



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/2025-26

Date: 31.07.2025

**The Manager,
BSE Limited
Listing Division,
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai- 400 001**

Subject: Submission of Minutes of 33rd Annual General Meeting of the Company and Scrutinizer's Report along with Voting Results under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir / Madam,

Please be informed that the 33rd AGM of the Company was held on July 30, 2025 at 03:30 p.m. (IST) through Video Conference / Other Audio Visual Means (VC / OAVM), to transact the businesses as stated in the Notice of Annual General Meeting dated June 24, 2025.

Pursuant to the provisions of the Companies Act, 2013, the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the remote e-voting facility to the Members of the Company in respect of the resolutions to be passed at the Meeting. The remote e-voting was commenced at 09.00 a.m. (IST) on Sunday, July 27, 2025 and ended at 05.00 p.m. (IST) on Tuesday, July 29, 2025. The facility for voting through e-voting system was made available during the Meeting for Members who had not cast their vote prior to the Meeting.

Accordingly, we hereby submit the Minutes of 33rd Annual General Meeting of the Company, Voting Results under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Scrutinizer's Report received from Mr. Sumit Kumar, Practicing Company Secretary, Delhi, who was appointed as the scrutinizer for conducting the voting process in a fair and transparent manner. All resolutions as set out in the Notice of the said AGM were duly approved by the Shareholders with requisite majority.

This is for your information and records.

**Thanking you,
Yours faithfully,
For KEI INDUSTRIES LIMITED**

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

Works-I : Bhiwadi : SP-919/920/922, RIICO Industrial Area, Phase-III, Bhiwadi, Dist. Alwar-301019 (Rajasthan); Tel : 01493-220106/221731, E-mail: bhiwadi@kei-ind.com
Works-II : Chopanki : A-280-284 RIICO Industrial Area (Chopanki) Dist. Alwar-301019 (Rajasthan); E-mail: chopanki@kei-ind.com
Works-III : 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
Branch : Delhi : F-90/1-A, F Block, Okhla Industrial Area, Phase-1, New Delhi - 110020, Tel. : +91 11 6905 6800
Offices : Chennai : No.04, (Old No.23) SIR C P Ramasamy Road, 2nd Floor, Near Apollo Spectra Hospital, Alwarpet, Chennai-600018; Tel : 044-42009120
: Kolkata : Arihant Benchmark, 4th Floor, 113-F, Matheshwartola Road, Kolkata-700046, Tele: 033-40620820/40620821; E-mail: kolkata@kei-ind.com
: 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



Annexure I

Date of the AGM	30-Jul-25
Total number of shareholders on record date (i.e. 23.07.2025)	1,71,788
No. of shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter Group:	2
Public:	2
No. of Shareholders attended the meeting through Video Conferencing:	
Promoter and Promoter Group:	4
Public:	410

RESOLUTION NO.01 : Adoption of Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2025 the Report of Board of Directors and Auditors of the Company thereon and the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2025 and the Report of Auditors thereon.

Resolution required: (Ordinary/ Special)		ORDINARY 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	100.00	33460992	0	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
	Total		33460992	100.00	33460992	0	100.00	0.00
Public - Institutions	E- Voting	49987483	46380572	92.78	46371449	9123	99.98	0.02
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		49987483	92.78	46371449	9123	99.98	0.02
Public- Non Institutions	E- Voting	12104120	1126865	9.31	1126863	2	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
	Total		12104120	9.31	1126863	2	100.00	0.00
Total		95552595	80968429	84.74	80959304	9125	99.99	0.01

RESOLUTION NO.02 : Confirm the payment of Interim Dividend of Rs.4.00 per equity share already paid during the year as the Final Dividend for the Financial Year 2024-25

Resolution required: (Ordinary/ Special)		ORDINARY 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	100.00	33460992	0	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
	Total	33460992	33460992	100.00	33460992	0	100.00	0.00
Public - Institutions	E- Voting	49987483	46380572	92.78	46380572	0	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
	Total	49987483	46380572	92.78	46380572	0	100.00	0.00
Public- Non Institutions	E- Voting	12104120	1126866	9.31	1126864	2	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
	Total	12104120	1126866	9.31	1126864	2	100.00	0.00
Total		95552595	80968430	84.74	80968428	2	100.00	0.00

RESOLUTION NO.03 : Re-appointment of Mr. Akshit Diviaj Gupta (holding DIN: 07814690) as a Director who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required: (Ordinary/ Special)		ORDINARY 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	100.00	33460992	0	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
	Total		33460992	100.00	33460992	0	100.00	0.00
Public - Institutions	E- Voting	49987483	46380572	92.78	43841922	2538650	94.53	5.47
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		49987483	92.78	43841922	2538650	94.53	5.47
Public- Non Institutions	E- Voting	12104120	1126862	9.31	1126775	87	99.99	0.01
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		12104120	9.31	1126775	87	99.99	0.01
Total		95552595	80968426	84.74	78429689	2538737	96.86	3.14

RESOLUTION NO.04: Approval for Ratification of Remuneration of M/s. S. Chander & Associates, Cost Accountants, appointed as Cost Auditors of the Company for FY 2025-26.

Resolution required: (Ordinary/ Special)		ORDINARY 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	100.00	33460992	0	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
	Total		33460992	100.00	33460992	0	100.00	0.00
Public - Institutions	E- Voting	49987483	46380572	92.78	46380572	0	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
	Total		49987483	92.78	46380572	0	100.00	0.00
Public- Non Institutions	E- Voting	12104120	1126863	9.31	1126710	153	99.99	0.01
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		12104120	9.31	1126710	153	99.99	0.01
Total		95552595	80968427	84.74	80968274	153	100.00	0.00

RESOLUTION NO.05 : To appoint M/s S K Batra & Associates, Practicing Company Secretaries Firm having a valid Peer review certificate, (Peer review certificate No.: S2008DE794900 issued by Institute of Company Secretaries of India) as Secretarial Auditors of the Company for a period of 5 years

Resolution required: (Ordinary/ Special)		ORDINARY 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	100.00	33460992	0	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
	Total	33460992	33460992	100.00	33460992	0	100.00	0.00
Public - Institutions	E- Voting	49987483	46379296	92.78	46379296	0	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
	Total	49987483	46379296	92.78	46379296	0	100.00	0.00
Public- Non Institutions	E- Voting	12104120	1126863	9.31	1126860	3	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
	Total	12104120	1126863	9.31	1126860	3	100.00	0.00
Total		95552595	80967151	84.74	80967148	3	100.00	0.00

RESOLUTION NO.06 : Approval for Increase in Remuneration of Ms. Vedika Gupta and Holding an Office or Place of Profit in the Company.								
Resolution required: (Ordinary/ Special)		ORDINARY RESOLUTION						
Whether promoter/ promoter group are interested in the agenda/resolution?		YES						
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	33460992	0	0.00	0	0	0.00	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
	Total	33460992	0	0.00	0	0	0.00	0.00
Public - Institutions	E- Voting	49987483	46380572	92.78	46376960	3612	99.99	0.01
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	49987483	46380572	92.78	46376960	3612	99.99	0.01
Public- Non Institutions	E- Voting	12104120	1126856	9.31	1126257	599	99.95	0.05
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	12104120	1126856	9.31	1126257	599	99.95	0.05
Total		95552595	47507428	49.72	47503217	4211	99.99	0.01

**The votes of promoter and promoter group have been excluded for counting votes casted for Resolution No. 6 as Ms. Vedika Gupta is a related party of promoter and promoter group.*

MINUTES OF THE 33RD ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY HELD ON WEDNESDAY THE 30TH DAY OF JULY, 2025 AT 03:30 P.M. (IST) THROUGH VIDEO CONFERENCING/ OTHER AUDIO VISUAL MEANS (VC/OAVM) AT THE DEEMED VENUE OF THE MEETING BEING THE REGISTERED OFFICE OF THE COMPANY SITUATED AT D-90, OKHLA INDUSTRIAL AREA, PHASE-1, NEW DELHI-110020

<u>Category</u>	<u>Name of person</u>	<u>Designation</u>	<u>Present Physically/Virtually through Video Conference / Other Audio Visual Means</u>
Directors	Mr. Anil Gupta	Chairman-cum-Managing Director and as a Member	Physically
	Mrs. Archana Gupta	Director and as a member	Physically
	Mr. Akshit Diviaj Gupta	Whole-Time Director	Physically
	Mr. Sadhu Ram Bansal	Independent Director and Chairman of Audit Committee & Corporate Social Responsibility and Environment, Social and Governance Committee	Physically
	Mrs. Shalini Gupta	Independent Director and Chairperson of Stakeholders Relationship Committee & Nomination and Remuneration Committee	Virtually
	Mr. Rajesh Kumar Yaduvanshi	Independent Director and chairman of Share Allotment Committee	Virtually
	Mr. Vinay Mittal	Independent Director	Physically
	Mr. Rajeev Gupta	Executive Director (Finance) & CFO and as a Member	Physically
Company Secretary	Mr. Kishore Kunal	VP (Corporate Finance) & Company Secretary and as a Member	Physically
Auditors	Mr. Pawan Kumar Agarwal	Statutory Auditor (Partner of M/s Pawan Shubham & Co., Chartered Accountant)	Physically
	Mr. Praveen Kumar Jain	Internal Auditor, Partner, Jagdish Chand & Co. Chartered Accountant	Physically
	Mr. Sumit Kumar	Secretarial Auditor and Scrutinizer of 33 rd Annual General Meeting (Proprietor of S.K. Batra & Associates, Company Secretaries)	Virtually



	Mr. Satish Chander Sharma	Cost Auditor, Partner, S Chander & Associates, Cost Accountant	Virtually
--	---------------------------	--	-----------

Members:

Number of Members present in the meeting either in person or through Authorized representative (As a Director/KMP & Shareholder):

Promoter and Promoter Group - 2
Public - 2

Number of Members attended the meeting through Video Conference / Other Audio Visual Means:

Promoter and Promoter Group - 4
Public- 410

At 03:30 p.m., Mr. Kishore Kunal, VP (Corporate Finance) & Company Secretary welcomed the Members, Directors, Auditors and Scrutinizer who had joined the meeting.

Mr. Anil Gupta, CMD of the Company acted as the Chairman of the 33rd Annual General Meeting of the Company.

Register of Directors and Key Managerial Personnel and their shareholding, Register of contracts or arrangements in which Directors are interested and Minutes of last Annual General Meeting were kept open during the meeting for inspection.

The AGM was conducted through VC / OAVM. This meeting was convened and conducted in accordance with the circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI). The Company Secretary informed that the Company had tied up with National Securities Depositories Limited (NSDL) to provide facility for voting through remote e-voting, e-voting during the AGM and participation in the AGM through VC / OAVM facility.

Mr. Anil Gupta, Chairman-cum-Managing Director of the Company welcomed all the Members and requested the Board of Directors, Auditors and Scrutinizer to introduce themselves to the Members of the Company. All the Directors, Auditors and Scrutinizer introduced themselves to the members of the Company.

The requisite quorum for convening the Annual General Meeting was present at the meeting and hence the Chairman declared that the meeting was in order.

The Chairman further informed the members that the Notice convening the 33rd AGM dated June 24, 2025, 2nd Integrated Annual Report containing Director's Report, Business Responsibility and Sustainability Report and the Financial Statements for the Financial Year ended on 31st March, 2025 have already been circulated to the Members through e-mail and notice in this regard was also published in newspaper. Hence the same to be taken as read.

Mr. Pawan Kumar Agarwal, Statutory Auditor of the Company and Partner of M/s. Pawan Shubham & Co., Chartered Accountant, read out the two paragraphs of auditor's report for the benefits of the Members and confirmed that there are no qualifications in the Audit Report for the Financial Year ended on 31st March, 2025.



Mr. Anil Gupta, Chairman-cum-Managing Director of the Company gave his formal speech on the performance of the Company and thereafter handed over to the Company Secretary.

The Company Secretary informed the Members that pursuant to the provisions of the Companies Act, 2013, the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the remote e-voting facility to the Members of the Company in respect of the resolutions to be passed at the Meeting. The remote e-voting was commenced at 9.00 a.m. (IST) on Sunday, 27th July, 2025 and ended at 5.00 p.m. (IST) on Tuesday, 29th July, 2025. The Company Secretary informed the Members that the facility for voting through e-voting system was made available during the Annual General Meeting for Members who had not cast their vote prior to the Meeting.

The Company had appointed Mr. Sumit Kumar, Practicing Company Secretaries, as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

The members were informed that the vote cast by the members through remote e-voting and e-voting provided at the AGM venue on all the resolutions, shall be disseminated to the Stock Exchange(s) on or before 01st August, 2025, after receipt of Scrutinizer Report and will also be uploaded on the website of the Company at www.kei-ind.com and website of NSDL at www.evoting.nsdl.com.

The Company Secretary called the name of Members who had registered themselves as speaker shareholder to express their views and queries one by one.

The Chairman replied to the queries raised by the members one-by-one in detail. Further, he thanked the Members for their participation in the AGM proceedings and their valuable thoughts and appreciation and declared the meeting as closed at 04:56 p.m. (IST) (including the time allowed for e-voting at AGM).

Based on the combined results of remote e-voting and e-voting during the meeting; and Scrutinizer's Report dated 30th July, 2025, following resolutions were approved by the members with requisite majority :

Agenda Item No. of Notice	Particulars Business	Total No. of Vote Cast	Votes in favour of the resolution		Votes against the resolution	
		Nos.	Nos.	% age	Nos.	% age
Item No. 1 of the Notice (As an Ordinary Resolution)	E-Voting	80968429	80959304	99.99	9125	0.01
	Poll	-	-	-	-	-
	TOTAL	80968429	80959304	99.99	9125	0.01
Item No. 2 of the Notice (As an Ordinary Resolution)	E-Voting	80968430	80968428	100	2	0.00
	Poll	-	-	-	-	-
	TOTAL	80968430	80968428	100	2	0.00
Item No. 3 of the Notice (As an Ordinary Resolution)	E-Voting	80968426	78429689	96.86	2538737	3.14
	Poll	-	-	-	-	-
	Total	80968426	78429689	96.86	2538737	3.14



Item No. 4 of the Notice (As an Ordinary Resolution)	E-Voting	80968427	80968274	100	153	0.00
	Poll	-	-	-	-	-
	TOTAL	80968427	80968274	100	153	0.00
Item No. 5 of the Notice (As an Ordinary Resolution)	E-Voting	80967151	80967148	100	3	0.00
	Poll	-	-	-	-	-
	TOTAL	80967151	80967148	100	3	0.00
Item No. 6 of the Notice As an Ordinary Resolution)	E-Voting	47507428	47503127	99.99	4211	0.01
	Poll	-	-	-	-	-
	TOTAL	47507428	47503127	99.99	4211	0.01

The Resolutions for the ordinary and special business as set out in Item No. 1 to 6 in the Notice of the 33rd Annual General Meeting of the Company dated June 24, 2025 duly approved by the members with requisite majority are recorded hereunder as part of the proceeding of 33rd Annual General Meeting of the members held on July 30, 2025.

ORDINARY BUSINESS:

RESOLUTION NO.1: TO RECEIVE, CONSIDER AND ADOPT THE AUDITED STANDALONE FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2025, THE REPORT OF BOARD OF DIRECTORS AND AUDITORS OF THE COMPANY THEREON AND THE AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2025 AND THE REPORT OF AUDITORS THEREON (AS AN ORDINARY RESOLUTION):

“**RESOLVED THAT** pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the audited standalone and consolidated financial Statement containing Balance Sheet, Statement of Profit & Loss, Cash Flow Statement for the year ended 31st March, 2025 together with Auditors’ report and Notes to Account, as recommended by Audit Committee and approved by the Board of Directors, prepared in accordance with applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Companies Act, 2013 read with applicable rules made there under and applicable Indian Accounting Standards as notified by Institute of Chartered Accountants of India and MCA from time to time, be and are hereby approved and adopted by the Shareholders of the Company.

RESOLVED FURTHER THAT Mr. Anil Gupta, CMD, and Mr. Rajeev Gupta, Executive Director (Finance) & CFO be and are hereby severally authorized to sign and file all the necessary applications, documents, inter alia, with the Registrar of Companies and to do all such acts, deeds, matters and things as may be deemed necessary, proper or expedient for the purpose of giving effect to the above resolution and for matters connected herewith or incidental hereto.”



RESOLUTION NO. 2: TO CONFIRM THE PAYMENT OF INTERIM DIVIDEND OF RS. 4.00 PER EQUITY SHARE ALREADY PAID DURING THE YEAR AS THE FINAL DIVIDEND FOR THE FINANCIAL YEAR 2024-25 (AS AN ORDINARY RESOLUTION):

“RESOLVED THAT pursuant to the approval of Interim Dividend for the Financial Year 2024-25 by the Board of Directors on 21.01.2025, the Members of the Company be and are hereby confirm the payment of Interim Dividend of Rs. 4.00/- Equity Share (i.e. @ 200%) already paid during the year as the Final Dividend for the Financial Year 2024-25.”

RESOLUTION NO. 3: TO APPOINT A DIRECTOR IN PLACE OF MR. AKSHIT DIVIAJ GUPTA (HOLDING DIN: 07814690), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT (AS AN ORDINARY RESOLUTION):

“RESOLVED THAT pursuant to the provision of Section 152 of the Companies Act, 2013, Mr. Akshit Diviaj Gupta (holding DIN: 07814690), who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the company, liable to retire by rotation.”

SPECIAL BUSINESS:

RESOLUTION NO. 4: RATIFICATION OF REMUNERATION OF M/S. S. CHANDER & ASSOCIATES, COST ACCOUNTANTS, APPOINTED AS COST AUDITORS OF THE COMPANY (AS AN ORDINARY RESOLUTION):

“RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force or from time to time), M/s. S. Chander & Associates, Cost Accountants (Firm Registration No. 100105), appointed by the Board of Directors on the recommendation of Audit Committee of the Company, as Cost Auditors of the Company to conduct the audit of the cost records maintained by the Company for the Financial Year 2025-26, be paid the remuneration of Rs.5,00,000/- excluding Goods and Service Tax as applicable thereon and reimbursement of travelling and other incidental expenses that may be incurred for this purpose by the said Cost Auditors.

RESOLVED FURTHER THAT the Board of Directors / Audit Committee of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient in order to give effect to this resolution”.

RESOLUTION NO. 5: TO APPOINT M/S S K BATRA & ASSOCIATES, PRACTICING COMPANY SECRETARIES FIRM HAVING A VALID PEER REVIEW CERTIFICATE, (PEER REVIEW CERTIFICATE NO.: S2008DE794900 ISSUED BY INSTITUTE OF COMPANY SECRETARIES OF INDIA) AS SECRETARIAL AUDITORS OF THE COMPANY FOR A PERIOD OF 5 YEARS (AS AN ORDINARY RESOLUTION):

“RESOLVED THAT in accordance with the provisions of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s), enactment(s) or re-enactment(s) thereof, for the time being in force), M/s S K Batra & Associates, Practicing Company Secretaries Firm having a valid Peer



review certificate, (Peer review certificate No.: S2008DE794900 issued by Institute of Company Secretaries of India) be and are hereby appointed as the Secretarial Auditors of the Company for a period of 5 (Five) years beginning from FY 2025- 26, at a remuneration of Rs. 5,25,000/- (Rupees Five Lakhs Twenty Five Thousand only) in respect of Secretarial Audit to be undertaken for the FY 2025- 26, plus GST as applicable, and reimbursement of out-of-pocket expenses incurred.

RESOLVED FURTHER THAT the Board of Directors/ Audit Committee of the Company be and are hereby authorised to fix the remuneration for the rest of tenure of the appointment and also authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s), to give effect to the aforesaid Resolution.”

RESOLUTION NO. 6: APPROVAL FOR INCREASE IN REMUNERATION OF MS. VEDIKA GUPTA AND HOLDING AN OFFICE OR PLACE OF PROFIT IN THE COMPANY. (AS AN ORDINARY RESOLUTION):

“**RESOLVED THAT** pursuant to the provisions of Section 188(1)(f) and all other applicable provisions of the Companies Act, 2013 read with the Rules made thereunder (including any statutory modifications(s) or re-enactment thereof, for the time being in force) and as per the recommendation and approval of the Nomination and Remuneration Committee, Audit Committee and Board of Directors in their meeting held on May 06, 2025, approval of the shareholders be and is hereby accorded to enhance the prescribed limit of salary payable to Ms. Vedika Gupta, General Manager (Procurement) of the Company and holding an office or place of profit in the company, as computed under applicable provisions of Companies Act, 2013 and its allied rules from Rs.5,00,000/- per month upto maximum of Rs.10,00,000/- per month considering an annual increment of 15-17% per year over last drawn salary, i.e, w.e.f, April 01, 2026 to March 31, 2031 and such other perquisites in accordance with the Company rules.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts, matters, deeds and things, settle any queries/difficulties/ doubts arising from it, as may be considered necessary, proper or expedient to give effect to this resolution and for matters connected herewith or incidental thereto in the best interest of the Company.”

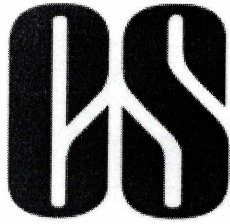
The above resolutions were put to vote and was carried by majority as an Ordinary Resolution.

Place: New Delhi
Date: July 31, 2025

Entered By: Mr. Kishore Kunal
VP (Corporate Finance) & Company Secretary

(ANIL GUPTA)
Chairman-cum-Managing Director

Place: New Delhi
Date: July 31, 2025



S.K. BATRA & ASSOCIATES

Company Secretaries

IBBI Registered Valuer

Ph. 09873428930, 011-47532430/31

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

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

Subject: Consolidated Scrutinizer's Report on Remote E-voting conducted pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and E-voting at the 33rd Annual General Meeting of KEI Industries Limited held on 30th July, 2025 through VC / OAVM

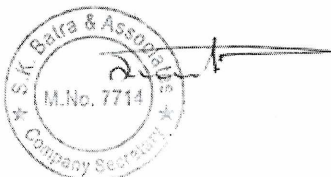
Dear Sir,

We thank you to appoint us as the Scrutinizer for remote e-voting process and voting by your members during the 33rd Annual General Meeting of your Company held on Wednesday, 30th July, 2025 through Video Conferencing (VC) or Other Audio-Visual Means (OAVM).

We are pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

Thanking you

**Yours Sincerely
For & On Behalf of
S.K. Batra & Associates**



**SUMIT KUMAR
SCRUTINIZER
C. P. No. 8072
UDIN: F007714G000897845
Peer Reviewed Unit UIN- S2008DE794900**

**Date: 30/07/2025
Place: New Delhi**

Regd. Office: 3393, 3rd Floor, South Patel Nagar, Delhi – 110008
Opposite Jaypee Siddharth Hotel

SCRUTINIZER'S REPORT ON REMOTE E-VOTING
(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20
of the Companies (Management and Administration) Rules, 2014]

Name of the Company	KEI Industries Limited
Meeting	33rd Annual General Meeting
Day, Date & Time	Wednesday, 30th Day of July, 2025 at 03:30 P.M.
Deemed Venue	Registered Office of the Company situated at D-90, Okhla Industrial Area, Phase-1, New Delhi-110020
Mode	Video Conferencing (VC)/other Audio-Visual Means (OAVM)

1. Appointment as Scrutinizer

I, Sumit Kumar, proprietor of S.K. Batra & Associates, Practicing Company Secretary was appointed as a Scrutinizer by the Board of Directors of KEI Industries Limited (hereinafter referred to as the "Company") on 24th June, 2025, for the purpose of scrutinizing remote e-voting process and e-voting as per Section 108 of the Companies Act, 2013 on resolution(s) set forth in the notice of 33rd Annual General Meeting of the Company dated 24th June, 2025 (hereinafter referred to as the "AGM Notice"). Our responsibility as a scrutinizer was to ensure that voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

2. Dispatch of Notice convening the AGM

2.1 Pursuant to Circulars dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022 and December 28, 2022, September 25, 2023 followed by General Circular No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 for holding the AGM or other general meetings of the members through Video Conferencing (VC) or Other Audio Visual Means (OAVM), the advertisements were published in Financial Express, English (All Editions) and in Jansatta, Hindi (Delhi Edition) Newspapers on 08th July, 2025 specifying the date and time of the AGM, availability of the AGM Notice and Integrated Annual Report 2024-25 on the Company's website, website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited, manner of registration of email ids by the members (both Physical and Demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.

2.2 The AGM Notice dated 24th June, 2025 along with the Integrated Annual Report 2024-2025 was hosted on the website of the Company at www.kei-ind.com under Investor Relations Section, on the website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of NSDL at <https://www.evoting.nsdl.com>.

2.3 The Company informed that the AGM Notice along with the Integrated Annual Report 2024-2025 of the Company was sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories and those who have applied to register their email ids after the newspaper advertisement dated 8th July, 2025.

2.4 Further, the Company has sent a letter to shareholders whose email addresses are not registered with the Company or depository participants, providing the web link from where the annual report can be accessed on the Company's website.



3. Cut-off Date

Voting Rights with respect to the agenda items were reckoned as on Wednesday, 23rd July, 2025, being the cut-off date for the purpose of deciding the entitlement of the members for remote e-voting and e-voting during the AGM.

4. Remote e-voting Process

4.1 Agency

The Company engaged National Securities Depository Limited ("NSDL") as the Service Provider for extending the facility of remote e-voting and e-voting during the AGM to the shareholders of the Company. The Service Provider provided a system for recording the votes of the Shareholders electronically on all the items of business (both ordinary and special business) sought to be transacted at the 33rd Annual General Meeting ("AGM") of the Company, which was held on Wednesday, 30th July, 2025. National Securities Depository Limited ("NSDL") had set up e-voting facility on their website, <https://www.evoting.nsdl.com>.

4.2 Remote e-voting period

The e-voting facility was kept open from Sunday, 27th July, 2025 (9:00 A.M. IST) to Tuesday, 29th July, 2025 (5:00 P.M. IST) and members were required to cast their votes electronically conveying their assent or dissent in respect of resolutions on the remote e-voting platform provided by NSDL.

5. Voting at the AGM

5.1 This AGM was being held pursuant to the Circulars issued by Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022 and December 28, 2022, September 25, 2023 followed by General Circular No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 for holding the AGM or other general meetings of the members through VC/OAVM, hence physical attendance of Members had been dispensed with. Accordingly, the facility for appointment of proxies by the Members was also not available for this AGM.

5.2 Members attending the AGM through VC / OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

5.3 In line with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the AGM, the Scrutinizer had access after the closure of the period of remote e-voting and before the start of AGM, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, DP ID & Client ID/ folios, number of shares held but not the manner in which they have voted.

5.4 Accordingly, NSDL, the remote e-voting agency provided us with the names, DP ID & Client ID/ folios and shareholding of the members who had cast their votes through e-voting.

6. Counting Process

6.1 At the end of the voting period on Tuesday, 29th July, 2025 at 5:00 P.M. IST, the Voting Portal of the service provider was blocked forthwith. On 30th July, 2025 after the completion of e-voting at the AGM, I unblocked the results of the remote e-voting and e-voting by Members at the AGM, on the NSDL e-voting platform and downloaded the results for scrutiny in the presence of two witnesses, who are not in the employment of the Company.



Particulars of all votes cast by electronic mode have been entered in the register separately maintained for the purpose in electronic mode.

7. Result

Consolidated results with respect to the agenda items as set out in the AGM Notice dated 24th June, 2025 are enclosed herewith.

CONSOLIDATED RESULTS:

AGENDA ITEM NO.: 1 – ORDINARY BUSINESS BY ORDINARY RESOLUTION

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2025, the Report of Board of Directors and Auditors of the Company thereon and the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2025 and the Report of Auditors thereon.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage
	Number of Members	Votes	Number of Members	Votes	Number of Members	Votes	
Assent	1013	80958993	16	311	1029	80959304	99.99
Dissent	3	9125	0	0	3	9125	0.01
Total	1016	80968118	16	311	1032	80968429	100

AGENDA ITEM NO.: 2 – ORDINARY BUSINESS BY ORDINARY RESOLUTION

To confirm the payment of Interim Dividend of Rs. 4.00 per equity share already paid during the year as the Final Dividend for the Financial Year 2024-25.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage
	Number of Members	Votes	Number of Members	Votes	Number of Members	Votes	
Assent	1016	80968117	16	311	1032	80968428	100.00
Dissent	1	2	0	0	1	2	0
Total	1017	80968119	16	311	1033	80968430	100

AGENDA ITEM NO.: 3 – ORDINARY BUSINESS BY ORDINARY RESOLUTION

To appoint a director in place of Mr. Akshit Diviaj Gupta (holding DIN: 07814690), who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage
	Number of Members	Votes	Number of Members	Votes	Number of Members	Votes	
Assent	961	78429378	16	311	977	78429689	96.86
Dissent	59	2538737	0	0	59	2538737	3.14
Total	1020	80968115	16	311	1036	80968426	100



AGENDA ITEM NO.: 4 – SPECIAL BUSINESS BY ORDINARY RESOLUTION

Ratification of Remuneration of M/s. S. Chander & Associates, Cost Accountants, appointed as Cost Auditors of the Company.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage
	Number of Members	Votes	Number of Members	Votes	Number of Members	Votes	%
Assent	1012	80967963	16	311	1028	80968274	100.00
Dissent	4	153	0	0	4	153	0
Total	1016	80968116	16	311	1032	80968427	100

AGENDA ITEM NO.: 5 – SPECIAL BUSINESS BY ORDINARY RESOLUTION

To Appoint M/s S K Batra & Associates Practicing Company Secretaries Firm having a valid Peer review Certificate No. (Peer review certificate No.: S2008DE794900 issued by Institute of Company Secretaries of India) as Secretarial Auditors of the Company for a period of 5 years.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage
	Number of Members	Votes	Number of Members	Votes	Number of Members	Votes	%
Assent	1013	80966837	16	311	1029	80967148	100.00
Dissent	2	3	0	0	2	3	0
Total	1015	80966840	16	311	1031	80967151	100

AGENDA ITEM NO. : 6 – SPECIAL BUSINESS BY ORDINARY RESOLUTION

Approval for Increase in Remuneration of Ms. Vedika Gupta and Holding an Office or Place of Profit in the Company.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage
	Number of Members	Votes	Number of Members	Votes	Number of Members	Votes	%
Assent*	995	47502906	16	311	1011	47503217	99.99
Dissent	12	4211	0	0	12	4211	0.01
Total	1007	47507117	16	311	1023	47507428	100

**The votes of promoter and promoter group have been excluded for counting votes casted for Resolution No. 6 as Ms. Vedika Gupta is a related party of promoter and promoter group.*

Based on the aforesaid results, we report that all the resolutions as set out in Item Nos. 1 to 6 in the AGM Notice have been passed with the requisite majority.



I hereby confirm that I have maintained the electronic voting data downloaded / made available by the Service Provider, in respect of the votes cast through Remote e-voting and E-voting done by the members of the Company at the Annual General Meeting. All electronic data and e-voting registers shall remain in my safe custody until the Chairman considers, approves and signs the minutes in this regard and thereafter, it will be handed to the Company Secretary of the Company or such other person who is authorized by the Board of Directors or by the Chairman of the meeting.

Thanking you,

Yours Sincerely

For & on Behalf of
S.K. Batra & Associates


SUMIT KUMAR
SCRUTINIZER

C. P. No. 8072
UDIN : F007714G000897845
Peer Reviewed Unit UIN- S2008DE794900

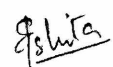
Date: 30/07/2025
Place: New Delhi

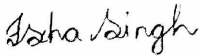
For KEI INDUSTRIES LIMITED

ANIL GUPTA
Chairman-cum-Managing Director

Counter Signed by

Chairman of AGM of
KEI Industries Limited

 D/O Ghanashyam
R/O Paschimpur,
Delhi.
Witness 1: Eshita Gohil


Witness 2: Isha Singh
D/O SB Singh
R/O : Patel Nagar, Delhi