



**KMS MEDISURGI LIMITED**

**DIN L51397MH1999PLC119118**

Plot no. 297-301, May Building, Gr. Floor Marine lines (EAST), Princess Street Mumbai C  
MH-400002 IN Ph-022-66107700/22, 022-67498822, Facsimile: +91-22-22061111,  
Website:-www.kmsgroup.in, E-mail id: info@kmsgroup.in

**Date: May 30, 2023**

To,  
BSE limited  
Phiroze Jeejeebhoy towers,  
Dalal street,  
Mumbai 400001

**Sub: Disclosure of voting results of the Extraordinary General Meeting pursuant to Regulation 44 (3) of the SEBI (Listing Obligation & Disclosure Requirement), 2015 held on Monday, May 29, 2023.**

**Ref: KMS Medisurgi limited (scrip code- 540468)**

Dear Sir,

Pursuant to Regulation 44 (3) of the SEBI (Listing Obligation & Disclosure Requirement), 2015, please find enclosed herewith the details of voting results in the prescribed format in respect of the items transacted at the Extraordinary General Meeting ('EGM') of the shareholders of the Company held on Monday, May 29, 2023 at 03.00 p.m. at 297/301 May Building, Gr. Floor Marine lines (East) Princess Street Mumbai - 400002. Further please also find enclosed Consolidated Scrutinizer's Report issued by Mr. CS Naveen Maheshwar Karn - Practicing Company Secretary.

Kindly take the same on record.

Thanking You,

For KMS MEDISURGI LIMITED

Gaurang Kanakia  
Director  
DIN: 00346180



Place: Mumbai

Company Name	KMS MEDISURGI LIMITED
Date of the EGM	May 29, 2023
Total number of shareholders on record date	62
No. of shareholders present in the meeting either in person	13
Promoters and Promoter Group:	6
Public:	7
No. of Shareholders attended the meeting through Video	0
Promoters and Promoter Group:	0
Public:	0

Resolution required: (Ordinary/ Special)	ORDINARY - To appoint Mr. Siddharth Kanakia (DIN: 07595098) as Managing Director
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes

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	2456000	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	844000	532000	63.0332	532000	0	100.0000	0.0000
	Poll		104000	12.3223	104000	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
<b>Total</b>		<b>3300000</b>	<b>636000</b>	<b>19.2727</b>	<b>636000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

Resolution required: (Ordinary/ Special)	ORDINARY - To approve change in designation of Mr. Rohan Kanakia (DIN: 09220915) from Non- Executive Director to Executive Director
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes

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	2456000	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000



Public- Non Institutions	E-Voting	844000	532000	63.0332	532000	0	100.0000	0.0000
	Poll		104000	12.3223	104000	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		3300000	636000	19.2727	636000	0	100.0000

Resolution required: (Ordinary/ Special) ORDINARY - Regularization of Additional Director, Ms. Monali Kanakia (DIN: 10135949) as Director of the Company

Whether promoter/ promoter group are interested in the agenda/resolution?

Yes

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	2456000	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	844000	528000	62.5592	528000	0	100.0000	0.0000
	Poll		104000	12.3223	104000	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Total		3300000	632000	19.1515	632000	0	100.0000	0.0000

Resolution required: (Ordinary/ Special) ORDINARY - Regularization of Additional Non-Executive Non-Independent Director, Mr. Gaurang Kanakia (DIN: 00346180) as Non-Executive Non- Independent Director of the Company

Whether promoter/ promoter group are interested in the agenda/resolution?

Yes

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	2456000	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	844000	532000	63.0332	532000	0	100.0000	0.0000
	Poll		104000	12.3223	104000	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Total		3300000	636000	19.2727	636000	0	100.0000	0.0000



Resolution required: (Ordinary/ Special)		ORDINARY - Ratification of Related Party Transactions entered during the FY 2022-23						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares <small>(3)=[(2)/(1)]*100</small>	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled <small>(6)=[(4)/(2)]*100</small>	% of Votes against on votes polled <small>(7)=[(5)/(2)]*100</small>
Promoter and Promoter Group	E-Voting	2456000	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	844000	532000	63.0332	532000	0	100.0000	0.0000
	Poll		104000	12.3223	104000	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
<b>Total</b>		<b>3300000</b>	<b>636000</b>	<b>19.2727</b>	<b>636000</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>





**CONSOLIDATED SCRUTINIZER'S REPORT**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3) of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Rules, 2015]]

To,  
The Chairman  
**KMS Medisurgi Limited**  
297/301 May Building, Gr. Floor,  
Marine lines(East) Princess Street,  
Mumbai-400002

**Sub: Consolidated Scrutinizer's Report on remote e-voting pursuant to the provision of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 including amendments thereof as well as poll conducted at the EGM.**

Dear Sir,

**1. APPOINTMENT AS SCRUTINIZER:**

I, Naveen Maheshwar Karn, Company Secretary in practice, was appointed as the Scrutinizer by the Board of Directors of KMS Medisurgi Limited in the meeting held on 03<sup>rd</sup> May, 2023 for the purpose of scrutinizing the remote e-voting under the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 including amendments thereof and voting by ballot at the venue of the Annual General Meeting on the resolution contained in the Notice dated 03<sup>rd</sup> May, 2023 calling the EGM of the company held on Monday, the 29<sup>th</sup> May, 2023 at 03.00 PM at the Registered Office of the company situated at 297/301 May Building, Gr. Floor Marine lines (East) Princess Street Mumbai-400002.

The Management of the Company is responsible to ensure the compliance with the requirements of (i) the Companies Act, 2013 and the Rules framed thereunder; (ii) the Circulars and Notifications issued by the Ministry of Corporate Affairs ('MCA') from time-to-time; and (iii). The SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ('LODR') relating to remote e-voting and the voting by ballot paper at the Extra-ordinary General Meeting on the resolutions contained in the EGM Notice.

Our responsibility as Scrutinizers for the voting process (remote e-voting as well as the ballot at the venue of the EGM) is restricted to make a Scrutinizer's Report of the votes casted "in favour" or "against" the resolutions stated in the Notice, based on the reports generated from the system remote e-voting system provided by KFin Technologies Limited, the authorized agency to provide remote e-voting facilities and engaged by the Company and documents furnished to us electronically by the Company for our verification.



**2. I SUBMIT MY REPORT AS UNDER:**

(a) The Company had completed dispatch of Notice of EGM on 05<sup>th</sup> May, 2023 to its members, whose name appeared on the Register of Members / List of Beneficiaries as on 28<sup>th</sup> April, 2023.

(b) As per provisions of the Companies Act, 2013 the number of votes cast in respect of any resolution will be counted according to the number of shares held by the concerned members. One share held will be equal to one vote.

(c) The members holding shares as on the "Cut off date" i.e. 22<sup>nd</sup> May, 2023 were entitled for Remote e-voting on the proposed resolutions stated in the Notice of the EGM of the Company. The Remote e-voting period was commenced on Friday, May 26, 2023 at 09.00 am and ended on Sunday, 28 May, 2023 at 05.00 pm. The Remote e-voting services were provided by KFin Technologies Limited.

(d) The Company had also made arrangements for voting by Ballot Form at the venue of EGM for the Members who have not availed remote e-voting facility. The duly executed Ballot Forms were kept in safe custody in sealed and tamper proof Ballot box before commencing the scrutiny of such Ballot forms. The Ballot box was opened at 03.42 pm after conclusion of the AGM at 03.40 pm.

(e) After counting of the votes cast at the EGM as stated at point (d) above, the votes of Remote e-voting were unblocked on 29<sup>th</sup> May, 2023 at 03.57 pm 1st in the presence of two witnesses Ms. Sharon Pereira and Mr. Nivesh Pathak who are not in the employment of the Company. The results of Remote e-voting alongwith the List of members who voted "For" and "Against" the resolution were downloaded from the e-voting website of KFin Technologies Limited.

3. The detailed report on Scrutinizing the Remote e-voting and Ballot Form is enclosed herewith as under Annexure - A:
4. I hereby handover the Ballot Forms and other papers/register and records for safe custody to Mr. Gaurang Kanakia, Chairperson of the Meeting.

**For Naveen Karn & Co.**  
**Practicing Company Secretary**

**Naveen Karn**  
**(Proprietor)**  
**C.P. No.: 22655**  
**Membership No.: 60273**  
**UDIN: A060273E000415091**



**Place: Vasai**  
**Date: 29.05.2023**

**Annexure - A**

**Item No. 1:**

**Ordinary Resolution - To appoint Mr. Siddharth Kanakia (DIN: 07595098) as Managing Director:**

(i) Votes in favour of the resolution:

Mode of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E- Voting	27	532000	100.00%
Ballot Form	5	104000	100.00%
<b>Total</b>	<b>32</b>	<b>636000</b>	<b>100.00%</b>

(ii) Voted against the resolution:

Mode of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E- Voting	0	0	0.00%
Ballot Form	0	0	0.00%
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>

(iii) Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



**Item No. 2 :**

**Ordinary Resolution - To approve change in designation of Mr. Rohan Kanakia (DIN: 09220915) from Non-Executive Director to Executive Director:**

(i) Votes in favour of the resolution:

Mode of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E- Voting	27	532000	100.00%
Ballot Form	5	104000	100.00%
<b>Total</b>	<b>32</b>	<b>636000</b>	<b>100.00%</b>

(ii) Voted against the resolution:

Mode of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E- Voting	0	0	0.00%
Ballot Form	0	0	0.00%
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>

(iii) Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



**Item No. 3 :****Ordinary Resolution - Regularization of Additional Director, Ms. Monali Kanakia (DIN: 10135949) as Director of the Company:**

(i) Votes in favour of the resolution:

Mode of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E- Voting	26	528000	100.00%
Ballot Form	5	104000	100.00%
<b>Total</b>			

(ii) Voted against the resolution:

Mode of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E- Voting	0	0	0.00%
Ballot Form	0	0	0.00%
<b>Total</b>	0	0	0.00%

(iii) Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



**Item No. 4:****Ordinary Resolution - Regularization of Additional Non-Executive Non-Independent Director, Mr. Gaurang Kanakia (DIN: 00346180) as Non-Executive Non- Independent Director of the Company.**

(i) Votes in favour of the resolution:

Mode of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E- Voting	27	532000	100.00%
Ballot Form	5	104000	100.00%
<b>Total</b>	<b>32</b>	<b>636000</b>	<b>100.00%</b>

(ii) Voted against the resolution:

Mode of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E- Voting	0	0	0.00%
Ballot Form	0	0	0.00%
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>

(iii) Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



**Item No. 5:**

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

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
Remote E- Voting	27	532000	100.00%
Ballot Form	5	104000	100.00%
<b>Total</b>	<b>32</b>	<b>636000</b>	<b>100.00%</b>

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

<b>Mode of Voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
Remote E- Voting	0	0	0.00%
Ballot Form	0	0	0.00%
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>

(iii) **Invalid votes :**

<b>Total number of members whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
0	0

