KHEMANI

30th September, 2023

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

Scrip ID / Code: KDML / 539788

Subject: Details of Voting Results of 12th Annual General Meeting (AGM) of the Company alongwith Consolidated Scrutinizer Report

Dear Sir / Madam,

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith Consolidated Scrutinizer's Report alongwith Voting Results in respect of the Business transacted at the 12th AGM of the Company held on Friday, 29th September, 2023 at 4:00 p.m.

Kindly take the same on your record and oblige.

Thanking you,
For KHEMANI DISTRIBUTORS & MARKETING LIMITED

KHEMANI DISTRIBUTORS & MARKETING LTD. SURAT

Vaishali

VAISHALI PUNJABI
Company Secretary
ACS: 48695

Encl.: As above

SCRUTINIZERS' REPORT

For Consolidated Results of Voting through Physical Ballot Paper at the 12th Annual General Meeting of

KHEMANI DISTRIBUTORS & MARKETING LIMITED

Held on Friday, September 29, 2023 at 04:00 p.m. at Plot No. D 91/92, Laxminarayan Industrial Park, BRC Compound, Udhana, Bhestan, Surat-394210 (Gujarat)

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

M. 8905485323
M. 9427978697

BHAVESHKUMAR RAWAL
COMPANY SECRETARY

Email:- brawal1011@gmail.com

753, 7th Floor, Ajanta Shopping Centre, Nr. Rajhans-The Imperia, Opp. Bhatia Mobile Shop, Ring Road, Surat-395002 (Guj)

BRCO/KDML/2023/1 **September 29, 2023**

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 September 04, 2023, 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 12th Annual General Meeting (AGM) of the Company held on Friday, September 29, 2023 at 04:00 P.M. at Plot No. D 91/92, Laxminarayan Industrial Park, BRC Compound, Udhana, Bhestan, Surat-394210 (Gujarat).

I have carried out the work as Scrutinizer of the Annual General Meeting commended at 04.00 P.M. and concluded at 5:15 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 02, 2023. 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 12th AGM and votes casted at the AGM held on 29TH September, 2023.

Bhaveshkumar Rawal SURAT Company Secretary

The members of the Company as on cut-off date i.e. 22ND September, 2023 are entitled to vote on the resolutions mentioned in the notice of the AGM held on 29TH September, 2023.

I hereby submit my report as under:-

1. At the venue of the 12th AGM of the Company held on 29TH September, 2023, 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 29TH September, 2023, the votes cast through ballot paper was duly checked by me as a Scrutinizer in the presence of Ms. Madhuri Khandelwal and Ms. Yukta Sachdeva who acted as the witnesses, as prescribed in Sub-Rule 4(xii)of the Said Rule 20.

WITNESSES	
Sign:-	Sign:-
Ms. Madhuri Khandelwal	**Ms. Yukta Sachdeva**

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	1,12,75,200	1,12,75,200
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 31ST March, 2023:-

Particulars	Physical Ballot Paper		Total		Percentage
	No.	Votes	No.	Votes	
Favor	10	11275200	10	11275200	100%
Against	0	0	0	0	0
Invalid	0	0	0	0	0
Total	**10**	**11275200**	**10**	**11275200**	**100%**

Bhaveshkumar Rawal SUMIT Company Secretary

Item No.2: Ordinary Resolution:

To appoint **Mrs. ANUPA AMITKUMAR KHEMANI (DIN: 07360209)**, who retires by rotation and being eligible, offer herself for re-appointment:-

Particulars	Physical Ballot Paper		Total		Percentage
	No.	Votes	No.	Votes	
Favor	9	11263920	9	11263920	100%
Against	0	0	0	0	0
Invalid	0	0	0	0	0
Total	**9**	**11263920**	**9**	**11263920**	**100%**

Item No.3: Special Resolution:

To re-appoint **Mr. AMIT MAHAVIRPRASAD JAIN (DIN: 07368746)** as an Independent Director of the Company:-

Particulars	Physical Ballot Paper		Total		Percentage
	No.	Votes	No.	Votes	
Favor	10	11275200	10	11275200	100%
Against	0	0	0	0	0
Invalid	0	0	0	0	0
Total	**10**	**11275200**	**10**	**11275200**	**100%**

Item No.4: Special Resolution:

To re-appoint **Mr. BALKISHAN RAMSNEHI AGARWAL (DIN: 07403295)** as an Independent Director of the Company:-

Particulars	Physical Ballot Paper		Total		Percentage
	No.	Votes	No.	Votes	
Favor	10	11275200	10	11275200	100%
Against	0	0	0	0	0
Invalid	0	0	0	0	0
Total	**10**	**11275200**	**10**	**11275200**	**100%**

Item No.5: Special Resolution:

To re-appoint **Mr. MUKESHKUMAR DEVIDUTT KABRA (DIN: 07987025)** as an Independent Director of the Company:-

Particulars	Physical Ballot Paper		Total		Percentage
	No.	Votes	No.	Votes	
Favor	10	11275200	10	11275200	100%
Against	0	0	0	0	0
Invalid	0	0	0	0	0
Total	**10**	**11275200**	**10**	**11275200**	**100%**

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.

Company Secretary

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 12th AGM.

Thanking you
Yours faithfully

Bhaveshkumar Rawal SURAT Company Secretary

Bhaveshkumar Rawal
Company Secretary
M. No. FCS-8812, COP:- 10257
UDIN:- F008812E001131483

Place: Surat

KHEMANI

Details of Voting Results of 12th Annual General Meeting of Khemani Distributors & Marketing Limited

Date of the Annual General Meeting:	29-09-2023	
Total number of Shareholders on record date:	92	
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:	

Agendawise Disclosure

Resolution No. 1:	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2023, together with the Reports of the Board of Directors and the Auditors hereon.							
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	7915200	0	0.00	0	0	0.00	0.00
	Poll		7915200	100.00	7915200	0	100.00	0.00
	Total	7915200	7915200	100.00	7915200	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	15058800	0	0.00	0	0	0.00	0.00
	Poll		3360000	22.31	3360000	0	100.00	0.00
	Total	15058800	3360000	22.31	3360000	0	100.00	0.00
Total		22974000	11275200	49.08	11275200	0	100.00	0.00

Resolution No. 2:	To appoint a Director in place of Mrs. Anupa Amitkumar Khemani (DIN: 07360209), who retires by rotation and being eligible, offers her candidature for re-appointment.							
Resolution Required : (Ordinary / Special)				Ordinary Resolution				
Whether promoters / promoter group are interested in the agenda / resolution:				Yes; Mrs. Anupa Amitkumar Khemani, Non-Executive Direcrtor 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	7915200	0	0.00	0	0	0.00	0.00
	Poll		7903920	99.86	7903920	0	100.00	0.00
	Total	7915200	7903920	99.86	7903920	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	15058800	0	0.00	0	0	0.00	0.00
	Poll		3360000	22.31	3360000	0	100.00	0.00
	Total	15058800	3360000	22.31	3360000	0	100.00	0.00
Total		22974000	11263920	49.03	11263920	0	100.00	0.00

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KHEMANI DISTRIBUTORS & MARKETING LIMITED SURAT

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Resolution No. 3:	To re-appoint Mr. Amit Mahavirprasad Jain (DIN: 07368746) as an Independent Director of the Company.							
Resolution Required : (Ordinary / Special)				Special 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	7915200	0	0.00	0	0	0.00	0.00
	Poll		7915200	100.00	7915200	0	100.00	0.00
	Total	7915200	7915200	100.00	7915200	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	15058800	0	0.00	0	0	0.00	0.00
	Poll		3360000	22.31	3360000	0	100.00	0.00
	Total	15058800	3360000	22.31	3360000	0	100.00	0.00
Total		22974000	11275200	49.08	11275200	0	100.00	0.00

Resolution No. 4:	To re-appoint Mr. Balkishan Ramsnehi Agarwal (DIN: 07403295) as an Independent Director of the Company.							
Resolution Required : (Ordinary / Special)				Special 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	7915200	0	0.00	0	0	0.00	0.00
	Poll		7915200	100.00	7915200	0	100.00	0.00
	Total	7915200	7915200	100.00	7915200	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	15058800	0	0.00	0	0	0.00	0.00
	Poll		3360000	22.31	3360000	0	100.00	0.00
	Total	15058800	3360000	22.31	3360000	0	100.00	0.00
Total		22974000	11275200	49.08	11275200	0	100.00	0.00

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KHEMANI DISTRIBUTORS & MARKETING LTD. SURAT

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Resolution No. 5:	To re-appoint Mr. Mukeshkumar Devidutt Kabra (DIN: 07987025) as an Independent Director of the Company.							
Resolution Required : (Ordinary / Special)				Special 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	7915200	0	0.00	0	0	0.00	0.00
	Poll		7915200	100.00	7915200	0	100.00	0.00
	Total	7915200	7915200	100.00	7915200	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	15058800	0	0.00	0	0	0.00	0.00
	Poll		3360000	22.31	3360000	0	100.00	0.00
	Total	15058800	3360000	22.31	3360000	0	100.00	0.00
Total		22974000	11275200	49.08	11275200	0	100.00	0.00

FOR KHEMANI DISTRIBUTORS AND MARKETING LIMITED

KHEMANI DISTRIBUTORS & MARKETING LTD. SURAT

VIJAYKUMAR KHEMANI
Chairman and Managing Director
DIN: 02227389