



Regd. Office:

2nd Floor, A-3 Shree Ganesh Nagar Housing Society,
Ramakaka Temple Road, Chhani, Vadodara-391740
Ph. : 0265 - 2773672, 2773535

Factory:

F-86 to F-90, RIICO Industrial Area,
Swaroopgunj, Dist. Sirohi, Rajasthan - 307023



E-mail : info@kotyark.com, kipl7722@gmail.com,
Website : www.kotyark.com

CIN : U24100GJ2016PLC094939 • GST : 08AAGCK3927K1Z7

Date: April 21, 2025

To,
Listing Compliance Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra East, Mumbai-400051

Sub: Submission of Proceedings of the Postal Ballot pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Ref.: Kotyark Industries Limited (SYMBOL: KOTYARK)

Dear Sir/Madam,

With reference to the above subject, we herewith enclose the copy of the proceedings of the Postal Ballot for your reference and record.

Kindly take the same on your record.

For, **Kotyark Industries Limited**

Bhavesh Nagar
Company Secretary & Compliance Officer
Mem.No.A62546

Place: Vadodara

Enclosed: A/a.

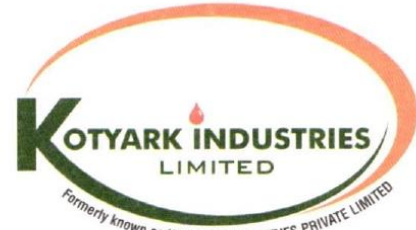


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SUMMARY OF THE PROCEEDINGS OF THE RESOLUTION PASSED BY WAY OF POSTAL BALLOT BY THE SHAREHOLDERS OF KOTYARK INDUSTRIES LIMITED ON APRIL 19, 2025.

The Company, at the Board Meeting held on March 20, 2025, decided to obtain consent of the members through Postal Ballot under Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following matter:

ITEM NO 1

TO APPROVE THE APPOINTMENT OF MS. RASHMI KAMLESH OTAVANI (DIN: 06976600) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR A PERIOD OF 5 (FIVE) YEARS: SPECIAL RESOLUTION

In accordance with the MCA Circulars and the SEBI Listing Regulations, the Company is sending the Notice in electronic form only by e-mail to all Members, whose names appear in the Register of Members / Register of Beneficial Owners maintained by the Depositories viz., National Securities Depository Limited (the “NSDL”) and Central Depository Services (India) Limited (the “CDSL”) as on Friday, March 14, 2025 (the “Cut-Off Date”) and who have registered their e-mail addresses, in respect of electronic holdings, with the Depository through the concerned Depository Participants and in respect of physical holdings, with the Registrar and Share Transfer Agent of the Company, KFin Technologies Limited (the “RTA”), in accordance with the provisions of the Act read with the rules framed thereunder and the framework provided under the MCA circulars. Cut-Off Date is for determining the eligibility to vote by electronic means. A person who is not a member as on the Cut-Off Date or who becomes a member of the Company after the Cut-Off Date should treat this Notice for information purposes only.

The Postal Ballot notice dated March 20, 2025 was sent to Members of the Company whose names appeared in the Register of Members/Record of Depositories as on Friday, March 14, 2025 (Cut-Off Date) through email on March 20, 2025 to those members who have registered their email IDs with the Company / Depository along with the details of Login Id and Password.

In light of the MCA Circulars, Members who have not registered their e-mail addresses and in consequence the e- voting notice could not be serviced, may temporarily get their e-mail address registered with the Company’s RTA by following the procedure given below:

- i. In case shares are held in physical mode, by providing Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to info@kotyark.com.
- ii. In case shares are held in demat mode, by providing DPID-CLID (16 digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to info@kotyark.com



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- iii. Alternatively, member may send an e-mail request to evoting@nsdl.com for obtaining User ID and Password by proving the details mentioned in Point (i) or (ii) as the case may be.
- iv. It is clarified that for permanent submission of e-mail address, the shareholders are however requested to register their email address, in respect of electronic holdings with the depository through the concerned depository participants.
- v. Those shareholders who have already registered their e-mail address are requested to keep their e-mail addresses validated with their depository participants / the Company's Registrar and Share Transfer Agent, KFin Technologies Limited to enable servicing of notices / documents electronically to their e-mail address.

Pursuant to Sections 108 and 110 of the Act read with the MCA Circulars mentioned above, the Company had provided remote e-voting facility only. The Company had engaged the services of National Securities Depository Limited (NSDL) to provide remote e-voting facility to the Members of the Company through remote e-voting platform.

The voting period begins on 09:00 A.M. IST, on Friday, March 21, 2025 and ends at 5.00 P.M. IST on Saturday, April 19, 2025. During this period, the shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date viz., Friday, March 14, 2025 may cast their votes electronically. The e-voting module shall be disabled by NSDL for voting thereafter.

The Board of Directors at their meeting held on March 20, 2025 appointed M/s. SCS and Co. LLP (FRN: L2020GJOO8700), Company Secretaries as Scrutinizer for conducting the postal ballot and remote e-voting process in a fair and transparent manner.

The scrutinizer carried out the scrutiny of votes casted electronically up to 05:00 P.M. on April 19, 2025 and they submitted their report dated April 22, 2025.

The details of votes received from Members through remote e-voting platform are attached herewith.

For, **Kotyark Industries Limited**

Bhavesh Nagar

Company Secretary & Compliance Officer

Mem.No.A62546

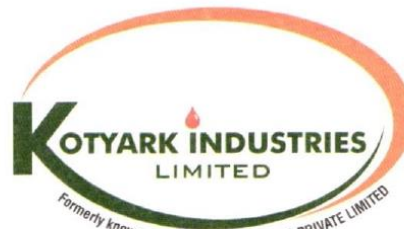
Place: Vadodara

Enclosed: A/a.



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**Detailed Results of Remote e-voting on Special Business proposed in Postal Ballot Notice dated March 20, 2025
by the Kotyark Industries Limited
(In SEBI Format)**

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve the appointment of Ms. Rashmi Kamlesh Otavani (DIN: 06976600) as an Independent Director of the company for a period of 5 (five) years				
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	69,65,022	68,97,522	99.0309	68,97,522	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		69,65,022	99.0309	68,97,522	0	100.0000	0.0000
Public-Institutions	E-Voting	1,30,400	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1,30,400	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	31,83,694	3,98,894	12.5293	3,98,694	200	99.9499	0.0501
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		31,83,694	12.5293	3,98,694	200	99.9499	0.0501
Total		1,02,79,116	72,96,416	70.9829	72,96,216	200	99.9973	0.0027
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Not Applicable		

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0

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COMPANY SECRETARIES

**Scrutinizer Report on Remote E-Voting and Postal Ballot in
Respect of resolutions proposed through Postal Ballot**
(Pursuant to Sections 108 & 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman of the board
Kotyark Industries Limited
A-3, 2nd Floor, Shree Ganesh Nagar Housing Society,
Ramakaka Temple Road, Chhani,
Vadodara-391740, Gujarat, India.

Dear Sir,

Sub: Scrutinizer Report on Special Business proposed through Postal Ballot under section 110 read with section 108 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof).

We have been appointed as the Scrutinizer by the Board of Directors of the Kotyark Industries Limited ("the Company"), pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, for the purpose of scrutinizing the votes casted by the Members of the Company through Remote E-Voting facility of National Securities Depository Limited ("NSDL") in respect of Special Business proposed through Postal Ballot Notice dated March 20, 2025 ("Postal Ballot") and carrying out the said Postal Ballot process in a fair and transparent manner.

RESPONSIBILITY OF THE MANAGEMENT OF THE COMPANY:

The Management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting and passing of resolutions through Postal Ballot.

RESPONSIBILITY OF SCRUTINIZER:

Our responsibilities, as a scrutinizer, is limited to ensure and scrutinize the votes casted through remote e-voting platform and supervise the process of postal ballot in a fair and transparent manner and to make a report on the votes casted "In favour" or "against" the resolutions, based on the reports generated from the remote e-voting platform of E-voting agency.

IT MAY BE NOTED THAT;

In accordance with the MCA Circulars and the SEBI Listing Regulations, the Company is sending the Notice in electronic form only by e-mail to all Members, whose names appear in the Register of Members / Register of Beneficial Owners maintained by the Depositories viz., National Securities Depository Limited (the "NSDL") and Central Depository Services (India) Limited (the "CDSL") as on Friday, March 14, 2025 (the "Cut-Off Date") and who have registered their e-mail addresses, in respect of electronic holdings, with the Depository through the concerned Depository Participants and in respect of physical holdings, with the Registrar and Share Transfer Agent of the Company, KFin Technologies Limited (the "RTA"), in accordance with the provisions of the Act read with the rules framed thereunder and the framework provided under the MCA circulars. Cut-Off Date is for determining the eligibility to vote by electronic means. A person who is not a member as on the Cut-Off Date or who becomes a member of the Company after the Cut-Off Date should treat this Notice for information purposes only.

In accordance with the MCA Circulars, the Notice is being sent in electronic form only. The hard copy of the Notice along with the Postal Ballot forms and pre-paid business envelope will not be sent to the Members for the Postal Ballot. Accordingly, the communication of the assent or dissent of the Members would take place through the e-voting system only.

SCS and Co. LLP, a Limited Liability Partnership with LLP Identity No. AAV-1091
Firm Registration Number: - L2020GJ008700, Peer Review No. 5333/2023
Regd. Office: - Office No. B- 1310, Thirteenth floor,
"Shilp Corporate Park" Rajpath Rangoli Road, Thaltej, Ahmedabad, 380054.
T: 079-40051702, Email: - scsandcollp@gmail.com Website: www.scsandcollp.com



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As per the Notice of Postal Ballot, following Special Business were proposed for the approval of Members through Remote E-voting by way of special resolution;

1. Special Resolution:

To Approve the Appointment of Ms. Rashmi Kamlesh Otavani (Din: 06976600) As an Independent Director of the Company for a Period of 5 (Five) Years.

We hereby report as under;

1. On the basis of the register of members and the list of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on Friday, March 14, 2025, the Company completed dispatch of the Notice of the Postal Ballot;
 - Through E-Mail on Thursday, March 20, 2025 to the members, whose E-Mail Id's were registered with company/depository participant;
 - In light of the MCA and SEBI Circulars, the Company had sent Notice of Postal Ballot in electronic form only. Accordingly, the communication of the assent or dissent of the members would take place through the remote e-voting system only. Therefore, Members who had not registered their e-mail addresses and consequently the e-voting notice could not be serviced, temporarily got their e-mail address registered with the Company's RTA by following the procedure given below:
 - i. In case shares are held in physical mode by providing Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to info@kotyark.com.
 - ii. In case shares are held in demat mode, by providing DPID-CLID (16digit DPID + CLID or 16digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to info@kotyark.com
 - iii. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
 - iv. It is clarified that for permanent submission of e-mail address, the shareholders are however requested to register their email address, in respect of electronic holdings with the depository through the concerned depository participants.
 - v. Those shareholders who have already registered their e-mail address are requested to keep their e-mail addresses validated with their depository participants / the Company's Registrar and Share Transfer Agent, KFin Technologies Limited to enable servicing of notices / documents electronically to their e-mail address.
2. Company hosted Postal Ballot Notice on its website viz.: www.kotyark.com and e-voting website viz. www.evoting.nsdl.com and at the announcement section of the website of the Stock Exchange, i.e. on National Stock Exchange of India Limited at www.nseindia.com on which the equity shares of the Company are listed.
3. The Company has published the newspaper advertisement for date and time of commencement and end of remote e-voting and Postal Ballot in;
 - A. Financial Express (English Language) on Friday, March 21, 2025
 - B. Financial Express (Vernacular Language - Gujarati) on Friday, March 21, 2025

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4. The Shareholders holding Shares as on the "Cut off" date, i.e. Friday, March 14, 2025 were entitled to vote through remote e-voting platform on the businesses mentioned in the Notice of Postal Ballot of the Company.
5. In terms of the aforesaid Notice, remote e-voting was opened for thirty days which commenced on 09:00 A.M. IST, on Friday, March 21, 2025 and ends at 5.00 P.M. IST on Saturday, April 19, 2025 (05:00 P.M.) (Both days inclusive) and members of the Company, holding Equity Shares of the Company as on 'Cut-off' Date were required to cast their votes electronically, conveying their assent or Dissent in respect of the special business mentioned in the Notice of Postal Ballot through remote e-voting platform provided by NSDL.
6. After the Completion of Voting Period as mentioned above, we have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the website of NSDL Remote E-voting Platform.
7. Total **57 shareholders** (Promoter & Promoter group/ Public non institutional shareholders) have voted through NSDL remote E-voting platform.
8. The summary of votes casted through remote e-voting platform in respect of special business proposed in the notice of postal ballot is **annexed herewith**.
9. The Register, all other papers and relevant records relating to remote e-voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Postal Ballot and thereafter the same will be handed over to the Company Secretary of the Company.
10. The result of the voting by members through remote e-voting in respect of the above-mentioned business may, accordingly, be declared by the Chairman or any other Authorized Person, as decided by the Board of Director of the Company and who has also countersigned this report.
11. After the taking into account the remote e-voting result, we report that, the Special Resolution as contained in the notice of Postal Ballot dated Thursday, March 20, 2025 has been passed with requisite majority.

Result of the Postal ballot:

In respect of Special Business as proposed in the Notice of Postal Ballot; all conditions given under the Companies Act, 2013 ("Act") and the rules made there under read with Schedule IV of the Act, and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations") are fulfilled, Special Business is approved by the shareholders through remote e-voting as Special Resolution.

The result of the voting by members through remote e-voting in respect of the abovementioned business may, accordingly, be declared by the Chairman or any other Authorized Person, as decided by the Board of Director of the Company and who has also countersigned this report.

For SCS and Co. LLP

Company Secretaries

ICSI Unique Code: - L2020GJ008700

Peer Review No.: - 5333/2023



Anjali Sangtani

Partner

ACS No.: 41942

C P No.: 23630

Place: Ahmedabad

Date: April 21, 2025

UDIN: A041942G000159532



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DECLARATION

We, the undersigned witnessed that the remote e-voting result/list was unblocked and remote electronic voting and electronic voting reports were received from the NSDL in our presence on April 19, 2025 around at 5:12 PM. at the office of Anjali Sangtani, Practising Company Secretary, Partner of M/s SCS and Co LLP the scrutinizer.

Witness 1:

Ms. Ruhani Shah

Dave Gaurav

Witness 2:

Mr. Gaurav Dave

Countered By
For Kotyark Industries Limited

Gaurang Rameshchandra Shah
Gaurang Rameshchandra Shah
Chairman cum Managing Director
DIN: 03502841



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Annexure:

Detailed Results of Remote e-voting on Special Business proposed in Postal Ballot Notice dated March 20, 2025 by the Kotyark Industries Limited (in SEBI Format)

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Approve the Appointment of Ms. Rashmi Kamlesh Otavani (Din: 06976600) as an Independent Director of The Company for a Period Of 5 (Five) Years				
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	6965022	6897522	99.0309	6897522	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6965022	6897522	99.0309	6897522	0	100	0
Public-Institutions	E-Voting	130400	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	130400	0	0	0	0	0	0
Public-Non Institutions	E-Voting	3183694	398894	12.5293	398694	200	99.9499	0.0501
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3183694	398894	12.5293	398694	200	99.9499	0.0501
Total		10279116	7296416	70.9829	7296216	200	99.9973	0.0027
Whether resolution is Pass or Not.						Yes		
Disclosure of Notes on Resolution		NA						
Details of Invalid Votes								
Category						No. of Votes		
Promoter and Promoter Group						0		
Public Institutions						0		
Public – non-institutions						0		

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Annexure:

Detailed Results of Remote e-voting on Special Business proposed in Postal Ballot Notice dated March 20, 2025 by the Kotyark Industries Limited (in Companies Act, 2013 Format)

Resolution 1:

Special Resolution: To Approve the Appointment of Ms. Rashmi Kamlesh Otavani (DIN: 06976600) As an Independent Director of The Company for a Period Of 5 (Five) Years

i. Valid Votes In Favour of The Resolution:

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	55	7296216	99.9973
Total	55	7296216	99.9973

ii. Valid Votes Against the Resolution:

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	2	200	0.0027
Total	2	200	0.0027

iii. Invalid Votes:

Voting Description	Number of members voted (in person or by proxy)	Number of votes cast by them
Remote E-voting	0	0
Total	0	0



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