Karma Energy

KEL/SEC/SKC/8/2019 August 7, 2019

National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor
Plot NoC/1, G Block
Bandra-Kurla Complex
Bandra East
Mumbai – 400 051

Scrip Code No. : **533451**

Sub : **Declaration of Voting Results / Submission of the Scrutinizers Report in Respect of Resolutions Polled at the Annual General Meeting held on 6th August, 2019 – Regulation 44(3) of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015**

Sir,

Enclosed please find herewith the Consolidated Results of the voting declared by the Chairman in respect of Resolutions polled by Physical Ballot / e-voting & poll as set out in the Notice convening the AGM of the Company dated 27th May, 2019, for which e-voting was conducted from 3rd August, 2019 to 5th August, 2019.

The Chairman has declared that all the resolutions have been passed with requisite majority.

A copy of the Scrutinizers Report is also enclosed along with.

Kindly find the same in order and arrange for publication on your website.

Thanking you,

For **KARMA ENERGY LIMITED**

KARMA ENERGY LTD. MUMBAI

T V Subramanian
CFO & Company Secretary

Encl : as above

Karma Energy

Voting results	
Record date	30-07-2019
Total number of shareholders on record date	7076
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	15
b) Public	15
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	4

Resolution No.1

Resolution required : (Ordinary / Special)	Ordinary
Whether promoter / promoter group are interested in the agenda / resolution ?	No
Description of resolution considered	Adoption of Audited Financial statements on Standalone and consolidated basis together with the Report of the Directors and Auditors for the year ended 31st March, 2019

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	8643046	8643046	100.00	8643046	0	100.00	0.00
	Poll							
	Postal Ballot (if possible)							
	Total	8643046	8643046	100.00	8643046	0	100.00	0.00
Public Institutions	E-voting	66	0	0	0	0	0	0
	Poll							
	Postal Ballot (if possible)							
	Total	66						
Public Non-institutions	E-voting	2926806	943269	32.23	943268	1	99.99	0.0001
	Poll		214	0.01	214	0	100.00	0
	Postal Ballot (if possible)		0	0	0	0	0	0
	Total	2926806	943483	32.2359	943482	1	99.9999	0.00001
	Total	11569918	9586529	82.8574	9586528	1	99.9999	0.0000
							Whether resolution is passed or not	Yes

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

Resolution No.2

Resolution required : (Ordinary / Special)	Ordinary
Whether promoter / promoter group are interested in the agenda / resolution ?	No
Description of resolution considered	To appoint a Director in place of Shri Neelkamal V. Siraj who retires by rotation and being eligible has offered himself for re-appointment.

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	8643046	8643046	100.00	8643046	0	100.00	0.00
	Poll							
	Postal Ballot (if possible)							
	Total	8643046	8643046	100.00	8643046	0	100.00	0.00
Public Institutions	E-voting	66	0	0	0	0	0	0
	Poll							
	Postal Ballot (if possible)							
	Total	66						
Public Non-institutions	E-voting	2926806	943269	32.23	943268	1	99.99	0.0001
	Poll		214	0.01	214	0	100.00	0
	Postal Ballot (if possible)		0	0	0	0	0	0
	Total	2926806	943483	32.2359	943482	1	99.9999	0.00001
	Total	11569918	9586529	82.8574	9586528	1	99.9999	0.0000
							Whether resolution is passed or not	Yes

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

Resolution No.3

Resolution required : (Ordinary / Special)	Special
Whether promoter / promoter group are interested in the agenda / resolution ?	No
Description of resolution considered	To re-appoint Shri Kishore M. Vussonji as an Independent Director for a second term of 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	8643046	8643046	100.00	8643046	0	100.00	0.00
	Poll							
	Postal Ballot (if possible)							
	Total	8643046	8643046	100.00	8643046	0	100.00	0.00
Public Institutions	E-voting	66	0	0	0	0	0	0
	Poll							
	Postal Ballot (if possible)							
	Total	66						
Public Non-institutions	E-voting	2926806	943269	32.23	943268	1	99.99	0.0001
	Poll		214	0.01	214	0	100.00	0
	Postal Ballot (if possible)		0	0	0	0	0	0
	Total	2926806	943483	32.2359	943482	1	99.9999	0.00001
	Total	11569918	9586529	82.8574	9586528	1	99.9999	0.0000
							Whether resolution is passed or not	Yes

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

Resolution No.4

Resolution required : (Ordinary / Special)	Special
Whether promoter / promoter group are interested in the agenda / resolution ?	No
Description of resolution considered	To re-appoint Shri Ganesh N. Kamath as Managing Director

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	8643046	8643046	100.00	8643046	0	100.00	0.00
	Poll							
	Postal Ballot (if possible)							
	Total	8643046	8643046	100.00	8643046	0	100.00	0.00
Public Institutions	E-voting	66	0	0	0	0	0	0
	Poll							
	Postal Ballot (if possible)							
	Total	66						
Public Non-institutions	E-voting	2926806	943269	32.23	943268	1	99.99	0.0001
	Poll		214	0.01	214	0	100.00	0
	Postal Ballot (if possible)		0	0	0	0	0	0
	Total	2926806	943483	32.2359	943482	1	99.9999	0.00001
	Total	11569918	9586529	82.8574	9586528	1	99.9999	0.0000
							Whether resolution is passed or not	Yes

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

For KARMA ENERGY LIMITED

T V Subramanian
CFO & Company Secretary

Place : Mumbai, Date : 7th August, 2019

MARTINHO FERRAO & ASSOCIATES
Company Secretaries
Level 3, Office # 301, Dhun Building, 23/25 Janmabhoomi Marg, Fort, Mumbai - 400 001
Tel: +91 22 2202 4366 Email: mferraocs@yahoo.com Website : www.csmartinhoandassociates.com

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
12th Annual General Meeting
KARMA ENERGY LIMITED
held at Babasaheb Dahanukar Hall,
Maharashtra Chamber of Commerce,
6th Floor, Oricon House, Kalaghoda,
Fort, Mumbai – 400001.

Sub: Consolidated Scrutinizer's Report on Resolutions passed through Electronic Voting and Voting conducted at the 12th Annual General Meeting of Karma Energy Limited (the Company) held on Tuesday, 6th August 2019 at 3:00 p.m. at Babasaheb Dahanukar Hall, Maharashtra Chamber of Commerce, 6th Floor, Oricon House, Kalaghoda, Fort, Mumbai - 400001

Dear Sir,

The Company had appointed me as the Scrutinizer to scrutinize the E-voting process and also for the voting by shareholders at the 12th Annual General Meeting of the Company held on August 06, 2019.

The Company had appointed National Securities Depository Limited (NSDL) as the Service Provider for extending the facility of electronic voting to the shareholders of the Company from Saturday, 03rd August 2019 (09:00 a.m.) to Monday, 05th August 2019

Martinho Ferrao & Associates F. C. S. No. 6221 C. P. No. 5676 Company Secretaries

MARTINHO FERRAO & ASSOCIATES
Company Secretaries

(05:00 p.m.). Bigshare Services Private Limited is the Registrar and Share Transfer Agent of the Company.

At the 12th AGM of the Company held on August 06, 2019, the Chairman of the Company had called for a voting to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process.

The results of the E-voting together with those of the Poll are as under:

Item No. 1 - Ordinary Resolution

Adoption of the Audited Financial Statements of the Company for the Financial Year ended 31st March 2019 on Standalone and Consolidated basis and the Reports of the Board of Directors and Auditors thereon.

Method of Voting	Votes in Favour of the resolution		Votes Against the resolution		Invalid Votes/ Abstained
	Nos.	%	Nos.	%	Nos.
E-voting	95,86,314	99.99	1	0.01	0
Poll	214	100	0	0	0
TOTAL	**95,86,528**	**99.99**	**1**	**0.01**	**0**

Martinho Ferrao & Associates
F. C. S. No. 6221
C. P. No. 5676
Company Secretaries

MARTINHO FERRAO & ASSOCIATES
Company Secretaries

Item No. 2 - Ordinary Resolution

Appointment of a Director in place of Shri. Neelkamal V. Siraj (holding DIN 00021986), who retires by rotation and being eligible, offer himself for re-appointment

Method of Voting	Votes in Favour of the resolution		Votes Against the resolution		Invalid Votes/ Abstained
	Nos.	%	Nos.	%	Nos.
E-voting	95,86,314	99.99	1	0.01	0
Poll	214	100	0	0	0
TOTAL	**95,86,528**	**99.99**	**1**	**0.01**	**0**

Special Business

Item No. 3 - Special Resolution

Re-appointment of Shri Kishore M. Vussonji as an Independent Director of the Company for a second term of 5 consecutive years.

Method of Voting	Votes in Favour of the resolution		Votes Against the resolution		Invalid Votes/ Abstained
	Nos.	%	Nos.	%	Nos.
E-voting	95,86,314	99.99	1	0.01	0
Poll	214	100	0	0	0
TOTAL	**95,86,528**	**99.99**	**1**	**0.01**	**0**

Martinho Ferrao & Associates
F. C. S. No. 6221
C. P. No. 5676
Company Secretaries

Item No. 4 – Special Resolution

Re-appointment of Shri Ganesh N. Kamath (holding DIN 00040805) as Managing Director of the Company.

Method of Voting	Votes in Favour of the resolution		Votes Against the resolution		Invalid Votes/ Abstained
	Nos.	%	Nos.	%	Nos.
E-voting	95,86,314	99.99	1	0.01	0
Poll	214	100	0	0	0
TOTAL	**95,86,528**	**99.99**	**1**	**0.01**	**0**

All resolutions stand passed with requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service provider both electronically and manually, in respect of the votes cast through e-voting and voting by the shareholder at AGM of the Company. I shall be arranging to hand over these records to the Chairman of the Company or such person to be authorized by him in due course.

Thanking you,

For KARMA ENERGY LIMITED

Chairman / Authorised Signatory/Director

MARTINHO FERRAO
Scrutinizer
Practicing Company Secretary

Date: 06th August 2019
Place: Mumbai

Martinho Ferrao & Associates
F. C. S. No. 6221
C. P. No. 5676
Company Secretaries