KHEMANI

17th September, 2025

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

Scrip ID / Code: KDML / 539788

Subject: Voting Results of the 14th Annual General Meeting under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir / Madam,

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith Voting Results in respect of the Business transacted at the 14th AGM of the Company held on Wednesday, 17th September, 2025.

Further pursuant to the Section 108 of the Companies Act, 2013 and other applicable provisions and section 96 of the Companies Act, 2013 read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014, The report of the Scrutinizer dated 17th September, 2025 is also enclosed herewith.

Kindly take the same on your record and oblige.

Thanking you,
For Khemani Distributors & Marketing Limited

CHARMI SONI
Digitally signed by CHARMI SONI
Date: 2025.09.17 13:39:24 +05'30'

_____
Charmi Soni
Company Secretary and Compliance officer

Encl.: As above 1. Voting results and scrutinizers' report.

SCRUTINIZERS' REPORT

For Consolidated Results of Voting through Physical Ballot Paper at the 14th Annual General Meeting of

KHEMANI DISTRIBUTORS & MARKETING LIMITED

Held on Wednesday, September 17, 2025 at 11:00 A.M.
At Plot No. D 91/92, Laxminarayan Industrial Park, BRC Compound, Udhana, Bhestan, Surat-394210 (Gujarat)

Bhaveshkumar Rawal
Company Secretary
306, 3rd Floor, Sankalp, Chowki Street, Nanpura, Surat-395001 (Guj.)
PH: + 91- 8905485323, +91- 9265007363. E-Mail ID- brawal1011@gmail.com

BHAVESHKUMAR RAWAL
COMPANY SECRETARY

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M. No.+91 94279 78697
Office M. No. +91 92650 07363
Office Tel. No. 0261-3586251
Email - brawal1011@gmail.com

306, 3rd Floor, Sankalp, Chowki Street, Nanpura, Surat - 395001 (Guj.)

BRCO/KDML/2025/1

September 17, 2025

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 20, 2025, 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 14th Annual General Meeting (AGM) of the Company held on Wednesday, September 17, 2025 at 11:00 A.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 11:00 A.M. and concluded at 11:20 A.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 August 20, 2025. My responsibility is to scrutinize and

Bhavesh Kumar Rawal SURAT Company Secretary

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 14th AGM and votes casted at the AGM held on 17th September, 2025.

The members of the Company as on cut-off date i.e. 12th September, 2025 are entitled to vote on the resolutions mentioned in the notice of the AGM held on 17th September, 2025.

I hereby submit my report as under:-

1. At the venue of the 14th AGM of the Company held on 17th September, 2025, 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 17th September, 2025, the votes cast through ballot paper was duly checked by me as a Scrutinizer in the presence of Mr. Siddharth Ashok Joshi and Mr. Vivek Variya who acted as the witnesses, as prescribed in Sub-Rule 4(xii) of the Said Rule 20.

WITNESSES	
Sign:-	Sign:-
Mr. Siddharth Ashok Joshi	**Mr. Vivek Variya**

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	17230000	17230000
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

Bhaveshkumar Rawal
SURAT
Company Secretary

Item No.1: Ordinary Resolution:

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2025, together with the Reports of the Board of Directors and the Auditors thereon: -

Particulars	Physical Ballot Paper		Total		Percentage
	No.	Votes	No.	Votes	
Favor	10	17230000	10	17230000	75%
Against	0	0	0	0	0
Invalid	0	0	0	0	0
Total	**10**	**17230000**	**10**	**17230000**	**75%**

Item No.2: Ordinary Resolution:

To consider and approve the re-appointment of Mr. Amitkumar Vijaykumarji Khemani (DIN: 02227413) as a Director of the Company, who retires by rotation and being eligible offers himself for re-appointment:

Particulars	Physical Ballot Paper		Total		Percentage
	No.	Votes	No.	Votes	
Favor	9	17202400	9	17202400	74.88%
Against	0	0	0	0	0
Invalid	0	0	0	0	0
Total	**9**	**17202400**	**9**	**17202400**	**74.88%**

Item No.3: Special Resolution:

Regularization of Appointment of Mrs. Pratibha Pankaj Gulgulia (DIN: 07121815), as a Non-Executive Independent Director of the Company:

Particulars	Physical Ballot Paper		Total		Percentage
	No.	Votes	No.	Votes	
Favor	10	17230000	10	17230000	75%
Against	0	0	0	0	0
Invalid	0	0	0	0	0
Total	**10**	**17230000**	**10**	**17230000**	**75%**

Item No.4: Ordinary Resolution:

Approve appointment of Mr. Bhaveshkumar Rawal as a Secretarial Auditor of the Company

Particulars	Physical Ballot Paper		Total		Percentage
	No.	Votes	No.	Votes	
Favor	10	17230000	10	17230000	75%
Against	0	0	0	0	0
Invalid	0	0	0	0	0
Total	**10**	17230000	**10**	17230000	**75%**

Bhaveshkumar Rawal SURAT Company Secretary

Item No.5: Ordinary Resolution:

To approve Increase in the Remuneration of Mr. Amitkumar Khemani, Whole Time Director & CFO of the Company:

Particulars	Physical Ballot Paper		Total		Percentage
	No.	Votes	No.	Votes	
Favor	9	17202400	9	17202400	74.88%
Against	0	0	0	0	0
Invalid	0	0	0	0	0
Total	**9**	17202400	**9**	17202400	**74.88%**

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 14th AGM.

Thanking you
Yours faithfully

Bhaveshkumar Rawal SURAT Company Secretary

Bhaveshkumar Rawal
Company Secretary
M. No. FCS-8812, COP: - 10257
UDIN: - F008812G001263351
PR :5653/2024

Place: Surat

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Resolution (1)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2025, together with the Reports of the Board of Directors and the Auditors thereon

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	17230000	0	0.0000	0	0	0.0000	0.0000
	Poll		17230000	100.0000	17230000	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	17230000	17230000	100.0000	17230000	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Total		17230000	17230000	100.0000	17230000	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (2)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	Yes
Description of resolution considered	To consider and approve the re-appointment of Mr. Amitkumar Vijaykumarji Khemani (DIN: 02227413) as a Director of the Company, who retires by rotation and being eligible offers himself for re-appointment

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	17202400	0	0.0000	0	0	0.0000	0.0000
	Poll		17202400	100.0000	17202400	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	17202400	17202400	100.0000	17202400	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Total		17202400	17202400	100.0000	17202400	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (3)

Resolution required: (Ordinary / Special)	Special
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Regularization of Appointment of Mrs. Pratibha Pankaj Gulgulia (DIN: 07121815), as a Non-Executive Independent Director of the Company.

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	17230000	0	0.0000	0	0	0.0000	0.0000
	Poll		17230000	100.0000	17230000	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	17230000	17230000	100.0000	17230000	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Total		17230000	17230000	100.0000	17230000	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (4)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Approve appointment of Mr. Bhaveshkumar Rawal as a Secretarial Auditor of the Company.

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	17230000	0	0.0000	0	0	0.0000	0.0000
	Poll		17230000	100.0000	17230000	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	17230000	17230000	100.0000	17230000	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Total		17230000	17230000	100.0000	17230000	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (5)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	Yes
Description of resolution considered	To approve Increase in the Remuneration of Mr. Amitkumar Khemani, Whole Time Director & CFO of the Company:

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	17202400	0	0.0000	0	0	0.0000	0.0000
	Poll		17202400	100.0000	17202400	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	17202400	17202400	100.0000	17202400	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Total		17202400	17202400	100.0000	17202400	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0