

No. S/BC/1(18-5)/2022/230

## ಕೆಐಓಸಿಎಲ್ ಅಮಿಟೆಡ್

ಭಾರತ ಸರ್ಕಾರದ ಉದ್ಯಮ)

ನೊಂದಾಯಿತ ಕಾರ್ಯಾಲಯ : ೨ನೇ ವಿಭಾಗ, ಕೋರಮಂಗಲ ಬೆಂಗಳೂರು – ೫೬೦ ೦೩೪.

ಒಹೆಚ್ಎಸ್ಎಎಸ್ 18001 ಸಂಸ್ಥೆ ದೂರವಾಣಿ : ೦೮೦–೨೫೫೩೧೪೬೧ ರಿಂದ ೬೬ आई एस ओ 9001, 14001 तथा ओएचएसएएस 18001 कम्पनी ಫ್ಯಾಕ್ಸ್ : ೦೮೦–೨೫೫೩೨೧೫೩–೫೯೪೧ ISO 9001, 14001 & ವೆಬ್ ಸೈಟ್ : www.kioclltd.in OHSAS 18001 COMPANY (भारत सरकार का उद्यम)

के आई ओ सी एल लिमिटेड

पंजीकृत कार्यालय : 11 ब्लाक, कोरमंगला, बेंगलूर - 560 034. कार्यालय : 080-25531461 - 66 फेक्स : 080-25532153-5941 वेबसाईट : www.kioclltd.in



(A Government of India Enterprise)

Registered Office : Il Block, Koramangala, Bengaluru - 560 034.

Telephone : 080-25531461 - 66 Fax : 080-25532153-5941 Website : www.kioclltd.in CIN : L13100KA1976GOI002974

July 26, 2022

National Stock Exchange of India Limited
Scrip Code: KIOCL
Through: NEAPS
BSE Limited
Scrip Code: 540680, Scrip Name: KIOCL
Through: BSE Listing Centre
Metropolitan Stock Exchange of India Limited
Scrip Code: KIOCL
Through: mylisting

Dear Sir/Madam,

## Sub: Compliance under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Postal Ballot E-voting Results along with Scrutinizer's Report

This is in furtherance to our earlier letter no. S/BC/1(18-5)/2022/184 dated June 22, 2022, regarding dispatch of Postal Ballot Notice dated June 22, 2022, seeking approval of members of the Company for appointment of Directors on the Board of the Company.

The Postal Ballot period for casting the votes through remote e-voting had commenced on June 24, 2022 (9:00 AM) and ended on July 23, 2022 (5:00 PM).

In this regard, the E-Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are enclosed herewith as <u>Annexure-I</u>. Shri S.N. Mishra, Practicing Company Secretary, who was appointed as a Scrutinizer has submitted the report on July 26, 2022, is also enclosed as <u>Annexure-II</u>.

Further, we wish to inform that all the resolutions as set out in the aforesaid postal ballot notice have been passed with requisite majority.

The e-voting results are also available on Company's website at www.kioclltd.in and on the website of CDSL at www.evotingindia.com.

This is submitted for information and record.

Thanking you,

Yours faithfully, For KIOCL Limited, the pat me

(P. K. Mishra) Company Secretary & Compliance Officer

Encl. as above

General information about company				
Scrip code	540680			
NSE Symbol	KIOCL			
MSEI Symbol	KIOCL			
ISIN	INE880L01014			
Name of the company	KIOCL LIMITED			
Type of meeting	Postal Ballot			
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	23-07-2022			
Start time of the meeting	2015 C 1010 C 101			
End time of the meeting				

Name of the Scrutinizer       \$ N MISHRA         Firms Name       \$ SNM & ASSOCIATES         Qualification       CS         Membership Number       6143         Date of Board Meeting in which appointed       24-05-2022         Date of Issuance of Report to the company       26-07-2022	Scrutinizer Details					
Qualification       C8         Membership Number       6143         Date of Board Meeting in which appointed       24-05-2022         Date of Issuance of Report to the company       26-07-2022	Name of the Scrutinizer	S N MISHRA				
Membership Number     6143       Date of Board Meeting in which appointed     24-05-2022       Date of Issuance of Report to the company     26-07-2022	Firms Name	SNM & ASSOCIATES				
Date of Board Meeting in which appointed     24-05-2022       Date of Issuance of Report to the company     26-07-2022	Qualification	CS				
Date of Issuance of Report to the company 26-07-2022	Membership Number	6143				
	Date of Board Meeting in which appointed	24-05-2022				
	Date of Issuance of Report to the company	26.07.2022				
		20-07-2022				

Voting results	
Record date	17-06-2022
Total number of shareholders on record date	18972
No. of shareholders present in the meeting either in person or through proxy	and all had the State State
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	

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				Resolution(1)				
Resolution requ	aired: (Ordinary	/ Special)		Special				
Whether promo agenda/resoluti	oter/promoter gr on?	oup are intere	sted in the	No				
Description of resolution considered			Appointment of Sh Independent Direct		Sukhadev K	amble (DIN: 0935	1638) as an	
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		601877627	100	601877627	0	100	0
Deservation and	Poll		0	0	0	0	0	0
Promoter and Promoter Group	Postal Ballot (if applicable)	601877627	0	0	0	0	0	0
XX J	Total	601877627	601877627	100	601877627	0	100	0
SHE	E-Voting	794297	34	0.0043	34	0	100	0
Public- Institutions	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	794297	34	0.0043	34	0	100	0
Public- Non Institutions	E-Voting		14731	0.29	14129	602	95.9134	4.0866
	Poll	5070170	0	0	0	0	0	0
	Postal Ballot (if applicable)	5079172	0	0	0	0	0	0
	Total	5079172	14731	0.29	14129	602	95.9134	4.0866
	Total	607751096	601892392	99.036	601891790	602	99.9999	0.0001
				Whether r	esolution is P	ass or Not.	Yes	

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Details of Invalid Votes							
Category	No. of Votes						
Promoter and Promoter Group							
Public Insitutions							
Public - Non Insitutions							
	15-56						

				Resolution(2)	)			
Resolution req	uired: (Ordinary	/ Special)		Special				
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of	resolution consi	dered		Appointment of Dr.	Usha Naraya	in (DIN: 09	351511) as an Inde	pendent Director
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 vote polled
		(1)	(2)	(3)-[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
	E-Voting	601877627	601877627	100	601877627	0	100	0
D	Poll		0	0	0	0	0	0
Promoter and Promoter Group	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	601877627	601877627	100	601877627	0	100	0
	E-Voting	794297	34	0.0043	34	0	100	0
	Poll		0	0	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	794297	34	0.0043	34	0	100	0
Public- Non Institutions	E-Voting		14731	0.29	14078	653	95.5672	4.4328
	Poll	5079172	0	0	0	0	0	0
	Postal Ballot (if applicable)	5079172	0	0	0	0	0	0
	Total	5079172	14731	0.29	14078	653	95.5672	4.4328
	Total	607751096	601892392	99.036	601891739	653	99.9999	0.0001
				Whether r	resolution is P	ass or Not.	Yes	



Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group					
Public Insitutions					
Public - Non Institutions					



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				Resolution(3)	1				
Resolution required: (Ordinary / Special)				Ordinary No					
Whether promoter/promoter group are interested in the agenda/resolution?									
Description of resolution considered			Appointment of Sh Director	ri Devidatta S	atapathy (E	0IN: 09591943) as	a Govt. Nominee		
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 vote polled	
	NO	(1)	(2)	(3)-[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100	
2.5 1000	E-Noting		601877627	100	601877627	0	100	0	
SA	Poll	601877627	0	0	0	0	0	0	
Promoter and Promoter Group	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	601877627	601877627	100	601877627	0	100	0	
Public- Institutions	E-Voting	- 794297	34	0.0043	34	0	100	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	794297	34	0.0043	34	0	100	0	
Public- Non Institutions	E-Voting		14731	0.29	14084	647	95.6079	4.3921	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)	5079172	0	0	0	0	0	0	
	Total	5079172	14731	0.29	14084	647	95.6079	4.3921	
	Total	607751096	601892392	99.036	601891745	647	99.9999	0.0001	
				Whether r	esolution is P	ass or Not.	Yes		

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

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Annexure-II

S.N.Mishra

SNM & Associates, Company Secretaries, P-41, 9<sup>th</sup> 'A' Main, LIC Colony, Jeevanbhimanagar, Bangalore – 560 075.

Dated: July 26, 2022

To, The Chairman-cum-Managing Director KIOCL Limited, II Block Koramangala Bangalore-560034.

Dear Sir,

## **RE: SCRUTINIZER'S REPORT ON E-VOTING FOR POSTAL BALLOT**

I, S.N. Mishra, Practicing Company Secretaries, was appointed as the Scrutinizer by the Board of Directors of KIOCL Limited ("KIOCL" or "the Company") for scrutinizing the postal ballot through remote e-voting process in a fair and transparent manner in compliance with the provisions of Section 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") (including any statutory modification or re-enactment thereof for the time being in force, and as amended from time to time), read with the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 22/2020 dated June 15, 2020, the General Circular No. 33/2020 dated September 28, 2020, the General Circular No. 39/2020 dated December 31, 2020, the General Circular No. 10/2021 dated June 23, 2021, the General Circular No. 20/2021 dated December 08, 2021 and the General Circular No. 03/2022 dated May 05, 2022 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "MCA Circulars"), and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") to seek approval of the Members for the resolutions as mentioned in the Postal Ballot Notice dated June 22, 2022 ("Notice").

The compliance with the provisions of (i) the Companies Act, 2013 and the Rules made thereunder and (ii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) aforesaid MCA circulars relating to voting through remote e-voting by the shareholders on the resolutions proposed in the Postal Ballot Notice dated June 22, 2022 is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process, through remote e-voting is conducted in a fair and transparent manner and render the Scrutinizer's Report of the total votes cast "in favour" or "against", if any, to the Chairman and Managing Director on the resolutions, based on the reports generated from 'Central Depository Services (India) Limited (CDSL)'website.



S.N.Mishra

SNM & Associates, Company Secretaries, P-41, 9<sup>th</sup> 'A' Main, LIC Colony, Jeevanbhimanagar, Bangalore – 560 075.

I wish to submit my report as hereunder:

- 1. The Company has appointed 'Central Depository Services (India) Limited (CDSL)' to provide e-voting facility to its Members.
- 2. The Notice dated June 22, 2022 along with annexures was sent to all members whose names appeared on the Register of Members/Beneficial owners as on cut-off date of June 17, 2022 only through electronic mode to the e-mail addresses registered with the Company/RTA.
- 3. The Company published an advertisement regarding completion of dispatch of Postal Ballot Notice in newspapers viz Financial Express (English) All Editions and Prajavani (Kannada) Bangalore Edition on 23.06.2022.
- 4. The e-voting period commenced on June 24, 2022 from 9.00 a.m. and ended on July 23, 2022 at 5.00 p.m.
- 5. Members holding shares of the Company as on Friday, June 17, 2022, ("the cut-off date"), were entitled to vote on the Two (2) Special resolutions & One (1) Ordinary Resolution as set out in the Postal Ballot Notice dated June 22, 2022.
- 6. The votes cast through e-voting upto July 23, 2022 till 5 p.m. were downloaded from CDSL website and unblocked on July 23, 2022 at 5.03 p.m. in presence of two witnesses Mr. Sumanth More and Mr. K M Vicky Naidu residing at Bangalore who are not in employment of the Company.



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K M Vicky Naidu

- 7. The list of members who had cast their votes, their holding details, & details of vote cast on the resolutions, based on the reports generated by CDSL, are kept in our safe custody.
- 8. For your information, I carried out such scrutiny as I considered necessary for the purpose of Postal Ballot through remote e-voting.

Based on the above, the results of the remote e-voting have been compiled in respect of the below resolutions of Special Business:-



SNM & Associates, Company Secretaries, P-41, 9<sup>th</sup> 'A' Main, LIC Colony, Jeevanbhimanagar, Bangalore – 560 075.

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Company

Secretary

CP.4684

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(I) To Appoint Shri Changdev Sukhadev Kamble (DIN: 09351638) as an Independent Director of the Company (Special Resolution)

Particulars	No. of equity shares			
(Remote E-voting)	Number of Members	E-voting		
Total Numbers of Members voted	63	601892392		
Less: Invalid votes / abstain votes	0	0		
Total Number of Valid votes	63	601892392		

Voted in <u>FAVOUR</u> of the Resolution:

Particulars	Number of Members voted	Number of votes cast in favour of the resolution	Percentage of valid votes cast
Postal Ballot (Remote e-voting)	58	601891790	99.9999
Total	58	601891790	99.9999

Voted AGAINST the Resolution:

Particulars	Number of Members voted	Number of votes cast against the resolution	Percentage of valid votes cast
Postal Ballot (Remote e-voting)	5	602	0.0001
Total	5	602	0.0001

The resolution is passed with the requisite majority.

(II) To Appoint Dr. Usha Narayan (DIN: 09351511) as an Independent Director of the Company (Special Resolution)

Particulars	No. of equity shares	
(Remote E-voting)	Number of Members	E-voting
Total Numbers of Members voted	63	601892392
Less: Invalid votes / abstain votes	0	0
Total Number of Valid votes	63	601892392

Phone: (O) 080 – 25296825, 25283637, Mobile – 98456 41548, E-mail: <u>surjya.mishra@gmail.com / mishra@snmassociates.in</u> <u>www.snmassociates.in</u>

## SNM & Associates, Company Secretaries, P-41, 9<sup>th</sup> 'A' Main, LIC Colony, Jeevanbhimanagar, Bangalore – 560 075.

Voted in FAVOUR of the Resolution:

Particulars	Number of Members voted	Number of votes cast in favour of the resolution	Percentage of valid votes cast
Postal Ballot (Remote e-voting)	57	601891739	99.9999
Total	57	601891739	99.9999

Voted AGAINST the Resolution:

Particulars	Number of Members voted	Number of votes cast against the resolution	Percentage of valid votes cast
Postal Ballot (Remote e-voting)	6	653	0.0001
Total	6	653	0.0001

The resolution is passed with the requisite majority.

(III) To Appoint Shri. Devidatta Satapathy (DIN: 09591943) as a Govt. Nominee Director of the Company (Ordinary Resolution)

Particulars	No. of equity shares	
(Remote E-voting)	Number of Members	E-voting
Total Numbers of Members voted	63	601892392
Less: Invalid votes / abstain votes	0	0
Total Number of Valid votes	63	601892392

Voted in FAVOUR of the Resolution:

Particulars	Number of Members voted	Number of votes cast in favour of the resolution	Percentage of valid votes cast
Postal Ballot (Remote e-voting)	59	601891745	99.9999
Total	59	601891745	99.9999



SNM & Associates, Company Secretaries, P-41, 9<sup>th</sup> 'A' Main, LIC Colony, Jeevanbhimanagar, Bangalore – 560 075.

Voted AGAINST the Resolution:

Particulars	Number of Members voted	Number of votes cast against the resolution	Percentage of valid votes cast
Postal Ballot (Remote e-voting)	4	647	0.0001
Total	4	647	0.0001

The resolution is passed with the requisite majority.

Based on the foregoing, the resolutions as outlined hereinabove may be considered as carried by the requisite majority of Members under the applicable provisions of the Companies Act, 2013. Accordingly, we request the Chairman-cum-Managing Directors / Company Secretary to declare the result.

The relevant records relating to the postal ballot including voting by electronic means shall be under my safe custody till the Chairman and Managing Director considers, approves and signs the minutes and thereafter the same shall be handed over to the Company Secretary of the Company.

Place : Bangalore Date : 26<sup>th</sup> July, 2022

	N.MISHD
Signature	Leich * CP.4684
Name	S.N.Mishra.
	Company Secretary
C. P. No.	: 4684

FCS No. : 6143 UDIN: F006143D000684029