



# KOTIA ENTERPRISES LIMITED

Formerly known as INTERNATIONAL PUMPS AND PROJECTS LIMITED

Date: 30-09-2022

<b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street Mumbai, Maharashtra – 400001 Email id: <a href="mailto:corp.relations@bseindia.com">corp.relations@bseindia.com</a>	<b>Metropolitan Stock Exchange of India Limited</b> 205(A), 2nd floor, Piramal Agastya Corporate Park Kamani Junction, LBS Road, Kurla (West), Mumbai, Maharashtra-400070 Email id: <a href="mailto:raviraj.nirbhawane@mcx-sx.com">raviraj.nirbhawane@mcx-sx.com</a>
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**Subject: Disclosure of Voting Results of the 42<sup>nd</sup> Annual General Meeting of the Company held on 30<sup>th</sup> September 2022, pursuant to the Regulation 44 (3) of the the SEBI (LODR), Regulations, 2015.**

Dear Sir/ Ma'am,

At the 42<sup>nd</sup> Annual General Meeting (AGM) of Kotia Enterprises Limited held on 30<sup>th</sup> September, 2022 all the items of business contained in the Notice of the AGM were transacted and approved by the shareholders.

The details of the Combined Voting Results i.e. Results of e-voting together with that of the Poll conducted at the AGM are enclosed in the format prescribed by the Board.

Further, the Report of the Scrutinizer on the Combined Voting Results is attached herewith for your records.

Thanking You,

Yours faithfully

**For Kotia Enterprises Limited**


**Neelam Rani**

**(Company Secretary and Compliance Officer)**

**Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements)**

**Regulations, 2015**

Date of AGM	September 30, 2022
No. of shareholders on record date	707
No. of Shareholders present in the meeting either in person or through proxy:  - Promoters and Promoter Group:  - Public:	  1  50
No. of Shareholders attended the meeting through Video Conferencing - Promoters and Promoter Group: - Public:	Not Applicable, as no video conferencing facility was made available

**AGENDA WISE**

The mode of voting for all the resolutions was:

1. E-voting conducted between Tuesday, September 27, 2022, at 09.00 a.m. to Thursday, September 29, 2022, at 5.00 p.m. and
2. Poll conducted at the Meeting

Given below the resolution wise combined results of E-voting and Poll

**ORDINARY BUSINESS:**

**Resolution No. 1: Ordinary Resolution**

**"RESOLVED THAT** the Audited Financial Statements of the Company including Balance Sheet as of 31 March 2022 and the Statement of Profit and Loss, the cash flow statement for the year ended on that date and the reports of the Board of Directors ("the Board") and Auditors thereon be and are hereby received, considered and adopted."



**Whether Promoter/Promoter Group are interested in the agenda/resolution? No**

Promoter/Public	No. of Shares Held	No of votes Polled (E-Voting & Poll)	% of votes polled on outstanding shares (E-Voting & Poll)	No. of votes in favor (E-Voting & Poll)	No of votes against (E-Voting & Poll)	% of votes in favor on votes polled(E-Voting & Poll)	% of votes against on votes polled(E-Voting & Poll)
	(1)	(2)	(3) = $\{(2)/(1)\} * 100$	(4)	(5)	(6) = $\{(4)/(2)\} * 100$	(7) = $\{(5)/(2)\} * 100$
Promoter and Promoter Group	336200	0	0	0	0	0	0
Public – Institutional holders	0	0	0	0	0	0	0
Public others	6684300	73469	1.10	73467	2	1.10	0
Total	7020500	73469	1.05	73467	2	1.05	0


Based on the above, the Ordinary Resolution has been passed unanimously.

**Resolution No. 2: Ordinary Resolution**

“RESOLVED THAT Mr. Paaven Bansal, as Director who retires by rotation and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation.”

**Whether Promoter/Promoter Group are interested in the agenda/resolution? No**

Promoter/Public	No. of Shares Held	No of votes Polled (E-Voting & Poll)	% of votes polled on outstanding shares (E-Voting & Poll)	No. of votes in favor (E-Voting & Poll)	No of votes against (E-Voting & Poll)	% of votes in favor on votes polled(E-Voting & Poll)	% of votes against on votes polled(E-Voting & Poll)
	(1)	(2)	(3) = $\{(2)/(1)\} * 100$	(4)	(5)	(6) = $\{(4)/(2)\} * 100$	(7) = $\{(5)/(2)\} * 100$
Promoter and Promoter Group	336200	0	0	0	0	0	0

*Neelam*  




Public – Institutional holders	0	0	0	0	0	0	0
Public others	6684300	73469	1.10	73467	2	1.10	0
Total	7020500	73469	1.05	73467	2	1.05	0

Based on the above, the Ordinary Resolution has been passed unanimously.

#### SPECIAL BUSINESS:

##### Resolution No. 3: Special Resolution

##### **Item No. 3 Appointment of Ms. Shobha Rustagi (DIN: 03503850) as an Independent Director of the Company**

Appointment of Ms. Shobha Rustagi as Independent Director of the Company. To consider and if thought fit, to pass with or without modifications, the following Resolution as a Special Resolution:

**Whether Promoter/Promoter Group are interested in the agenda/resolution: No**

Promoter/Public	No. of Shares Held	No of votes Polled (E-Voting & Poll)	% of votes polled on outstanding shares (E-Voting & Poll)	No. of votes in favor (E-Voting & Poll)	No of votes against (E-Voting & Poll)	% of votes in favor on votes polled(E-Voting & Poll)	% of votes against on votes polled(E-Voting & Poll)
	(1)	(2)	(3) = $\{(2)/(1)\} \times 100$	(4)	(5)	(6) = $\{(4)/(2)\} \times 100$	(7) = $\{(5)/(2)\} \times 100$
Promoter and Promoter Group	336200	0	0	0	0	0	0
Public – Institutional holders	0	0	0	0	0	0	0
Public others	6684300	73469	1.10	73467	2	1.10	0
Total	7020500	73469	1.05	73467	2	1.05	0

Based on the above, the Special Resolution has been passed unanimously.



**Resolution No. 4: Special Resolution****Item no. 4 - Appointment of Mr. Achal Kapoor (DIN: 09150394) as an Independent Director of the Company**

Appointment of Mr. Achal Kapoor as Independent Director of the Company. To consider and if thought fit, to pass with or without modifications, the following Resolution as a Special Resolution:

**Whether Promoter/Promoter Group are interested in the agenda/resolution: No**

Promoter/Public	No. of Shares Held	No of votes Polled (E-Voting & Poll)	% of votes polled on outstanding shares (E-Voting & Poll)	No. of votes in favor (E-Voting & Poll)	No of votes against (E-Voting & Poll)	% of votes in favor on votes polled(E-Voting & Poll)	% of votes against on votes polled(E-Voting & Poll)
	(1)	(2)	(3) = $\{(2)/(1)\} \times 100$	(4)	(5)	(6) = $\{(4)/(2)\} \times 100$	(7) = $\{(5)/(2)\} \times 100$
Promoter and Promoter Group	336200	NA	NA	NA	NA	NA	NA
Public – Institutional holders	0	0	0	0	0	0	0
Public others	6684300	73469	1.10	73467	2	1.10	0
Total	7020500	73469	1.05	73467	2	1.05	0

Based on the above, the Special Resolution has been passed unanimously.

**Resolution No. 5: Ordinary Resolution****Item no. 5- Reclassification of Ankit Agarwal from the Promoter Group of the Company to the Public category**

To consider and approve reclassification of Promoters of the Company and in this regard to consider and fit to pass, with or without modification(s), the following resolution as a Ordinary Resolution.

**Whether Promoter/Promoter Group are interested in the agenda/resolution: No**



Promoter/Public	No. of Shares Held	No of votes Polled (E-Voting & Poll)	% of votes polled on outstanding shares (E-Voting & Poll)	No. of votes in favor (E-Voting & Poll)	No of votes against (E-Voting & Poll)	% of votes in favor on votes polled(E-Voting & Poll)	% of votes against on votes polled(E-Voting & Poll)
	(1)	(2)	(3) = $\{(2)/(1)\} * 100$	(4)	(5)	(6) = $\{(4)/(2)\} * 100$	(7) = $\{(5)/(2)\} * 100$
Promoter and Promoter Group	336200	NA	NA	NA	NA	NA	NA
Public – Institutional holders	0	0	0	0	0	0	0
Public others	6684300	73469	1.10	73466	3	1.10	0
Total	7020500	73469	1.05	73466	3	1.05	0

Based on the above, the Ordinary Resolution has been passed unanimously.

For Kotia Enterprises Limited

*Neelam*



Neelam Rani

Company Secretary & Compliance Officer



To  
The Chairman  
**Mr. Manoj Kumar Bansal**

42<sup>nd</sup> Annual General Meeting of the  
Equity Shareholders of **Kotia Enterprises Limited**  
held on Friday, September 30, 2022 at 11:00 A.M.  
at 905, New Delhi House, 27, Barakhamba Road, New Delhi - 110001

**Re.: Kotia Enterprises Limited**

**Sub.:** Scrutinizer Report on the voting at the 42<sup>nd</sup> Annual General Meeting of **Kotia Enterprises Limited** ("Company") held on Friday, September 30, 2022 at 11:00 A.M. at registered office at 905, New Delhi House, 27, Barakhamba Road, New Delhi - 110001

**Sir,**

In relation to the 42<sup>nd</sup> Annual General Meeting of the Company, please find enclosed Consolidated Scrutinizers' Report on voting through remote E-voting and the voting conducted at the Annual General Meeting of the shareholders of the company.

Kindly acknowledge the same and take on your records.

Thanking you

Yours Faithfully

For **Kumar A & Associates**  
Company Secretaries

Amit  
Kumar

Digitally signed  
by Amit Kumar  
Date: 2022.09.30  
13:10:19 +05'30'

**(AMIT KUMAR)**

Proprietor  
Membership No. 28804  
CP No. 16877  
UDIN: A028804D001092317

Date: September 30, 2022  
Place: Delhi



**CONSOLIDATED REPORT OF SCRUTINIZER ON VOTING THROUGH REMOTE  
E-VOTING AND VOTING AT AGM**

To  
The Chairman  
**Mr. Manoj Kumar Bansal**

42<sup>nd</sup> Annual General Meeting of the  
Equity Shareholders of **Kotia Enterprises Limited**  
held on Friday, September 30, 2022 at 11:00 A.M.  
at 905, New Delhi House, 27, Barakhamba Road, New Delhi - 110001

**Re.: Kotia Enterprises Limited**

**Sub:** Consolidated Scrutinizer's Report on remote e- Voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Rules, 2015 and voting pursuant to the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 as amended at the Annual General Meeting of the Company

**BACKGROUND**

I, Amit Kumar, proprietor of Kumar A & Associates, Company Secretaries (Membership No. 28804), was appointed as the Scrutinizer(s) for the purpose of scrutinizing the remote E-voting pursuant to section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended thereto as well as voting conducted at the AGM pursuant to section 109 of the Companies Act, 2013 ("the Act") read with Rule 21 of the Companies (Management and Administration) Rules, 2014, as amended thereto of the equity shareholders of Kotia Enterprises Limited held on Friday, September 30, 2022 at 11:00 A.M. at 905, New Delhi House, 27, Barakhamba Road, New Delhi - 110001 in a fair and transparent manner and ascertaining the requisite majority on the resolutions as set out in the notice of AGM dated September 03, 2022 along with statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the 42<sup>nd</sup> Annual General Meeting of the Company.

**DATE OF DISPATCH OF NOTICE AND CONVENING OF THE MEETING**

The Company has informed me that it has completed the dispatch of Notice of the said AGM to the all the shareholders whose names were appearing on September 05, 2022.

**CUT-OFF DATE**

The voting rights were reckoned on Friday, September 23, 2022 being the "**Cut-off date**" for the purpose of determining the entitlement of shareholders to vote on the resolutions as contained in the Notice of the 42<sup>nd</sup> Annual General Meeting through remote E-voting and voting at the AGM.



## **REMOTE E-VOTING**

- a) The Company has provided remote e-voting facility to the shareholders present at the Annual General Meeting in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Rules, 2015 and Regulation 44(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 enable them to cast their vote at the AGM
- b) The Remote E-voting was open for three days from Tuesday, September 27, 2022 at 09:00 A.M. to Thursday, September 29, 2022 at 05:00 p.m. and the NSDL e- Voting platform was blocked thereafter.
- c) The Company has availed the e- Voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e- Voting to the shareholders of the Company.

## **VOTING AT THE AGM**

- a) At the venue of the AGM, the facility to vote through poll has been provided to those members who were present at the AGM and have not exercised the option of casting their vote through E-voting.
- b) I had locked and sealed an empty polling box for voting at the AGM in the presence of members. Thereafter, members cast their votes and dropped at the polling box.
- c) After the closure of the Voting at the Annual General Meeting, the report of voting done after the conclusion of the meeting is generated in my presence and the voting is diligently scrutinized.

## **COUNTING PROCESS**

- a) The locked polling box subsequently opened in my presence and in presence of two witnesses Mr. Pramod Negi and Mr. Ravi Yadav and the polling papers diligently scrutinized.
- b) After counting the votes casted by the members present at the AGM, the votes cast under remote e- Voting facility were thereafter unblocked from the website of National Securities Depository Limited (NSDL) in the presence of Two witnesses Mr. Pramod Negi and Mr. Ravi Yadav, who are not in the employment of the Company on September 30, 2022.
- c) Then, after scrutinizing and review, I have compiled the results of remote E-voting and voting at the AGM and the report has been prepared on the basis of details provided above.

I, now submit my Consolidated Scrutinizers' Report as under on the result of the remote e- Voting and voting at the meeting in respect of the said Resolutions.

**ORDINARY BUSINESS:**

**Resolution 1: To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March 2022 including Audited Balance Sheet for the year ended 31st March 2022 and the Statement of Profit and Loss Account for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.**

(i) Votes **in favour** of the resolution:

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Total Votes cast (Shares)</b>	<b>% of total Number of votes cast</b>
<b>E voting</b>	65	73386	99.89
<b>Polling</b>	51	81	0.11
<b>Total</b>	<b>116</b>	<b>73467</b>	<b>100</b>

(ii) Votes **against** the resolution:

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Total Votes cast (Shares)</b>	<b>% of total Number of votes cast</b>
<b>E voting</b>	2	2	Negligible
<b>Polling</b>	-	-	
<b>Total</b>	2	2	Negligible

(iii) **Invalid** votes:

<b>Total Number of Members whose votes were declared invalid</b>	<b>Total Number of votes cast by them (Shares)</b>
NIL	NIL

**Resolution 2: To appoint a director in place of Mr. Paaven Bansal (DIN – 08098647), who retires by rotation and being eligible, offers himself for re – appointment.**

(i) Votes **in favour** of the resolution:

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Total Votes cast (Shares)</b>	<b>% of total Number of votes cast</b>
<b>E voting</b>	65	73386	99.89
<b>Polling</b>	51	81	0.11
<b>Total</b>	<b>116</b>	<b>73467</b>	<b>100</b>

(ii) Votes **against** the resolution:

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Total Votes cast (Shares)</b>	<b>% of total Number of votes cast</b>
<b>E voting</b>	2	2	Negligible
<b>Polling</b>	-	-	
<b>Total</b>	2	2	Negligible

(iii) **Invalid** votes:

<b>Total Number of Members whose votes were declared invalid</b>	<b>Total Number of votes cast by them (Shares)</b>
NIL	NIL

**SPECIAL BUSINESS:****Resolution 3: Appointment of Ms. Shobha Rustagi (DIN: 03503850) as an Independent Director of the Company.**(i) Votes **in favour** of the resolution:

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Total Votes cast (Shares)</b>	<b>% of total Number of votes cast</b>
<b>E voting</b>	65	73386	99.89
<b>Polling</b>	51	81	0.11
<b>Total</b>	<b>116</b>	<b>73467</b>	<b>100</b>

(ii) Votes **against** the resolution:

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Total Votes cast (Shares)</b>	<b>% of total Number of votes cast</b>
<b>E voting</b>	2	2	Negligible
<b>Polling</b>	-	-	
<b>Total</b>	2	2	Negligible

(iii) **Invalid** votes:

<b>Total Number of Members whose votes were declared invalid</b>	<b>Total Number of votes cast by them (Shares)</b>
NIL	NIL

**Resolution 4: To Appointment of Mr. Achal Kapoor (DIN: 09150394) as an Independent Director of the Company.**(i) Votes **in favour** of the resolution:

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Total Votes cast (Shares)</b>	<b>% of total Number of votes cast</b>
<b>E voting</b>	65	73386	99.89
<b>Polling</b>	51	81	0.11
<b>Total</b>	<b>116</b>	<b>73467</b>	<b>100</b>

(ii) Votes **against** the resolution:

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Total Votes cast (Shares)</b>	<b>% of total Number of votes cast</b>
<b>E voting</b>	2	2	Negligible
<b>Polling</b>	-	-	
<b>Total</b>	2	2	Negligible

(iii) **Invalid** votes:

<b>Total Number of Members whose votes were declared invalid</b>	<b>Total Number of votes cast by them (Shares)</b>
NIL	NIL

**Resolution 5: Reclassification of Ankit Agarwal from the Promoter Group of the Company to the Public category.**

(iv) Votes **in favour** of the resolution:

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Total Votes cast (Shares)</b>	<b>% of total Number of votes cast</b>
<b>E voting</b>	64	73385	99.89
<b>Polling</b>	51	81	0.11
<b>Total</b>	<b>115</b>	<b>73466</b>	<b>100</b>

(v) Votes **against** the resolution:

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Total Votes cast (Shares)</b>	<b>% of total Number of votes cast</b>
<b>E voting</b>	3	3	Negligible
<b>Polling</b>	-	-	-
<b>Total</b>	3	3	Negligible

(vi) **Invalid** votes:

<b>Total Number of Members whose votes were declared invalid</b>	<b>Total Number of votes cast by them (Shares)</b>
NIL	NIL

All the resolutions voted through remote e-voting and ballot/poll was passed with requisite majority.

The Register, all others paper and relevant records relating to e-voting shall remain in our safe custody until the chairman consider, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.

For **Kumar A & Associates**  
Company Secretaries

Amit  
Kumar

Digitally signed by  
Amit Kumar  
Date: 2022.09.30  
13:10:54 +05'30'

**(AMIT KUMAR)**

Proprietor

Membership No. 28804

CP No. 16877

UDIN: A028804D001092317

Date: September 30, 2021

Place: Delhi