



**KHEMANI**

22<sup>nd</sup> September, 2021

To,  
**BSE Limited,**  
Phirozen Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001, Maharashtra

**Scrip ID / Code: KDML / 539788**

**Subject: Declaration of Voting Results and Consolidated Scrutinizer Report for the Annual General Meeting of the Company held on Wednesday, the 22<sup>nd</sup> September, 2021**

Dear Sir / Madam,

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith Voting Results of the 10<sup>th</sup> Annual General Meeting held on Wednesday, the 22<sup>nd</sup> September, 2021 at 3:00 p.m. and Consolidated Scrutinizer's Report pursuant to Section 108 of the Companies Act 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended).

Kindly take the same on your record and oblige.

Thanking you,

**For KHEMANI DISTRIBUTORS & MARKETING LIMITED**

*Vaishali*

**VAISHALI PUNJABI**  
Company Secretary  
ACS: 48695



Encl.: As above

**Khemani Distributors & Marketing Limited**

Registered Office : Plot No. D/91-92, Laxmi Narayan Industrial Estate, Nr. Baroda Rayon Corporation (BRC), Udhana, Bhestan, SURAT - 394210.  
Telephone & Fax : 0261-2905031, E-mail : investors@khemanigroup.net Website : www.khemanigroup.net CIN : L74300GJ2011PLC063520

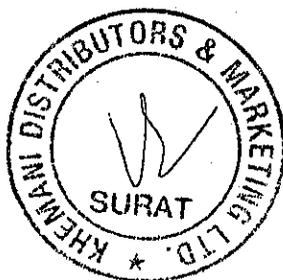
**KHEMANI****Details of Voting Results of 10<sup>th</sup> Annual General Meeting of Khemani Distributors & Marketing Limited**

Date of the Annual General Meeting:	22-09-2021
Total number of Shareholders on record date:	52
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	9
Public:	1
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	Not Arranged
Public:	

**Agenda wise disclosure**

Resolution No. 1:	Adoption of Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2021 together with the Reports of the Board of Directors and Auditors thereon.							
Resolution Required : (Ordinary / Special)	Ordinary Resolution							
Whether promoters / 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	6283200	0	0.00	0	0	0.00	0.00
	Poll		6283200	100.00	6283200	0	100.00	0.00
	Total	6283200	6283200	100.00	6283200	0	100.00	0.00
Public – Institutional holders	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public - Others	E-Voting	16690800	0	0.00	0	0	0.00	0.00
	Poll		3360000	20.13	3360000	0	100.00	0.00
	Total	16690800	3360000	20.13	3360000	0	100.00	0.00
<b>Total</b>		<b>22974000</b>	<b>9643200</b>	<b>41.97</b>	<b>9643200</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

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**Khemani Distributors & Marketing Limited**

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Resolution No. 2:		Re-appointment of Mr. Vijaykumar Khemani, Chairman and Managing Director (DIN: 02227389) as a Director, who retires by rotation.						
Resolution Required : (Ordinary / Special)				Ordinary Resolution				
Whether promoters / promoter group are interested in the agenda / resolution:				Yes; Mr. Vijaykumar Khemani, Promoter cum Chairman and Managing Director of the Company is interested in the 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 Promoter Group	E-Voting	6283200	0	0.00	0	0	0.00	0.00
	Poll		6283200	100.00	6283200	0	100.00	0.00
	Total	6283200	6283200	100.00	6283200	0	100.00	0.00
Public – Institutional holders	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public - Others	E-Voting	16690800	0	0.00	0	0	0.00	0.00
	Poll		3360000	20.13	3360000	0	100.00	0.00
	Total	16690800	3360000	20.13	3360000	0	100.00	0.00
<b>Total</b>		<b>22974000</b>	<b>9643200</b>	<b>41.97</b>	<b>9643200</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

Resolution No. 3:		Appointment of B Chordia & Co., Chartered Accountants, Surat as the Statutory Auditors of the Company.						
Resolution Required : (Ordinary / Special)				Ordinary Resolution				
Whether promoters / 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	6283200	0	0.00	0	0	0.00	0.00
	Poll		6283200	100.00	6283200	0	100.00	0.00
	Total	6283200	6283200	100.00	6283200	0	100.00	0.00
Public – Institutional holders	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public - Others	E-Voting	16690800	0	0.00	0	0	0.00	0.00
	Poll		3360000	20.13	3360000	0	100.00	0.00
	Total	16690800	3360000	20.13	3360000	0	100.00	0.00
<b>Total</b>		<b>22974000</b>	<b>9643200</b>	<b>41.97</b>	<b>9643200</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

FOR KHEMANI DISTRIBUTORS AND MARKETING LIMITED

*V. Khemani*  
**VIJAYKUMAR KHEMANI**  
 Chairman and Managing Director  
 DIN: 02227389



**Khemani Distributors & Marketing Limited**

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# **SCRUTINIZERS' REPORT**

**For Consolidated Results of Voting through Physical Ballot Paper at the  
10<sup>th</sup> Annual General Meeting of**

## **KHEMANI DISTRIBUTORS & MARKETING LIMITED**

**Held on Wednesday, September 22, 2021 at 03:00 p.m.  
at Plot No. D 91/92, Laxminarayan Industrial Park, BRC Compound,  
Udhana, Bhestan, Surat-394210 (Gujarat)**

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**Bhaveshkumar Rawal  
Company Secretary**

753, 7<sup>th</sup> Floor, Ajanta Shopping Centre, Nr. Rajhans The Imperia, Ring Road, Surat-395002 (Guj.)  
PH: +91- 89054-85323. Mail- brawal1011@gmail.com



BRCO/KDML/2021/1

September 22, 2021

**Consolidated Report of Scrutinizer's**  
**(Voting through Physical Ballot Paper)**

[Pursuant to Section(s) 108/109/110 of the Companies Act, 2013 and the Companies  
(Management and Administration) Rules, 2014 as amended]

To,  
The Chairman/Chairperson,  
**KHEMANI DISTRIBUTORS & MARKETING LIMITED**  
Plot No. D 91/92, Laxminarayan Industrial Park, BRC Compound,  
Udhana, Bhestan, Surat-394210 (Gujarat)

Dear Sir/Madam,

**Sub.-: Submission of Consolidated Report of Scrutinizer's for voting done through Physical  
Ballot Paper**

I refer to my appointment as scrutinizer by the Board of Directors of **KHEMANI DISTRIBUTORS & MARKETING LIMITED** ('The Company') vide letter dated August 26, 2021, to Scrutinize the physical ballots received from Members of the Company in a fair and transparent manner as per the provision of Section(s) 108/109/110 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Secretarial Standard on General Meetings (SS-2) for the 10<sup>th</sup> Annual General Meeting (AGM) of the Company held on Wednesday, September 22, 2021 at 03:00 P.M. at Plot No. D 91/92, Laxminarayan Industrial Park, BRC Compound, Udhna, Bhestan, Surat-394210 (Gujarat).

I have carried out the work as Scrutinizer of the Annual General Meeting commenced at 03.00 P.M. and concluded at 4:00 P.M. and I had scrutinized and reviewed the voting through Physical Ballot papers and votes tendered therein.

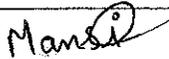
The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act 2013 and Rules relating to offering to shareholders facility of voting in physical mode through Ballot Papers in respect of the resolution contained in the Notice of AGM dated September 22, 2021. My responsibility is to scrutinize and ensure that the voting done through physical ballot is done in a fair and transparent manner and to make a consolidated scrutinizers' report of the votes cast in "Favour" or "Against" or "Invalid" for the matters/resolution stated in the Notice of the 10<sup>th</sup> AGM and votes casted at the AGM held on 22<sup>nd</sup> September, 2021.

The members of the Company as on cut-off date i.e. 15<sup>th</sup> September, 2021 are entitled to vote on the resolutions mentioned in the notice of the AGM held on 22<sup>nd</sup> September, 2021.



I hereby submit my report as under:-

1. At the venue of the 10<sup>th</sup> AGM of the Company held on 22<sup>nd</sup> September, 2021, the facility to vote through Ballot Paper had been provided to facilitate those members present in the meeting.
2. No vote was cast through postal ballot whereas all the 10 (Ten) members present at the AGM exercised their right to vote.
3. On 22<sup>nd</sup> September, 2021, the votes cast through ballot paper was duly checked by me as a Scrutinizer in the presence of Ms. Mansi Sharma and Ms. Madhuri Khandelwal who acted as the witnesses, as prescribed in Sub-Rule 4(xii) of the Said Rule 20.

WITNESSES	
Sign:- 	Sign:- 
<b>Ms. Mansi Sharma</b>	<b>Ms. Madhuri Khandelwal</b>

4. The details of the results of the voting conducted at the venue of the AGM by way of Ballot Papers are as under:-

Details	Voting Through Ballot Paper	Total Voting
Number of Members who cast their Votes	10	10
Total Number of Shares held by them	9643200	9643200
Valid Votes	As per the details provided under each one of the resolution mentioned hereunder.	
Invalid Votes	As per the details provided under each one of the resolution mentioned hereunder.	

Note:-

1. Percentage of votes cast "in favour" or "against" the resolutions is calculated based on the valid votes cast through physical voting.
2. No Voting was done by Postal Ballot

**Item No.1: Ordinary Resolution:**

To consider and adopt the Audited Financial Statement, Auditors Report and the reports of the Board of Directors of the Company for the financial year ended on 31<sup>st</sup> March, 2021:-

Particulars	Physical Ballot Paper		Total		Percentage
	No.	Votes	No.	Votes	
Favor	10	9643200	10	9643200	100
Against	0	0	0	0	0
Invalid	0	0	0	0	0
<b>Total</b>	<b>10</b>	<b>9643200</b>	<b>10</b>	<b>9643200</b>	<b>100</b>

**Item No.2: Ordinary Resolution:**

To appoint Mr. Vijaykumar Khemani (DIN: 02227389), who retires by rotation and being eligible, offer himself for re-appointment:-



Particulars	Physical Ballot Paper		Total		Percentage
	No.	Votes	No.	Votes	
Favor	10	9643200	10	9643200	100
Against	0	0	0	0	0
Invalid	0	0	0	0	0
<b>Total</b>	<b>10</b>	<b>9643200</b>	<b>10</b>	<b>9643200</b>	<b>100</b>

**Item No.3: Ordinary Resolution:**

To appoint B Chordia & Co., Chartered Accountants (Firm Registration No. 121083W) as the Statutory Auditors of the Company for a period of 5 years to hold office from the conclusion of this Annual General Meeting :-

Particulars	Physical Ballot Paper		Total		Percentage
	No.	Votes	No.	Votes	
Favor	10	9643200	10	9643200	100
Against	0	0	0	0	0
Invalid	0	0	0	0	0
<b>Total</b>	<b>10</b>	<b>9643200</b>	<b>10</b>	<b>9643200</b>	<b>100</b>

All the resolutions mentioned as per the details above stand passed with the requisite majority and I hereby confirm that, I am maintaining the Registers/Records received from the Service Providers electronically, in respect of the votes cast through voting conducted at the AGM by way of Ballot Papers by the Members of the Company. The Ballot Papers and all other relevant records relating to physical voting is under my safe custody and will be handed over to the Director of the Company for safe keeping, after the Chairman signs the Minutes of the 10<sup>th</sup> AGM.

Thanking you  
Yours faithfully



Bhaveshkumar Rawal  
Company Secretary

M. No. FCS-8812, COP:- 10257  
UDIN:- F008812C000988186



Place: Surat