

KEI Industries Limited

Registered and Corporate Office: D-90, Okhla Industrial Area, Phase-1, New Delhi- 110020 CIN: L74899DL1992PLC051527
Tel.: +91-11-26818840/8642/0242, Email: info@kei-ind.com Website: www.kei-ind.com

KEI/BSE/2023-24

Date: 12.02.2024

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

Subject: Submission of Voting Results of Postal Ballot pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 along with Scrutinizer's Report.

Dear Sir / Madam,

In continuation to our letter dated January 11, 2024, Company had issued Postal Ballot Notice dated January 08, 2024 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 item as set out in the aforesaid Postal Ballot Notice:

Item No.	Description of the Resolution
1.	To consider and approve re-appointment of Ms. Shalini Gupta (DIN: 02361768) 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. January 05, 2024) 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 Friday, January 12, 2024 (9.00 A.M.) (IST) to Saturday, February 10, 2024 (5.00 P.M.) (IST).

Further, Mr. Sumit Kumar, (Membership No. FCS-7714 & CP No.8072) Proprietor of M/s S.K. Batra & Associates, Company Secretaries who was appointed as Scrutinizer by the Board of Directors of the Company at its meeting held on Monday, January 08, 2024 for the aforesaid Postal Ballot process has submitted his report on Monday, February 12, 2024.

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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 January 08, 2024 with requisite majority. The aforesaid resolution is deemed to have been passed on the last date of e-voting i.e., Saturday, February 10, 2024.

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 (Annexure-1);
2. Scrutinizer's Report for E-voting and Postal Ballot.

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

This is for your information and records.

Thanking You

Yours truly,

For KEI INDUSTRIES LIMITED

For KEI INDUSTRIES LIMITED


(Kishore Kunal)

AVP (Corporate Finance) & Company Secretary

(KISHORE KUNAL)

AVP (CORPORATE FINANCE) & COMPANY SECRETARY

FCS No.: 9429

CC:

**The National Stock Exchange of India Ltd.
Listing Division, Exchange Plaza, Plot No.
C/1, G Block,
Bandra Kurla Complex, Bandra
(E), Mumbai – 400 051**

**The Calcutta Stock Exchange Ltd.
The Senior Manager, Listing Division,
7, Lyons Range, Kolkata-700001**

- Encl: 1. Voting Results as per SEBI (LODR) Reg, 2015 (Annexure-1)**
2. Scrutinizer's Report for e-voting & Postal Ballot

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Brief details of Ms. Shalini Gupta (DIN: 02361768) pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard - 2 are as follows:

Name of Director	Ms. Shalini Gupta
Date of Birth	09.11.1974
Nationality	Indian
DIN	02361768
Date of re-appointment	With effect from February 18, 2024 to February 17, 2029 for the period of five (05) years
Date of First Appointment	18.02.2019
Appointed as	Independent Director
Category	Non-Executive
Qualification	B.E.(Mechanical), M.B.A
Brief Profile	Ms. Shalini Gupta is an accomplished corporate leader with over 25 years of global experience. Currently, she runs a boutique leadership consulting firm focused on Executive Search, HR Advisory and Leadership Development. She helps organizations dramatically improve performance through focus on leadership & talent. She has worked with a large number of clients and senior executives who have built distinguished careers in successful companies. Ms. Shalini Gupta has spent most of her career in hi-tech, having worked in a multitude of roles that involved large transformations, building high-performing teams and working closely with CEOs and founders to define organization strategy and executing on it. She is an advocate for increasing the number of women in STEM education and mentors young women professionals who are building their career in STEM.
Nature of Expertise in Specific Functional Areas;	She has a rich experience in the field of Executive Search, HR Advisory and Leadership Development.
Skills and Capabilities required for the role and the manner in which Ms.	The NRC considered the performance of Ms. Shalini Gupta as a Member of the Board, also considered her educational background and rich professional experience in the areas of Executive Search, HR Advisory and Leadership Development.

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
Works-II : Silvassa : 99/2/7, Madhuban Industrial Estate, Rakholi, Silvassa UT of Dadra & Nagar Haveli and Daman & Diu-396230; Tel: +91-7359344404/7359244404; E-mail: silvassa@kei-ind.com
Works-III : Chopanki : A-280-284 RIICO Industrial Area (Chopanki) Dist. Alwar-301019 (Rajasthan); E-mail: chopanki@kei-ind.com
Branch : Mumbai: Nirvan Corporate, 7th Floor, Opposite Aghadi Nagar, Pump House, Jijamata Road, Andheri East, Mumbai-400093; Tel: 91-22-28239673/28375642; E-mail: mumbai@kei-ind.com
Offices : Kolkata: Arihant Benchmark, 4th Floor, 113-F, Matheshwartola Road, Kolkata-700046; Tele: 033-40620820/40620821; E-mail: kolkata@kei-ind.com
: Chennai: No.04, (Old No.23) SIR C P Ramasamy Road, 2nd Floor, Near Apollo Spectra Hospital, Alwarpet, Chennai-600018; Tel : 044-42009120


(Kishore Kunal)
AVP (Corporate Finance) & Company Secretary





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Shalini Gupta meets such requirements	Considering the above attributes and her valuable contribution to the Company, Board deliberations, the NRC is of the view that Ms. Shalini Gupta fulfills the criteria of skills and capabilities required on the Board and that her continued association would be beneficial to the Company.
Terms and conditions of re-appointment	Ms. Shalini Gupta will serve for a second term of 5 (Five) consecutive years commencing from February 18, 2024 to February 17, 2029.
Names of Listed Entities in which Ms. Shalini Gupta also holds the Directorship and the Membership of Committees of the Board	None
Name of Committee(s) of KEI Industries Limited in which Ms. Shalini Gupta is Chairman/Member	None
Listed Entities from which Ms. Shalini Gupta has resigned as Director in past three years.	None
Number of Shares held in the Company (including shareholding as a beneficial owner)	Nil
Disclosure of Relationships Between Directors Inter-Se;	There is no inter se relationship between Ms. Shalini Gupta, other Members of the Board and Key Managerial Personnel of the Company

For KEI INDUSTRIES LIMITED


(Kishore Kunal)
AVP (Corporate Finance) & Company Secretary



KEI Industries Limited

Details of the voting results of Postal Ballot through e-voting pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Name of the Company	KEI Industries Limited
Date of the Postal Ballot Notice	Postal Ballot Notice dated January 08,2024 Voting start date: January 12, 2024 (Friday 09:00 A.M. IST) Voting end date: February 10, 2024 (Saturday 05:00 P.M. IST)
Total number of shareholders on record date (i.e. 05.01.2024)	135060
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoters and Promoter Group:	-
Public:	-
No. of Shareholders attended the meeting through Video	Not Applicable
Promoters and Promoter Group:	-
Public:	-

For KEI INDUSTRIES LIMITED



(Kishore Kunal)

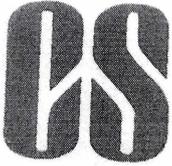
AVP (Corporate Finance) & Company Secretary

RESOLUTION NO. 01 : Re-appointment of Ms. Shalini Gupta (DIN: 02361768), 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	33460992	33460992	100	33460992	0	100	0
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		33460992	33460992	100	33460992	0	100
Public - Institutions	E- Voting	42505362	36109434	84.95	35627700	481734	98.67	1.33
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		42505362	36109434	84.95	35627700	481734	98.67
Public- Non Institutions	E- Voting	14275084	1094282	7.67	1093335	947	99.91	0.09
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		14275084	1094282	7.67	1093335	947	99.91
Total		90241438	70664708	78.31	70182027	482681	99.32	0.68

For KEI INDUSTRIES LIMITED


(Kishore Kunal)
AVP (Corporate Finance) & Company Secretary



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
The Chairman cum Managing Director
KEI Industries Limited
D-90, Okhla Industrial Area,
Phase-I, New Delhi-110020

Date: 12th February, 2024

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 08th January, 2024 had appointed me as the Scrutinizer for the Postal Ballot through Remote E-Voting pursuant to the Notice dated 08th January, 2024 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, No. 17/2020 dated April 13, 2020, No. 20/2020 dated May 05, 2020, No. 22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020, No. 39/2020 dated December 31, 2020, No. 02/2021 dated January 13, 2021, No. 10/2021 dated June 23, 2021, No. 20/2021 dated December 8, 2021, No.3/2022 dated May 5, 2022, No. 11/2022 dated December 28, 2022 and No. 09/2023 dated September 25, 2023 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.



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.
2. MAS Services Limited is the Registrar and Share Transfer Agents of the Company.
3. The Notice dated 08th January, 2024 along with statement setting out material facts under Section 102 of the Act in respect of the below 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, 05th January, 2024 (**'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 12.01.2024 and was also available on website of the Company at www.kei-ind.com and on NSDL's website at www.evoting.nsdl.com. A Copy of the Notice is also available on the website of BSE at www.bseindia.com and NSE at www.nseindia.com.
5. The Company completed the dispatch of Notice of Postal Ballot through e-mail to the members on 11th January, 2024.
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 05th January, 2024.



8. The remote e-voting facility was kept open from Friday, January 12, 2024 (9:00 a.m.) to Saturday, February 10, 2024 (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.

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 Ms. Shalini Gupta (DIN: 02361768) as an Independent Director of the Company for a second consecutive period of 5 years.



FOR THE INDUSTRIES LIMITED

(Kishore Kumar)
AVP (Corporate Finance) & Company Secretary

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

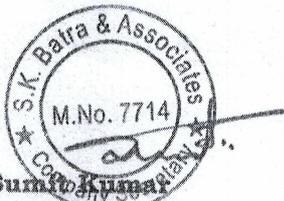
S No.	Particulars of Resolution	Type of Resolution	Total No. of Vote Cast	Votes in favour of the resolution		Votes against the resolution		Invalid Votes, if any	
				Nos.	%	Nos.	%	Nbs.	%
1	Re-appointment of Ms. Shalini Gupta (DIN: 02361768 as an Independent Director of the Company	Special Resolution	70664708	70182027	99.32%	482681	0.68%	NA	NA

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**

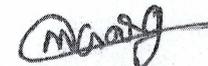


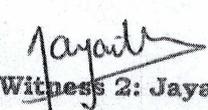
**Sumit Kumar
Scrutinizer
Practicing Company Secretary
Membership Number: FCS 7714
COP: 8072
Peer Review Unit: S2008DE794900
UDIN: F007714E003414645**

**Date: 12th February, 2024
Place: New Delhi**

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


**(Kishore Kunal)
AVP (Corporate Finance) & Company Secretary
Kishore Kunal
AVP (Corporate Finance) & Company Secretary
For KEI Industries Limited**


Witness 1: Mayank


Witness 2: Jayant Sharma