ]} *100
	E-Voting	75215950	74665950	99.27	74665950	0	100.00	0.00
Promoter and	Poll		550000	0.73	550000	0	100.00	0.00
Promoter Group	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		75215950	100.00	75215950	0	100.00	0.00
	E-Voting		0	0.00	0	0	0.00	0.00
Public	Poll		0	0.00	0	0	0.00	0.00
Institutions	Postal Ballot	146498	0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
	E-Voting		63271	0.25	59871	3400	94.63	5.37
Duda Backta	Poll		918798	3.68	918798	0	100.00	0.00
Public Non Institutions	Postal Ballot	24941358	59415	0.24	55315	4100	93.10	6.90
	Total		1041484	4.18	1033984	7500	99.28	0.72
Total	<u> </u>	100303806	76257434	76.03	76249934	7500	99.99	0.01

\* No. of votes polled does not include "No. of vote invalid".





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Resolution Required : (Ordinary)				ent of Mr. Kazuc be liable to ret			) as Director w	hose term of
Whether group are agenda / re		promoter ed in the	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
	E-		7.4.4.50.50		74/15050			
Promoter	Voting	75215950	74665950	99.27	74665950	0	100.00	0.00
and	Poll		550000	0.73	550000	0	100.00	0.00
Promoter Group	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		75215950	100.00	7 <u>5</u> 215950	0	100.00	0.00
	E- Voting		0	0.00	0	0	0.00	0.00
Public	Poll		0	0.00	0	0	0.00	0.00
Institutions	Postal Ballot	146498	0	0.00	0	0	0.00	0.00
	Total	1	0	0.00	0	0	0.00	0.00
	E- Voting		63271	0.25	56171	7100	88.78	11.22
Public Non	Poll		918798	3.68	918798	0	100.00	0.00
Institutions	Postal Ballot	24941358	59415	0.24	57415	2000	96.63	3.37
	Total		1041484	4.18	1032384	9100	99.13	0.87
Total		100303806	76257434	76.03	76248334	9100	99.99	0.01

\* No. of votes polled does not include "No. of vote invalid".

The Resolution was passed with requisite majority.

For Kokuyo Camlin Limited -----amlin MUMBAI Ravindra V. Damle

Ravindra V. Damle Vice President (Corporate) & Company Secretary 301, Sai-Krupa Co-operative Housing Society, B-Cabin, Shivaji Nagar, Opp. Anandashram Society, Sane Guruji Path, Naupada, Thane (West) 400 602. Contact us at : 022-2544 2434, +91 89764 42434 info@jhrasso.com | jhranade24@gmail.com



#### **CONSOLIDATED SCRUTINISER'S REPORT**

Pursuant to Section 108 and 109 of the Companies Act, 2013 read with rule 20 and 21 of the Companies (Management and Administration) Rules, 2014

## Τo,

The Chairman of the 71<sup>st</sup> Annual General Meeting of Equity share holders of Kokuyo Camlin Limited held on Wednesday 8th August 2018 at Walchand Hirachand Hall, IMC Building Indian Merchants Chamber Marg, Churchgate, Mumbai – 400 020

#### Dear Sir,

I, J. H. Ranade, Partner of JHR & Associates, Practicing Company Secretaries, Thane, was appointed by the Board of Directors of Kokuyo Camlin Limited ('the Company') as the Scrutiniser for electronic as well as physical voting process at the 71st Annual General meeting ('AGM') of the Company held on Wednesday, 8<sup>th</sup> August 2018.

The Company had provided the facility of Remote e-voting and postal ballot to all the Equity share holders who wish to cast their vote before the date of AGM. The Company had also provided the facility of voting through physical ballot papers at AGM ('poll') to those equity share holders who have attended AGM in person or by proxy or by authorised representation and have not cast their votes through remote-evoting or postal ballot on the resolution(s) contained in the notice of AGM.

My responsibility as the Scrutiniser for remote e-voting, postal ballot and poll is restricted to ascertaining the voting processes and prepare Scrutiniser's Report of the votes cast 'in favour' or 'against' the resolutions contained in the notice of AGM.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made thereunder in respect of resolutions contained in the notice to the AGM of the Company.

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

i. The members of the Company as on the "cut-off" date i.e. Wednesday, 1<sup>st</sup> August 2018 were entitled to vote on the resolutions 1 to 6 as set out in the notice.



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<sup>.</sup> ماريد ورود و در مشاهر ا



- The period of Remote e-voting commenced on Sunday, 5<sup>th</sup> August 2018 at 9.00 a.m. (IST) and ended on Tuesday, 7<sup>th</sup> August 2018 at 5.00 p.m. (IST).
- iii. Postal ballots received after 7<sup>th</sup> August 2018 were not considered for the purpose of my report.
- iv. On 8<sup>th</sup> August 2018 after end of the Remote e-voting period but before the commencement of the AGM, a limited information report containing information such as folio number, name, address and number of shares held etc. except votes cast by the members who voted electronically was generated from the portal of National Securities Depository Limited ('NSDL').
- v. After the time fixed for closing of the poll by Chairman, one separate ballot box kept for polling was locked in my presence with due identification marks placed by me. The voting facility was made available to those equity shareholders who have attended the AGM in person or by proxy or by authorised representation and have not cast their votes electronically / through postal ballot on the resolution(s) contained in the notice of the AGM.
- vi. The locked ballot box was opened in the presence of two witnesses, Mr. Sohan J. Ranade and Ms. Sonali Deshmukh who were not in the employment of the Company ('the witnesses') and the polling papers were diligently scrutinised and reconciled with the records maintained by the Company and Link Intime India Private Limited, Registrar and Transfer Agents ('R&T') of the Company and the authorisations and proxies lodged with the Company.
- vii. The votes cast through Remote e-voting were subsequently unblocked and postal ballots which were kept separately in sealed envelope were opened and scrutinised in the presence of the witnesses. They have signed below in the confirmation.
- viii. The poll papers / postal ballots which were incomplete and / or which were otherwise found defective have been treated invalid and kept separately.

Shan J. Ranade

Sonali Deshmukh





Based on the report of remote e-voting generated from the portal of NSDL, report of voting through postal ballot and poll generated with the assistance of R&T, the combined result of the voting at AGM is as under:-

## **ORDINARY BUSINESS:**

Item No. 1 Ordinary Resolution:

Adoption of financial statements (including audited consolidated financial statements) for the financial year ended 31<sup>st</sup> March, 2018 and the Reports of the Directors and Auditors thereon.

Voted in favour of the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	and the second
Remote e-voting	44	7,47,29,221	100
Postal Ballot	52	59,415	100
Ballot at AGM	29	14,68,778	100
Total	125	7,62,57,414	100

Voted against the resolution:

Type of voting	Number of Members	· · · · · · · · · · · · · · · · · · ·	% of total number of
	voted	votes cast by them	valid votes cast*
Remote e-voting	0	0	-
Postal Ballot	0	0	-
Ballot at AGM	0	0	-
Total	0	0	-

Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by
		them
Remote e-voting	0	0
Postal Ballot	2	371
Ballot at AGM	0	0
Total	0	371



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Item No. 2 Ordinary Resolution:

Re-appointment of Mr. Takeo Iguchi (DIN: 03599826), as Director who retires by rotation.

### Voted in favour of the resolution:

Type of voting	Number of Members voted	Total - number of votes cast by them	A DESCRIPTION OF A
Remote e-voting	37	7,47,21,171	99.99
Postal Ballot	52	59,415	100
Ballot at AGM	30	14,68,798	100
Total	119	7,62,49,384	99.99

Voted against the resolution:

Type of voting	Number of Members	Total number of	% of total number of
	voted	votes cast by them	valid votes cast*
Remote e-voting	7	8,050	0.01
Postal Ballot	0	0	•
Ballot at AGM	0	0	-
Total	7	8050	0.01

Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by
		them
Remote e-voting	0	0
Postal Ballot	2	371
Ballot at AGM	0	0
Total	2	371





Item No. 3 Ordinary Resolution:

Re-appointment of Mr. Takuya Morikawa (DIN 03599830), as Director who retires by rotation.

Voted in favour of the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast*
Remote e-voting	34	7,47,20,956	99.99
Postal Ballot	51	59,315	99.83
Ballot at AGM	30	14,68,798	100
Total	115	7,62,49,069	99.99

Voted against the resolution:

Type of voting	Number of Members	「「「「」」、「」、「」、「」、「「「「」」、「「」、「」、「」、「」、「」、「	National States (1997) 전 2017 - 1997 - 1997 - 1997 - 1997 - 1997 - 1997 - 1997 - 1997 - 1997 - 1997 - 1997 - 19
	voted	votes cast by them	valid votes cast*
Remote e-voting	8	8,064	0.01
Postal Ballot	1	100	0.17
Ballot at AGM	0	0	-
Total	9	8,164	0.01

Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by them
Remote e-voting	0	0
Postal Ballot	2	371
Ballot at AGM	0	0
Total	2	371

The resolution was passed with requisite majority.



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### SPECIAL BUSINESS:

Item No. 4 Special Resolution:

Appointment of Mr. Dilip D. Dandekar (DIN: 00846901), as a Director in wholetime employment designated as 'Chairman & Executive Director' for a period of one year effective from 1st February, 2018 and remuneration payable to him.

Voted in favour of the resolution:

Type of voting	Number of Members	Total number of	% of total number of
	voted	votes cast by them	valid votes cast*
Remote e-voting	39	7,47,24,796	99.99
Postal Ballot	49	5,5315	93.10
Ballot at AGM	30	14,68,798	-
Total	118	7,62,48,909	99.99

## Voted against the resolution:

Type of voting	Number <b>of</b> Members' voted		% of total number of valid votes cast*
Remote e-voting	4	3,825	0.01
Postal Ballot	3	4,100	6.90
Ballot at AGM	0	0	-
Total	7	7,925	0.01

Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by
		them
Remote e-voting	0	0
Postal Ballot	2	371
Ballot at AGM	0	0
Total	2	371



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Item No. 5 Special Resolution:

Appointment of Mr. Shriram S. Dandekar (DIN: 01056318), as a Director in wholetime employment designated as 'Vice Chairman & Executive Director' for a period of one year effective from 1st February, 2018 and remuneration payable to him.

Voted in favour of the resolution:

Type of voting	Number of Members voted		% of total number of valid votes cast*
Remote e-voting	40	7,47,25,821	100
Postal Ballot	49	55,315	93.10
Ballot at AGM	30	14,68,798	100
Total	119	7,62,49,934	99.99

Voted against the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	
Remote e-voting	4	3,400	-
Postal Ballot	3	4,100	6.90
Ballot at AGM	0	0	
Total	7	7,500	0.01

Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by
		them
Remote e-voting	0	0
Postal Ballot	2	371
Ballot at AGM	0	0
Total	2	371



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Item No. 6 Ordinary Resolution:

Appointment of Mr. Kazuo Kubo (DIN: 08125242) as Director whose term of Office shall be liable to retirement by rotation.

Voted in favour of the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	
Remote e-voting	38	7,47,22,121	99.99
Postal Ballot	51	57,415	96.63
Ballot at AGM	30	14,68,798	100
Total	119	7,62,48,334	99.99

Voted against the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	and the second
Remote e-voting	6	7,100	0.01
Postal Ballot	1	2000	3.37
Ballot at AGM	0	0	-
Total	7	9,100	0.01

Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by
		them
Remote e-voting	0	0
Postal Ballot	2	371
Ballot at AGM	0	0
Total	2	371





Notes:

1) \*Percentage beyond 2 decimal points ignored under Rounding off.

The ballot papers and all other relevant records will be handed over to the Company Secretary in due course of time.

Date: 9<sup>th</sup> August 2018 Place: Thane kauor

J. H. Ranade Partner (FCS: 4317, CP:2520) JHR & Associates Company Secretaries



Received on 09/08/2018

Noted For KOKUYO CAMLIN LIMITED

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DILIP DANDEKAR CHAIRMAN & EXECUTIVE DIRECTOR