

Date : 22nd March, 2019

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: **KOKUYOCLN**

**Sub: Voting Results of the Postal Ballot dated 24<sup>th</sup> January, 2019**

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 Postal Ballot in the prescribed format alongwith the Scrutinizer Report dated 20th March, 2019 issued by M/s. JHR & Associates, Practicing Company Secretary.

Accordingly, all the proposed Special resolutions have been passed by the members with requisite majority. The results will also be available on the website of the Company at [www.kokuyocamlin.com](http://www.kokuyocamlin.com)

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

Yours Faithfully,  
FOR **KOKUYO CAMLIN LIMITED**



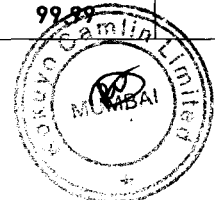
**RAVINDRA V. DAMLE**  
**VICE PRESIDENT (CORPORATE) &**  
**COMPANY SECRETARY**

Encl: As above

**Details of Voting Results**

Sr. No.	Particulars	Details
1.	Date of Declaration of the Postal Ballot Results	: 20 <sup>th</sup> March, 2019
2.	Voting start Date	: 18 <sup>th</sup> February, 2019 (09.00 a.m)
3.	Voting end Date	: 20 <sup>th</sup> March, 2019 (05.00 p.m)
4.	Total No. of shareholders on record date	: 18063 (as on cut-off date i.e. 8th February, 2019)
5.	No. of shareholders present in the meeting either in person or through proxy	: N.A.
	Promoter and Promoter Group	: N.A.
	Public	: N.A.
6.	No. of shareholders attended the meeting through video conferencing	: N.A.
	Promoter and Promoter Group	
	Public	

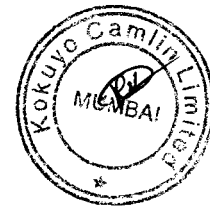
Resolution Required : (Special)			1. Re-designation of Mr. Nobuchika Doi (DIN: 03599835) as 'Executive Director' for the remaining period of his tenure of two (2) years effective from 1st November, 2018 to 31 <sup>st</sup> October, 2020.					
Whether promoter/ promoter group are interested in the agenda / 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 Promoter Group	E-Voting	75215950	74665950	99.27	74665950	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		550000	0.73	550000	0	100	0
	<b>Total</b>		<b>75215950</b>	<b>100</b>	<b>75215950</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting	145806	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	24942050	78658	0.32	77209	1449	98.16	1.84
	Poll		0	0	0	0	0	0
	Postal Ballot		1028378	4.12	1026322	2056	99.80	0.20
	<b>Total</b>		<b>1107036</b>	<b>4.44</b>	<b>1103531</b>	<b>3505</b>	<b>99.68</b>	<b>0.32</b>
<b>Total</b>		<b>100303806</b>	<b>76322986</b>	<b>76.09</b>	<b>76319481</b>	<b>3505</b>	<b>99.69</b>	<b>0.01</b>



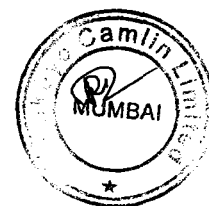
<b>Resolution Required : (Special)</b>			2. Appointment of Mr. Satish Veerappa as 'Manager' designated as 'Chief Executive Officer' for a period of three (3) years effective from 1 <sup>st</sup> November, 2018 to 31 <sup>st</sup> October, 2021 and remuneration payable to him.					
<b>Whether promoter/ promoter group are interested in the agenda / resolution?</b>			<b>NO</b>					
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 Promoter Group	E-Voting	75215950	74665950	99.27	74665950	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		550000	0.73	550000	0	100	0
	<b>Total</b>		<b>75215950</b>	<b>100</b>	<b>75215950</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting	145806	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	24942050	78433	0.31	76974	1459	98.14	1.86
	Poll		0	0	0	0	0	0
	Postal Ballot		1026742	4.12	1022572	4170	99.59	0.41
	<b>Total</b>		<b>1105175</b>	<b>4.43</b>	<b>1099546</b>	<b>5629</b>	<b>99.49</b>	<b>0.51</b>
<b>Total</b>		<b>100303806</b>	<b>76321125</b>	<b>76.09</b>	<b>76315496</b>	<b>5629</b>	<b>99.99</b>	<b>0.01</b>



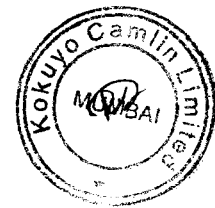
<b>Resolution Required : (Special)</b>			3. Appointment of Mr. Dilip D. Dandekar (DIN: 00846901) as Director in Whole-time employment designated as 'Chairman & Executive Director' for a period of one (1) year effective from 1st February, 2019 to 31st January, 2020 and remuneration payable to him.					
<b>Whether promoter/ promoter group are interested in the agenda / resolution?</b>			<b>NO</b>					
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 Promoter Group	E-Voting	75215950	74665950	99.27	74665950	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot		550000	0.73	550000	0	100	0
	<b>Total</b>		<b>75215950</b>	<b>100</b>	<b>75215950</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting	145806	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	24942050	78457	0.32	75185	3272	95.83	4.17
	Poll		0	0	0	0	0	
	Postal Ballot		1027742	4.12	1024336	3406	99.67	0.33
	<b>Total</b>		<b>1106199</b>	<b>4.44</b>	<b>1099521</b>	<b>6678</b>	<b>99.40</b>	<b>0.60</b>
<b>Total</b>		<b>100303806</b>	<b>76322149</b>	<b>76.09</b>	<b>76315471</b>	<b>6678</b>	<b>99.99</b>	<b>0.01</b>



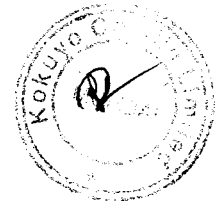
Resolution Required : (Special)			4. Appointment of Mr. Shriram S. Dandekar (DIN: 01056318) as Director in Whole-time employment designated as 'Vice- Chairman & Executive Director' for a period of one (1) year effective from 1st February, 2019 to 31st January, 2020 and remuneration payable to him.					
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 Promoter Group	E-Voting	75215950	74665950	99.27	74665950	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		550000	0.73	550000	0	100	0
	<b>Total</b>		<b>75215950</b>	<b>100</b>	<b>75215950</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting	145806	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	24942050	77981	0.31	71563	6418	91.77	8.23
	Poll		0	0	0	0	0	0
	Postal Ballot		1027742	4.12	1024374	3368	99.67	0.33
	<b>Total</b>		<b>1105723</b>	<b>4.43</b>	<b>1095937</b>	<b>9786</b>	<b>99.11</b>	<b>0.89</b>
<b>Total</b>		<b>100303806</b>	<b>76321673</b>	<b>76.09</b>	<b>76311887</b>	<b>9786</b>	<b>99.99</b>	<b>0.01</b>



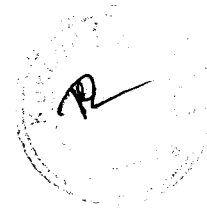
Resolution Required : (Special)			5. Re-appointment of Mr. Ramanathan Sriram (DIN: 00065069) as an Independent Non-Executive Director to hold office for a period of five (5) consecutive years effective from 1st April, 2019 to 31st March, 2024.					
Whether promoter/ promoter group are interested in the 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 Promoter Group	E-Voting	75215950	74665950	99.27	74665950	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		550000	0.73	550000	0	100	0
	<b>Total</b>		<b>75215950</b>	<b>100</b>	<b>75215950</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting	145806	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	24942050	78357	0.31	73043	5314	93.22	6.78
	Poll		0	0	0	0	0	0
	Postal Ballot		1026742	4.12	1026434	308	99.97	0.03
	<b>Total</b>		<b>1105099</b>	<b>4.43</b>	<b>1099477</b>	<b>5622</b>	<b>99.49</b>	<b>0.51</b>
<b>Total</b>		<b>100303806</b>	<b>76321049</b>	<b>76.09</b>	<b>76315427</b>	<b>5622</b>	<b>99.99</b>	<b>0.01</b>



Resolution Required : (Special)			6. Re-appointment of Mr. Shishir B. Desai (DIN: 01453410) as an Independent Non-Executive Director to hold office for a period of five (5) consecutive years effective from 1st April, 2019 to 31st March, 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 Promoter Group	E-Voting	75215950	74665950	99.27	74665950	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		550000	0.73	550000	0	100	0
	<b>Total</b>		<b>75215950</b>	<b>100</b>	<b>75215950</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting	145806	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	24942050	78057	0.31	72969	5088	93.48	6.52
	Poll		0	0	0	0	0	0
	Postal Ballot		1026742	4.12	1026474	268	99.97	0.03
	<b>Total</b>		<b>1104799</b>	<b>4.43</b>	<b>1099443</b>	<b>5356</b>	<b>99.52</b>	<b>0.48</b>
<b>Total</b>		<b>100303806</b>	<b>76320749</b>	<b>76.09</b>	<b>76315393</b>	<b>5356</b>	<b>99.99</b>	<b>0.01</b>



Resolution Required : (Special)			7. Re-appointment of Mr. Hisamaro Garugu (DIN: 00579089) as an Independent Non-Executive Director to hold office for a period of five (5) consecutive years effective from 1st April, 2019 to 31st March, 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 Promoter Group	E-Voting	75215950	74665950	99.27	74665950	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		550000	0.73	550000	0	100	0
	<b>Total</b>		<b>75215950</b>	<b>100</b>	<b>75215950</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting	145806	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	24942050	78457	0.31	73034	5423	93.09	6.91
	Poll		0	0	0	0	0	0
	Postal Ballot		1026742	4.12	1021572	5170	99.50	0.50
	<b>Total</b>		<b>1105199</b>	<b>4.43</b>	<b>1094606</b>	<b>10593</b>	<b>99.04</b>	<b>0.96</b>
<b>Total</b>		<b>100303806</b>	<b>76321149</b>	<b>76.09</b>	<b>76310556</b>	<b>10593</b>	<b>99.99</b>	<b>0.01</b>





Resolution Required : (Special)			8. Re-appointment of Mr. Devendra Kumar Arora (DIN: 05160734) as an Independent Non-Executive Director to hold office for a period of five (5) consecutive years effective from 1st April, 2019 to 31st March, 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 Promoter Group	E-Voting	75215950	74665950	99.27	74665950	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		550000	0.73	550000	0	100	0
	<b>Total</b>		<b>75215950</b>	<b>100</b>	<b>75215950</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting	145806	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	24942050	78357	0.31	72793	5564	92.90	7.10
	Poll		0	0	0	0	0	0
	Postal Ballot		1026742	4.12	1019410	7332	99.29	0.71
	<b>Total</b>		<b>1105099</b>	<b>4.43</b>	<b>1092203</b>	<b>12896</b>	<b>98.83</b>	<b>1.17</b>
<b>Total</b>		<b>100303806</b>	<b>76321049</b>	<b>76.09</b>	<b>76308153</b>	<b>12896</b>	<b>99.98</b>	<b>0.02</b>

Resolution Required : (Special)			9. Re-appointment of Mr. Sriram Venkataraman (DIN: 06790179) as an Independent Non-Executive Director to hold office for a period of five (5) consecutive years effective from 1st April, 2019 to 31st March, 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 Promoter Group	E-Voting	75215950	74665950	99.27	74665950	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		550000	0.73	550000	0	100	0
	<b>Total</b>		<b>75215950</b>	<b>100</b>	<b>75215950</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting	145806	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	24942050	78658	0.31	73515	5143	93.46	6.54
	Poll		0	0	0	0	0	0
	Postal Ballot		1026742	4.12	1024584	2158	99.79	0.21
	<b>Total</b>		<b>1105400</b>	<b>4.43</b>	<b>1098099</b>	<b>7301</b>	<b>99.34</b>	<b>0.66</b>
<b>Total</b>		<b>100303806</b>	<b>76321350</b>	<b>76.09</b>	<b>76314049</b>	<b>7301</b>	<b>99.99</b>	<b>0.01</b>

All the above mentioned Special Resolutions were passed with requisite majority.

FOR KOKUYO CAMLIN LIMITED



**RAVINDRA V. DAMLE**  
**VICE PRESIDENT (CORPORATE)**  
**& COMPANY SECRETARY**

**SCRUTINIZER'S REPORT**

The Vice-chairman & Executive Director  
Kokuyo Camlin Limited,  
48/2, Hilton House, Central road  
M.I.D.C Andheri (east)  
Mumbai 400093

**Postal Ballot : Notice dated 24<sup>th</sup> January, 2019**

Dear Sir,

The Board of Directors of the Company at its meeting held on 24<sup>th</sup> January, 2019 appointed me as the Scrutinizer for conducting the Postal Ballot voting process.

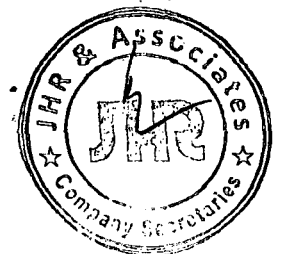
My responsibility as the Scrutinizer for the Postal Ballot is restricted to ascertaining the voting processes and make Scrutinizer's Report of the votes cast 'in favour' or "against" the resolutions contained in the notice of Postal Ballot.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means and physical postal ballot on the Special Resolutions contained in the notice of Postal Ballot.

The Company had provided Remote e-voting facility as well voting by physical postal ballots with the detailed procedure and instructions contained in the notice of Postal Ballot.

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

1. The Equity shareholders of the Company as on the "cut-off" date i.e. Friday, 8<sup>th</sup> February 2019 were entitled to vote on the Special Resolutions no. 1 to 9 as set out in the notice.
2. The voting period commenced on Monday, 18<sup>th</sup> February, 2019 at 9.00 a.m. (IST) and ended on Wednesday, 20<sup>th</sup> March, 2019 at 5.00 p.m. (IST).
3. The Company had completed on Thursday, 14<sup>th</sup> February, 2019, the dispatch of physical postal ballot forms along with postage prepaid business reply envelopes and also electronically to its 18,063 Members whose name(s) appeared on the Register of Members / list of beneficiaries as on Friday, 8<sup>th</sup> February, 2019. The Company also dispatched on Friday,



22nd February, 2019 physical postal ballot forms along with postage prepaid business reply envelopes to such shareholders whose emails were bounced and out of such postal ballot forms 183 were returned undelivered.

4. On Wednesday, 20<sup>th</sup> March, 2019 after the end of Remote e-voting period i.e. after 5.00 p.m. (IST), a detailed report was generated from the portal of National Securities Depository Limited ('NSDL').
5. Particulars of the postal/electronic ballot forms received from the Members have been entered in a register separately maintained for the purpose.
6. All postal ballot forms received up to 5.00 p.m. on Wednesday, 20<sup>th</sup> March, 2019, the last date fixed by the Company for receipt of the Postal Ballot forms, were considered for my scrutiny. A total of 147 physical Postal Ballot forms were received.
7. Envelopes containing postal ballots received after 5.00 p.m. on Wednesday, 20<sup>th</sup> March 2019 were not considered for my scrutiny.
8. The postal ballot forms were kept under my safe custody before commencing the scrutiny of such postal ballot forms.
9. The postal ballot forms were opened in the presence of two witnesses, Tejaswi Zope and Nikita Babre who are not in the employment of the Company who have signed below in the confirmation.

  
Tejaswi Zope

  
Nikita Babre

10. Physical postal ballots were scrutinized and the shareholding was matched / confirmed with the Register of Members of the Company / in case of e-voting with list of beneficiaries as on Friday, 8<sup>th</sup> February, 2019, with the assistance provided by Link Intime India Private Limited, Registrar and Transfer Agents ('R&T').
11. The postal ballots which were incomplete and / or which were otherwise found defective have been treated invalid and kept separately.
12. There were no mutilated ballot papers.



Based on the report of Remote e-voting generated from the portal of NSDL and report of voting by physical postal ballots generated with the assistance of R&T, the result of the Postal Ballot is as under:-

**1. Special Resolution:**

Re-designation of Mr. Nobuchika Doi (DIN: 03599835) as 'Executive Director' for the remaining period of his tenure of two (2) years effective from 1st November, 2018 to 31st October, 2020.

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	76	7,47,43,159	99.99
Physical Postal Ballots	129	15,76,322	99.74
<b>Total</b>	<b>205</b>	<b>7,63,19,481</b>	<b>--</b>

Voted against 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	6	1,449	--
Physical Postal Ballots	5	2,056	0.26
<b>Total</b>	<b>11</b>	<b>3,505</b>	<b>0.26</b>

Invalid / not voted:

Type of voting	Number of Members voted	Total number of votes cast by them
Remote e-voting	--	--
Physical Postal Ballots	14	15,556
<b>Total</b>	<b>14</b>	<b>15,556</b>

The resolution was passed with requisite majority.

## 2. Special Resolution:

Appointment of Mr. Satish Veerappa as 'Manager' designated as 'Chief Executive Officer' for a period of three (3) years effective from 1st November, 2018 to 31st October, 2021 and remuneration payable to him.

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	71	7,47,42,924	99.99
Physical Postal Ballots	123	15,72,572	99.61
<b>Total</b>	<b>194</b>	<b>7,63,15,496</b>	<b>--</b>

Voted against 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	9	1,459	★ --
Physical Postal Ballots	8	4,170	0.39
<b>Total</b>	<b>17</b>	<b>5,629</b>	<b>0.39</b>

Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by them
Remote e-voting	--	--
Physical Postal Ballots	14	15,556
<b>Total</b>	<b>14</b>	<b>15,556</b>

The resolution was passed with requisite majority.



### 3. Special Resolution:

Appointment of Mr. Dilip D. Dandekar (DIN: 00846901) as Director in Whole-time employment designated as 'Chairman & Executive Director' for a period of one (1) year effective from 1st February, 2019 to 31st January 2020 and remuneration payable to him.

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	72	7,47,41,135	99.99
Physical Postal Ballots	124	15,74,336	99.66
<b>Total</b>	<b>196</b>	<b>7,63,15,471</b>	<b>--</b>

Voted against 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	8	3,272	*--
Physical Postal Ballots	8	3,406	0.34
<b>Total</b>	<b>16</b>	<b>6,678</b>	<b>0.34</b>

Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by them
Remote e-voting	--	--
Physical Postal Ballots	14	15,556
<b>Total</b>	<b>14</b>	<b>15,556</b>

The resolution was passed with requisite majority.



#### 4. Special Resolution:

Appointment of Mr. Shriram S. Dandekar (DIN: 01056318) as Director in Whole-time employment designated as 'Vice-Chairman & Executive Director' for a period of one (1) year effective from 1st February, 2019 to 31st January, 2020 and remuneration payable to him.

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	69	7,47,37,513	99.99
Physical Postal Ballots	125	1574374	99.79
<b>Total</b>	<b>194</b>	<b>7,63,11,887</b>	<b>--</b>

Voted against 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	10	6,418	*--
Physical Postal Ballots	7	3,368	0.21
<b>Total</b>	<b>17</b>	<b>9,786</b>	<b>0.21</b>

Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by them
Remote e-voting	--	--
Physical Postal Ballots	14	15,556
<b>Total</b>	<b>14</b>	<b>15,556</b>

The resolution was passed with requisite majority.





**5. Special Resolution:**

Re-appointment of Mr. Ramanathan Sriram (DIN: 00065069) as an Independent Non-Executive Director to hold office for a period of five (5) consecutive years effective from 1st April, 2019 to 31st March, 2024.

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	69	7,47,38,993	99.99
Physical Postal Ballots	123	15,76,434	99.98
<b>Total</b>	<b>192</b>	<b>7,63,15,427</b>	<b>--</b>

Voted against 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	10	5,314	*--
Physical Postal Ballots	8	308	0.02
<b>Total</b>	<b>18</b>	<b>5,622</b>	<b>0.02</b>

Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by them
Remote e-voting	--	--
Physical Postal Ballots	14	15,556
<b>Total</b>	<b>14</b>	<b>15,556</b>

The resolution was passed with requisite majority.



## 6. Special Resolution

Re-appointment of Mr. Shishir B. Desai (DIN: 01453410) as an Independent Non-Executive Director to hold office for a period of five (5) consecutive years effective from 1st April, 2019 to 31st March, 2024.

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	68	7,47,38,919	99.99
Physical Postal Ballots	125	15,76,474	99.98
<b>Total</b>	<b>193</b>	<b>7,63,15,393</b>	<b>--</b>

Voted against 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	11	5,088	*..
Physical Postal Ballots	6	268	0.02
<b>Total</b>	<b>17</b>	<b>5,356</b>	<b>0.02</b>

Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by them
Remote e-voting	--	--
Physical Postal Ballots	14	15,556
<b>Total</b>	<b>14</b>	<b>15,556</b>

The resolution was passed with requisite majority.



**7. Special Resolution:**

Re-appointment of Mr. Hisamaro Garugu (DIN: 00579089) as an Independent Non-Executive Director to hold office for a period of five (5) consecutive years effective from 1st April, 2019 to 31st March, 2024.

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	69	7,47,38,984	99.99
Physical Postal Ballots	122	15,71,572	99.67
<b>Total</b>	<b>191</b>	<b>7,63,10,556</b>	<b>--</b>

Voted against 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	11	5,423	*--
Physical Postal Ballots	9	5,170	0.33
<b>Total</b>	<b>20</b>	<b>10,593</b>	<b>0.33</b>

Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by them
Remote e-voting	--	--
Physical Postal Ballots	14	15,556
<b>Total</b>	<b>14</b>	<b>15,556</b>

The resolution was passed with requisite majority.



#### 8. Special Resolution:

Re-appointment of Mr. Devendra Kumar Arora (DIN: 05160734) as an Independent Non-Executive Director to hold office for a period of five (5) consecutive years effective from 1st April, 2019 to 31st March, 2024.

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	67	7,47,38,743	99.99
Physical Postal Ballots	119	15,69,410	99.53
<b>Total</b>	<b>186</b>	<b>7,63,08,153</b>	<b>--</b>

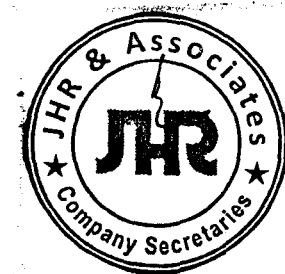
Voted against the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast*
Remote e-voting	12	5,564	*--
Physical Postal Ballots	12	7,332	0.47
<b>Total</b>	<b>24</b>	<b>12,896</b>	<b>0.47</b>

Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by them
Remote e-voting	--	--
Physical Postal Ballots	14	15,556
<b>Total</b>	<b>14</b>	<b>15,556</b>

The resolution was passed with requisite majority.



**9. Special Resolution:**

Re-appointment of Mr. Sriram Venkataraman (DIN: 06790179) as an Independent Non-Executive Director to hold office for a period of five (5) consecutive years effective from 1st April, 2019 to 31st March, 2024.

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	71	7,47,39,465	99.99
Physical Postal Ballots	124	15,74,584	99.86
<b>Total</b>	<b>195</b>	<b>7,63,14,049</b>	<b>--</b>

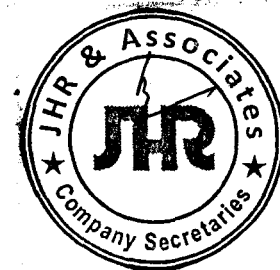
Voted against the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast*
Remote e-voting	11	5,143	*--
Physical Postal Ballots	7	2,158	0.14
<b>Total</b>	<b>18</b>	<b>7,301</b>	<b>0.14</b>

Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by them
Remote e-voting	--	--
Physical Postal Ballots	14	15,556
<b>Total</b>	<b>14</b>	<b>15,556</b>

The resolution was passed with requisite majority.

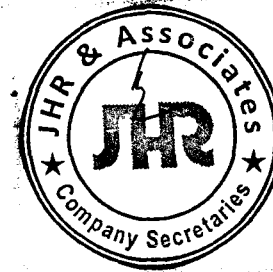


Notes:

- 1) \*Percentage beyond 2 decimal points ignored under Rounding off.
- 2) Shareholder voting for and against under same ballot form considered separately.

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

JHR & Associates  
Company Secretaries



Date: 20th March, 2019  
Place: Thane

*Ranade*  
J. H. Ranade  
Partner  
(FCS: 4317, CP:2520)

Noted  
For Kokuyo Camlin Limited  
*Ranade*  
Authorized Signatory

Recd on 20/3/2019