



# Kimia Biosciences Limited

(Formerly known as Laurel Organics Ltd.)

Regd. Office/Works: Village Bhondsi, Tehsil-Sohna, Distt. Gurugram (Haryana)  
Tel.: 91 (0124) 2979014, 2979015  
E-mail : laurelorganicslimited@gmail.com Web : www.laurel.co.in  
CIN.:L24239HR1993PLC032120



Laurel Organics Ltd  
Quality will defined

Ref : KIMIABL/COMP/BSE/19-20/050

September 30, 2019

To

**Department of Corporate Affairs- Listing  
BSE Limited**

Phiroz JeeJeebhoy Towers,P  
Dalal Street, Fort Mumbai-400001

**SCRIP CODE: 530313**

**Sub: DECLARATION OF RESULTS OF E-VOTING AND POLL**

**26<sup>TH</sup> ANNUAL GENERAL MEETING HELD ON SATURDAY, 28<sup>TH</sup> SEPTEMBER, 2019**

Dear Sir,

This is to inform that pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Kimia Biosciences Limited ("the Company") had provided remote e-voting facility to the Members to enable them to cast their vote electronically on the resolutions proposed in the Notice of 26<sup>th</sup> Annual General Meeting (AGM). The remote e-voting was open from 25<sup>th</sup> September, 2019 (9:00 am) to 27<sup>th</sup> September, 2019 (5:00 pm).

Further, the Board of Directors had appointed Ms. Navneet Kaur, Proprietor of M/s N. K. Chandok & Associates, Practicing Company Secretary, as Scrutinizer for remote e-voting and poll. The Scrutinizer has carried out the scrutiny of all the electronic votes received till 5:00 pm on 27<sup>th</sup> September, 2019 and on poll at the venue of 26<sup>th</sup> AGM and submitted the consolidated report on 30<sup>th</sup> September, 2019.

[The Report of Scrutinizer is attached herewith]

**Thanking You**

**For Kimia Biosciences Limited**

**(Formerly Known as Laurel Organics Limited)**

**Abhishek Kumar Pandey**  
**(Company Secretary & Compliance Officer)**

**M. No.-A31218**

**Place-Delhi**







# Kimia Biosciences Limited

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The consolidated Result as per the Scrutinizer's above mentioned Report is as follows:

S. No.	Item No.	Type of Resolution	No. of Votes in favour	% of Votes in favour	No. of Votes Against	%of Votes Against
1	To receive, consider & adopt the Audited Financial Statements of the Company as at 31 <sup>st</sup> March, 2019 and reports of Board of Directors and Auditors thereon.	Ordinary	34417121	100	0	0.00
2	Re-appointment of Mr. Sameer Goel (DIN: 00161786), as a Director, who retires by rotation.	Ordinary	34417121	100	0	0.00
3	To approve the remuneration payable to Mr. Sameer Goel, Managing Director of the Company.	Ordinary	5479600	100	0	0.00
4	To approve the remuneration of the Cost auditor M/s Mahesh Singh & Co, Cost Accountants for Financial Year 2019-20	Ordinary	34417121	100	0	0.00
5.	Re-classification of Authorized Share Capital	Ordinary	34417121	100	0	0.00
6.	Issuance of Non-Convertible Cumulative Redeemable Preference Shares	Special	34417121	100	0	0.00

Please take the above information on record.

Yours sincerely,

**For Kimia Biosciences Limited**  
(Formerly Known as Laurel Organics Limited)

  
**Abhishek Kumar Pandey**  
(Company Secretary & Compliance Officer)  
M.No. A31218



Encl: a/a



## Format for Voting Results

Date of the AGM	28 <sup>th</sup> September, 2019
Total number of shareholders on record date	11806
No. of shareholders present in the meeting either in person or through proxy:	7
Promoters and Promoter Group:	41
Public:	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	
Public	

## Agenda-wise disclosure (to be disclosed separately for each agenda item)

## Resolution required: (Ordinary)

To receive, consider & adopt the Audited Financial Statements of the Company as at 31<sup>st</sup> March, 2019 and reports of Board of Directors and Auditors thereon.

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

No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled	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							
	Poll	28937521	28937521	100	28937521	0	100	0
	Postal Ballot (if applicable)							
	Total	28937521	28937521	100	28937521	0	100	0
Public-Institution s	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institution s	E-Voting		211	0.0018	211	0	100	0
	Poll	11856900	5479389	46.2127	5479389	0	100	0
	Postal Ballot (if applicable)							
	Total	11856900	5479600	46.2144				
Total		40794421	34417121	84.3672	34417121	0	100	0



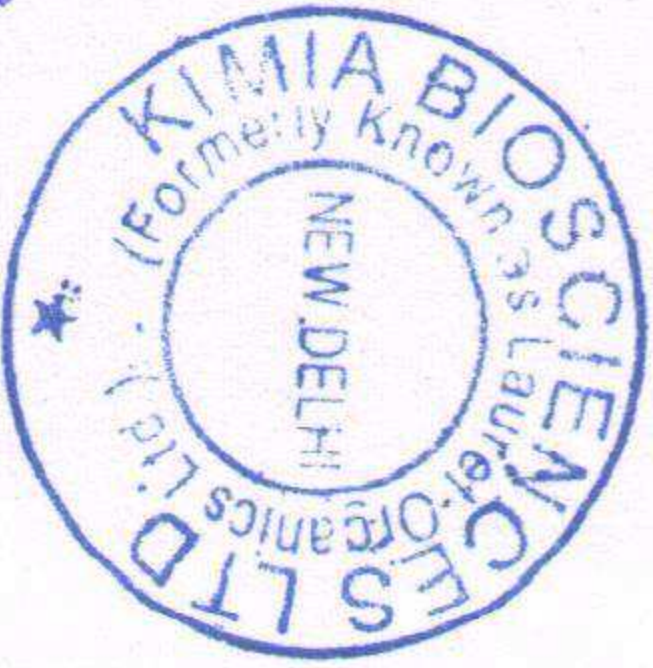


Format for Voting Results

Date of the AGM	28 <sup>th</sup> September, 2019
Total number of shareholders on record date	11806
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	7 41
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	

Agenda- wise disclosure (to be disclosed separately for each agenda item)

Resolution required: (Ordinary)			To appoint a director in place of Mr. Sameer Goel (DIN 00161786), Managing Director, who retires by rotation, and being eligible, offers himself for re-appointment					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled	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							
	Poll	28937521	28937521	100	28937521	0	100	0
	Postal Ballot (if applicable)							
	Total	28937521	28937521	100	28937521	0	100	0
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting		211	0.0018	211	0	100	0
	Poll	11856900	5479389	46.2127	5479389		100	0
	Postal Ballot (if applicable)							
	Total	11856900	5479600	46.2144	5479600		100	
Total		40794421	34417121	84.3672	34417121	0	100	0



*Signature*



## Format for Voting Results

Date of the AGM	28 <sup>th</sup> September, 2019
Total number of shareholders on record date	11806
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	7 41
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	

## Agenda-wise disclosure (to be disclosed separately for each agenda item)

Resolution required: (Ordinary)		To Approve the remuneration payable to Mr. Sameer Goel, Managing Director.						
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	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							
	Poll	28937521	0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	28937521	0	0	0	0	0	0
Public-Institution s	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institution s	E-Voting		211	0.0018	211	0	100	0
	Poll	11856900	5479389	46.21	5479389		100	0
	Postal Ballot (if applicable)							
	Total	11856900	5479600	46.2144	5479600	0	100	0
Total		40794421	5479600	13.4322	5479600	0	100	0





Format for Voting Results

Date of the AGM	28 <sup>th</sup> September, 2019
Total number of shareholders on record date	11806
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	7 41
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	

Agenda- wise disclosure (to be disclosed separately for each agenda item)

Resolution required: (Ordinary)		To approve the remuneration of the Cost Auditor for the FY ending 31.03.2020.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled	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							
	Poll	28937521	28937521	100	28937521	0	100	0
	Postal Ballot (if applicable)							
	Total	28937521	28937521	100	28937521	0	100	0
Public-Institution s	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institution s	E-Voting		211	0.0018	211	0	100	0
	Poll	11856900	5479389	46.21	5479389		100	0
	Postal Ballot (if applicable)							
	Total	11856900	5479600	46.2144	5479600	0	100	0
	Total	40794421	34417121	84.3672	34417121	0	100	0





**Format for Voting Results**

Date of the AGM	28 <sup>th</sup> September, 2019
Total number of shareholders on record date	11806
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	7 41
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	

**Agenda - wise disclosure (to be disclosed separately for each agenda item)**

Resolution required: (Ordinary)		Reclassification of Authorised Share Capital						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled	No. of Votes in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group		(1)	(2)	(3)=[(2)/(1)] * 100	(4)	(5)	(6)=[(4)/(2)] * 100	(7)=[(5)/(2)] * 100
	E-Voting							
	Poll	28937521	28937521	100	28937521	0	100	0
	Postal Ballot (if applicable)							
	Total	28937521	28937521	100	28937521	0	100	0
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting		211	0.0018	211	0	100	0
	Poll	11856900	5479389	46.2127	5479389	0	100	0
	Postal Ballot (if applicable)							
	Total	11856900	5479600	46.2144	5479600	0	100	0
Total		40794421	34417121	84.3672	34417121	0	100	0





**Format for Voting Results**

Date of the AGM	28 <sup>th</sup> September, 2019
Total number of shareholders on record date	11806
No. of shareholders present in the meeting either in person or through proxy:	7
Promoters and Promoter Group:	41
Public:	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	
Public	

**Agenda-wise disclosure (to be disclosed separately for each agenda item)**

Resolution required: (Special)		Issuance of non Convertible Cumulative Redeemable Preference Shares						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled	No. of Votes in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting							
	Poll	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	Postal Ballot (if applicable)							
	Total	28937521	28937521	100	28937521	0	100	0
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting		211	0.0018	211	0	100	0
	Poll	11856900	5479389	46.2127	5479389	0	100	0
	Postal Ballot (if applicable)							
	Total	11856900	5479600	46.2144	5479600	0	100	0
Total		40794421	34417121	84.3672	34417121	0	100	0





# *N.K. Chandok & Associates*

## **Company Secretaries**

Office: E-178, LGF, Greater Kailash Part-I, New Delhi-110048

Ph.: 011-41088866, 09650250312; E-Mail: navneetlegal@gmail.com

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### **SCRUTINIZER'S REPORT**

To,

**The Chairman,**

26<sup>th</sup> Annual General Meeting of Kimia Biosciences Limited

(Formerly known as Laurel Organics Limited)

Village Bhondsi, Tehsil Sohna Distt., Gurgaon-122102 (Haryana)

**Subject : 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) Amendment Rules, 2015 and voting through ballot paper at the 26<sup>th</sup> Annual General Meeting of Kimia Biosciences Limited held on Saturday, September 28, 2019 at 12:30 p.m. at the registered office of the Company at Village Bhondsi, Tehsil Sohna Distt., Gurgaon-122102 Haryana.**

Dear Sir,

I, Ms. Navneet Kaur, Practicing Company Secretary, appointed as Scrutinizer by the Board of the Company at its meeting held on 26<sup>th</sup> August, 2019 for the purpose of e-voting commences on 25<sup>th</sup> September, 2019 (9:00 am) and ends on 27<sup>th</sup> September, 2019 (5:00 pm) and the Chairman of the 26<sup>th</sup> Annual General Meeting has also appointed me as the scrutinizer for the poll held at the 26<sup>th</sup> Annual General Meeting of the Company on 28<sup>th</sup> September, 2019, submit my report as under-

#### **1. Dispatch of Notice convening the Meeting**

The Company has informed that, 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), the Company completed dispatch of the Notice of the AGM as under:-

Those members who had registered their e-mail-ids with the Company/ Depositories were send the notices through E- Mail and rest of the members physically through speed post.

#### **2. Cut-off date**

The Voting rights were reckoned as on 21<sup>st</sup> September, 2019, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-Voting and ballot voting at the Meeting.





### 3. Remote e-Voting

#### 3.1 Agency:

The Company had appointed **National Securities Depository Limited (NSDL)**, as the agency for providing the remote e-Voting platform.

#### 3.2 Remote e-Voting:

Remote e-Voting platform was open from 25th September, 2019 (9:00 am) and ends on 27th September, 2019 (5:00 pm) and members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary and Special Resolutions, on the e-Voting platform provided by NSDL.

### 4. Voting at the AGM:

4.1 As prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that members who have cast their votes through remote e-Voting do not vote again at the general meeting, the Scrutinizer shall have access after closure of period of remote e-Voting and before the start of general meeting, 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.

4.2 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 remote e-Voting.

### 5. Counting Process

5.1 On completion of voting at the meeting, Beetal Financial & Computer Services (P) Limited, Registrar and Transfer Agent (RTA) of the Company provided me with the list of members who had cast their votes, their holding details and details of vote cast on each of the resolutions.

5.2 The votes were reconciled with the records maintained by the Company and RTA with respect to the authorizations / proxies lodged with the Company.

5.3 I unblocked the remote e-Voting results on the NSDL e-Voting platform in the presence of Mr. Gaurav Kumar and Mr. Rishabh Runjun Sharma and downloaded the e-Voting results.

### 6. Results:

6.1 I observed that

- a) 48 members had cast their votes at the meeting.
- b) 4 members had cast their votes through remote e-Voting.

6.2 The Consolidated Results with respect to each item on the agenda as set out in the Notice of the 26<sup>th</sup> AGM dated 28th September, 2019 is enclosed.





**6.3** Based on the aforesaid results, I report that three Ordinary Resolutions as contained in Item No. 1 to Item No. 5 and One Special Resolutions as contained in Item No. 6 of the Notice dated 26<sup>th</sup> August, 2019, have been passed with requisite majority.

**Thanking You  
Yours Faithfully**


**Navneet Kaur  
N.K.Chandok & Associates  
C.P No.:12930**

**Date: 30<sup>th</sup> September, 2019  
Place: New Delhi**



### Consolidated Results-

**1 Adoption of Audited Financial Statements for the Financial Year Ended on 31<sup>st</sup> March, 2019:**

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	4	211	48	34416910	48	34417121	100%
<b>Dissent</b>	0	0	0	0	0	0	0
<b>Abstain</b>	0	0	0	0	0	0	0
<b>Total</b>	<b>4</b>	<b>211</b>	<b>48</b>	<b>34416910</b>	<b>48</b>	<b>34417121</b>	<b>100%</b>

Based on the aforesaid results, I report that the **Ordinary Resolution** as contained in **Item No. 1** of the Notice dated **26<sup>th</sup> August, 2019**, has been passed with requisite majority.

**2 To appoint a director in place of Mr. Sameer Goel (DIN 00161786), Managing Director, who retires by rotation, and being eligible, offers himself for re-appointment:**

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	4	211	48	34416910	48	34417121	100%
<b>Dissent</b>	0	0	0	0	0	0	0
<b>Abstain</b>	0	0	0	0	0	0	0
<b>Total</b>	<b>4</b>	<b>211</b>	<b>48</b>	<b>34416910</b>	<b>48</b>	<b>34417121</b>	<b>100%</b>

Based on the aforesaid results, I report that the **Ordinary Resolution** as contained in **Item No. 2** of the Notice dated **26<sup>th</sup> August, 2018**, has been passed with requisite majority.





**3 Approval of revision in the remuneration of Mr. Sameer Goel, Managing Director w.e.f. 01/10/2019 till his remaining upto his existing tenure:**

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	4	211	41	5479389	41	5479600	100%
<b>Dissent</b>	0	0	0	0	0	0	0
<b>Abstain</b>	0	0	0	0	0	0	0
<b>Total</b>	<b>4</b>	<b>211</b>	<b>41</b>	<b>5479389</b>	<b>41</b>	<b>5479600</b>	<b>100%</b>

Based on the aforesaid results, I report that the **Ordinary Resolution** as contained in **Item No. 3** of the Notice dated **26<sup>th</sup> August, 2018**, has been passed with requisite majority.

**Note: Promoter & Promoter group being interested did not vote.**

**4 Approval of remuneration of Cost Auditor M/s Mahesh Singh and Co, Cost Accountants:**

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	4	211	48	34416910	48	34417121	100%
<b>Dissent</b>	0	0	0	0	0	0	0
<b>Abstain</b>	0	0	0	0	0	0	0
<b>Total</b>	<b>4</b>	<b>211</b>	<b>48</b>	<b>34416910</b>	<b>48</b>	<b>34417121</b>	<b>100%</b>

Based on the aforesaid results, I report that the **Ordinary Resolution** as contained in **Item No. 4** of the Notice dated **26<sup>th</sup> August, 2018**, has been passed with requisite majority.





**5 Re-classification of Authorized Share Capital:**

Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	4	211	48	34416910	48	34417121	100%
<b>Dissent</b>	0	0	0	0	0	0	0
<b>Abstain</b>	0	0	0	0	0	0	0
<b>Total</b>	<b>4</b>	<b>211</b>	<b>48</b>	<b>34416910</b>	<b>48</b>	<b>34417121</b>	<b>100%</b>

Based on the aforesaid results, I report that the **Ordinary Resolution** as contained in **Item No. 5** of the Notice dated **26<sup>th</sup> August, 2018**, has been passed with requisite majority.

**6 Issuance of Non-Convertible Cumulative Redeemable Preference Shares:**

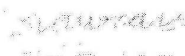
Particulars	Remote e-Votes		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	4	211	48	34416910	48	34417121	100%
<b>Dissent</b>	0	0	0	0	0	0	0
<b>Abstain</b>	0	0	0	0	0	0	0
<b>Total</b>	<b>4</b>	<b>211</b>	<b>48</b>	<b>34416910</b>	<b>48</b>	<b>34417121</b>	<b>100%</b>

Based on the aforesaid results, I report that the **Special Resolution** as contained in **Item No. 6** of the Notice dated **26<sup>th</sup> August, 2018**, has been passed with requisite majority.






We the undersigned witness that the votes were unblocked as stated herein above in our presence:

  
Gaurav Kumar

  
Rishabh Ranjan Sharma

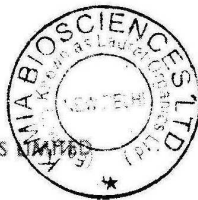
Thanking You  
Yours Faithfully

  
Navneet Kaur  
N.K.Chandok & Associates  
C.P. No.:12930

Counter signed by

  
Sameer Goel  
Managing Director

KIMIA BIOSCIENCES LIMITED



Date: 30<sup>th</sup> September, 2019  
Place: New Delhi