

# KEI Industries Limited

**BRUGG CABLES**  
Well connected.  
KEI is under Technical Collaboration Agreement with  
BRUGG to manufacture EHV cables up to 400kV

Registered and Corporate Office: D-90, Okhla Industrial Area, Phase-I, New Delhi- 110020 CIN: L74899DL1992PLC051527  
Tel.: +91-11-26818840/8642/0242, Email: [info@kei-ind.com](mailto:info@kei-ind.com) Website: [www.kei-ind.com](http://www.kei-ind.com)

**KEI/BSE/2022-23**

**Date: 20.03.2023**

**The Manager  
BSE Limited  
Listing Division  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai- 400 001**

**Subject: Results of Postal Ballot and E-voting: pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015**

Dear Sir / Madam,

In continuation to our letter dated February 13, 2023, Company had issued Postal Ballot Notice dated 23<sup>rd</sup> January, 2023 pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 for seeking the approval of the Members of the Company, by way of Special Resolution in respect of the following special business as set out in the aforesaid Postal Ballot Notice:

Item No.	Description of the Resolution
1.	Re-appointment of Mr. Sadhu Ram Bansal (DIN: 06471984) as an Independent Director of the Company.

Further, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by Institute of Company Secretary (ICSI), as amended from time to time, the Company had provided e-voting facility to its Shareholders whose names appeared on the Register of Members of the Company as on cut-off date (i.e. 10<sup>th</sup> February, 2023) for the purpose of e-voting / Postal Ballot for the resolutions as set out in the Notice of Postal Ballot.

The e-voting facility was made available to the members through National Securities Depository Limited (NSDL) portal and was kept open from Thursday, 16<sup>th</sup> February, 2023 (9.00 A.M.) (IST) to Friday, 17<sup>th</sup> March, 2023 (5.00 P.M.) (IST).

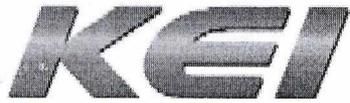
Further, Mr. Sumit Kumar, (Membership No. FCS-7714 & CP No.8072) Proprietor of S.K. Batra & Associates, Company Secretaries who was appointed as Scrutinizer by the Board of Directors of the Company at its meeting held Monday, 23<sup>rd</sup> January, 2023 for the aforesaid Postal Ballot process has submitted his report on 20<sup>th</sup> March, 2023.

As per the aforesaid Scrutinizer's Report, the Members of the Company have duly approved the Resolution as embodied in the Postal Ballot Notice dated 23<sup>rd</sup> January, 2023 with requisite

Works-I : Bhiwadi : SP-919/920/922, RIICO Industrial Area, Phase-III, Bhiwadi, Dist. Alwar-301019 (Rajasthan); Tel : 01493-220106/221731, Fax: 01493-221780; E-mail: [bhiwadi@kei-ind.com](mailto:bhiwadi@kei-ind.com)  
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Works-III : Chopanki : A-280-284 RIICO Industrial Area (Chopanki) Dist. Alwar-301019 (Rajasthan); E-mail: [chopanki@kei-ind.com](mailto:chopanki@kei-ind.com)  
Branch : Mumbai : Nirvan Corporate, 7<sup>th</sup> Floor, Opposite Aghadi Nagar, Pump House, Jijamata Road, Andheri East, Mumbai-400093; Tel: 91-22-28239673/28375642; E-mail: [mumbai@kei-ind.com](mailto:mumbai@kei-ind.com)  
Offices : Kolkata : Arihant Benchmark, 4<sup>th</sup> Floor, 113-F, Matheshwartola Road, Kolkata-700046; Tele: 033-40620820/40620821; E-mail: [kolkata@kei-ind.com](mailto:kolkata@kei-ind.com)  
: Chennai : No.04, (Old No.23) SIR C P Ramasamy Road, 2<sup>nd</sup> Floor, Near Apollo Spectra Hospital, Alwarpet, Chennai-600018; Tel : 044-42009120

**FOR KEI INDUSTRIES LIMITED**  
  
**ANIL GUPTA**  
Chairman-cum-Managing Director





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majority. The aforesaid resolution is deemed to have been passed on the last date of e-voting i.e., Friday, 17<sup>th</sup> March, 2023.

Accordingly, we are submitting herewith the following:

1. Voting Results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
2. Scrutinizer Report for E-voting and Postal Ballot.

The Voting results along with the Scrutinizer Report will also be made available on the Company's website ([www.kei-ind.com](http://www.kei-ind.com)).

This is for your information and records.

Thanking you,  
Yours faithfully,

For **KEI INDUSTRIES LIMITED**  
**For KEI INDUSTRIES LIMITED**

  
**ANIL GUPTA**  
Chairman-cum-Managing Director

**(ANIL GUPTA)**  
Chairman-cum-Managing Director

**Encl: Voting Results as per SEBI (LODR) Reg, 2015**  
**Scrutinizer report for e-voting & Postal Ballot**

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## **Brief details of Mr. Sadhu Ram Bansal pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard - 2 are as follows:**

Name of Director	Mr. Sadhu Ram Bansal
Date of Birth	03.01.1956
Nationality	Indian
DIN	06471984
Date of re-appointment	With effect from January 24, 2023 for the period of five (05) years
Date of First Appointment	24.01.2018
Appointed as	Independent Director
Category	Non-Executive
Qualification	M.A English, CAIIB
Brief Profile	Mr. Sadhu Ram Bansal has rich and varied exposure of more than 37 years in finance, banking and administrative functional capacities. He had served as Chairman cum Managing Director of Corporation Bank (Public Sector Bank) from October 2013 to January 2016. He also acted as Executive Director in Punjab National Bank (PNB) from June 2012 to October 2013. He served as Director of PNB Gilts Limited. He was an honorary secretary and member of Managing Committee of Indian Banks' Association (IBA). He was also a Chairman of IBA Standing Committee on agriculture and allied activities. Further he served as member of Governing Council (Director) and an Honorary Fellow Member of Indian Institute of Banking & Finance (IIBF). He was member of Governing Council of Institute of Banking Personnel Selection (IBPS) and was member of CII's National Committee on Banking in the year 2015-16. He was also the member of Indian Banks' Association Committee for evolving a framework for monitoring of infrastructure projects. He also served as Chairman in CorpBank Securities Limited.
Nature of Expertise in Specific Functional Areas;	He has a rich experience in the field of Finance, Banking and Administration.
Skills and Capabilities required for the role and the manner in which Mr. Sadhu Ram Bansal meets such requirements	The NRC considered the performance of Mr. Sadhu Ram Bansal as a Member of the Board/Committees, also considered his educational background and rich professional experience in the areas of banking and financial services industry. Considering the above attributes and his valuable contribution to the Company, Board/Committee deliberations, the NRC is of the view that Mr. Sadhu Ram Bansal fulfills the criteria of skills and capabilities

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**For KEI INDUSTRIES LIMITED**  
  
**ANIL GUPTA**  
Chairman-cum-Managing Director





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	required on the Board and that his continued association would be beneficial to the Company.
Terms and conditions of re-appointment	Mr. Sadhu Ram Bansal will serve for a second term of 5 (Five) consecutive years commencing from January 24, 2023 to January 23, 2028.
Names of Listed Entities in which Mr. Sadhu Ram Bansal also holds the Directorship and the Membership of Committees of the Board	<ol style="list-style-type: none"> <li>Hindusthan Urban Infrastructure Limited Audit Committee-Member Stakeholders Relationship Committee-Chairman Nomination and Remuneration Committee-Member</li> <li>GMR Airports Infrastructure Limited (Earlier GMR Infrastructure Limited) Audit Committee-Member Stakeholders Relationship Committee-Member Corporate Social Responsibility Committee-Member</li> <li>JK Lakshmi Cement Limited Audit Committee- Member</li> </ol>
Name of Committee(s) of KEI Industries Limited in which Mr. Sadhu Ram Bansal is Chairman/Member	Audit Committee-Member Risk Management Committee-Member
Listed Entities from which Mr. Sadhu Ram Bansal has resigned as Director in past three years.	None
Number of Shares held in the Company	Nil
Disclosure of Relationships Between Directors Inter-Se;	There is no <i>inter se</i> relationship between Mr. Sadhu Ram Bansal, other Members of the Board and Key Managerial Personnel of the Company.

**For KEI INDUSTRIES LIMITED**

**ANIL GUPTA**

**Chairman-cum-Managing Director**

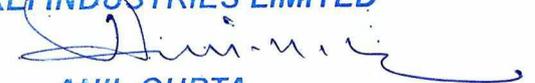
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## Annexure I

Name of the Company	KEI Industries Limited
Date of the Postal Ballot Notice	Notice dated January 23, 2023 (Voting start date: February 16, 2023) (Voting end date: March 17, 2023)
Total number of shareholders on record date (i.e. 10.02.2023)	99884
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoter and Promoter Group: Public:	
No. of Shareholders attended the meeting through Video Conferencing:	Not Applicable
Promoter and Promoter Group: Public:	

For KEI INDUSTRIES LIMITED



ANIL GUPTA

Chairman-cum-Managing Director

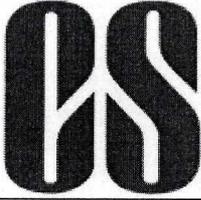
**RESOLUTION NO. 01 : Re-appointment of Mr. Sadhu Ram Bansal (DIN: 06471984) as an Independent Director of the Company**

Resolution required: (Ordinary/ Special)		SPECIAL RESOLUTION						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held  (1)	No. of votes polled  (2)	% of Votes Polled on outstanding shares $(3)=[(2)/(1)]* 100$	No. of Votes - in favour  (4)	No. of Votes - against  (5)	% of Votes in favour on votes polled  $(6)=[(4)/(2)]* 100$	% of Votes against on votes polled  $(7)=[(5)/(2)]* 100$
Promoter and Promoter group	E- Voting	33660992	33660992	100.00	33660992		100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>33660992</b>	<b>33660992</b>	<b>100.00</b>	<b>33660992</b>	<b>0</b>	<b>100.00</b>
Public - Institutions	E- Voting	42025214	36834196	87.65	35779518	1054678	97.14	2.86
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>42025214</b>	<b>36834196</b>	<b>87.65</b>	<b>35779518</b>	<b>1054678</b>	<b>97.14</b>
Public- Non Institutions	E- Voting	14506232	1035826	7.14	1033683	2143	99.79	0.21
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>14506232</b>	<b>1035826</b>	<b>7.14</b>	<b>1033683</b>	<b>2143</b>	<b>99.79</b>
<b>Total</b>		<b>90192438</b>	<b>71531014</b>	<b>79.31</b>	<b>70474193</b>	<b>1056821</b>	<b>98.52</b>	<b>1.48</b>

For KEI INDUSTRIES LIMITED

ANIL GUPTA

Chairman-cum-Managing Director



**S. K. BATRA & ASSOCIATES**

**Company Secretaries**

**IBBI Registered Valuer**

Ph. 09873428930, 011-47532430

Email: skbatrapcs@gmail.com, info@skbatra.com

**SCRUTINIZER REPORT FOR POSTAL BALLOT/ REMOTE E-VOTING  
FOR KEI INDUSTRIES LIMITED**

*[Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and  
Rule 22 of the Companies (Management and Administration) Rules, 2014]*

To

Date: 20<sup>th</sup> March, 2023

The Chairman

KEI Industries Limited

D-90, Okhla Industrial Area,

Phase-I, New Delhi-110020

**Sub: Scrutinizer's Report under Section 108 and 110 of the Companies Act, 2013 ("the Act") read with Rule 20 & Rule 22 of the Companies (Management and Administration) Rules, 2014 for voting by Shareholders through Postal Ballot/Remote E-voting**

The Board of Directors of **KEI Industries Limited** (hereinafter referred to as the "**Company**") at its meeting held on 23<sup>rd</sup> January, 2023 had appointed me as the Scrutinizer for the Postal Ballot through Remote E-Voting pursuant to the Notice dated 23<sup>rd</sup> January, 2023 issued under Sections 108 & 110 of the Companies Act, 2013 ('the Act') read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, read with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No.22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020, No. 39/2020 dated December 31, 2020, No. 10/2021 dated June 23, 2021, No. 20/2021 dated December 8, 2021, General Circular No.3/2022 dated May 5, 2022 and General Circular No. 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars"), and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**the Listing Regulations**') (including any statutory modification or re-enactment thereof for the time being in force), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and pursuant to other applicable laws and regulations, for the resolution(s) in respect of the matter(s) as set out in the Notice of Postal Ballot.

Regd. Office: 3393, 3<sup>rd</sup> Floor, South Patel Nagar, New Delhi – 110008  
Opposite Jaypee Siddharth Hotel

Sumit  
Kumar

Digitally signed  
by Sumit Kumar  
Date: 2023.03.20  
15:31:08 +05'30'

## Report on Scrutiny:

1. The Company had appointed National Securities Depository Limited ('NSDL') as the Service Provider, for the purpose of extending the facility of remote e-voting to the Members of the Company through their website [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
2. MAS Services Limited is the Registrar and Transfer Agents of the Company.
3. The Notice dated 23<sup>rd</sup> January, 2023 along with statement setting out material facts under Section 102 of the Act in respect of the above mentioned resolution, as confirmed by the Company, was sent via e-mail only to the Members whose names appeared in the Register of Members/List of Beneficial Owners as received from National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") and whose e-mail addresses were available with the Company as on Friday, 10<sup>th</sup> February, 2023 ("Cut-off Date"). It is however clarified that all members of the Company as on the Cut-off date (including those members who may not have received Notice of Postal Ballot due to non-registration of their email IDs with the Company's RTA/Depositories) shall be entitled to vote in relation to the resolution specified in the Notice of Postal Ballot in accordance with the process specified under note no. 15.
4. The Notice of Postal Ballot through Remote E-voting was also published in Newspapers viz. Financial Express in English Language and Jansatta in Hindi Language dated 14.02.2023 and was also available on website of the Company at [www.kei-ind.com](http://www.kei-ind.com) and on NSDL's website at [www.evoting.nsdl.com](http://www.evoting.nsdl.com). A Copy of the Notice is also available on the website of BSE at [www.bseindia.com](http://www.bseindia.com) and NSE at [www.nseindia.com](http://www.nseindia.com).
5. The Company completed the dispatch of Notice of Postal Ballot through e-mail to the members on 13<sup>th</sup> February, 2023.
6. The notice of the Postal Ballot contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time.
7. The Cut-off date for the purpose of identifying the Members who will be entitled to vote on the resolution placed for approval of the Members was 10<sup>th</sup> February, 2023.

8. The remote e-voting facility was kept open from Thursday, February 16, 2023 (9:00 a.m.) to Friday, March 17, 2023 (5:00 p.m.) and thereafter, I have unblocked the remote e-voting process and downloaded the results from e-voting website of NSDL, i.e., [www.evoting.nSDL.com](http://www.evoting.nSDL.com).

I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the NSDL e-voting system and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, rules and the MCA Circulars relating to remote e-voting on the Resolution contained in the Notice.

My responsibility as Scrutinizer for the voting through remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the said resolution.

I now hereby submit the results of the voting by Postal Ballot only through the remote e-voting process in respect of the Special Resolution for approval of Re-appointment of Mr. Sadhu Ram Bansal (DIN: 06471984) as an Independent Director of the Company for a consecutive period of 5 years.

**The Results of the Postal Ballot conducted through Remote e-voting are as under;**

S No.	Particulars of Resolution	Type of Resolution	Total No. of Vote Cast	Votes in favour of the resolution		Votes against the resolution		Invalid Votes, if any	
				Nos.	%	Nos.	%	Nos.	%
1	Re-appointment of Mr. Sadhu Ram Bansal (DIN: 06471984) as an Independent Director of the Company for a consecutive period of 5 years	Special Resolution	71531014	70474193	98.52	1056821	1.48	-	-

The Resolution mentioned in the Notice as per the details given above stand passed under remote e-voting with the requisite majority.

Thanking You,

**Yours Faithfully**

**For and on behalf of  
M/s. S.K. Batra & Associates**

Sumit  
Kumar

Digitally signed  
by Sumit Kumar  
Date: 2023.03.20  
15:31:33 +05'30'

**Sumit Kumar  
Scrutinizer  
Practicing Company Secretary  
Membership Number: FCS 7714  
COP: 8072  
Peer Review Unit: S2008DE794900  
UDIN: F007714D003295416**

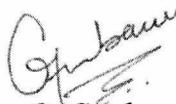
**Date: 20<sup>th</sup> March, 2023  
Place: New Delhi**

**Countersigned and received the  
Report For KEI INDUSTRIES LIMITED**

  
**ANIL GUPTA**

**Chairman**  
*Chairman-cum-Managing Director*  
**For KEI Industries Limited**

  
**Witness 1: Dheeraj Kumar**

  
**Witness 2: Gurbani Kaur**