

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



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

26TH ANNUAL GENERAL MEETING HELD ON SATURDAY, 28TH 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 26th Annual General Meeting (AGM). The remote e-voting was open from 25th September, 2019 (9:00 am) to 27th 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 27th September, 2019 and on poll at the venue of 26th AGM and submitted the consolidated report on 30th 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

(Formerly known as Laurel Organics Ltd.)



Tel.: 91 (0124) 2979014, 2979015

E-mail: laurelorganicslimited@gmail.com Web: www.laurel.co.in

CIN.:L24239HR1993PLC032120



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

	S. Vo.	Item No.	Type of Resolution	No. of Votes in favour	% of Votes	Votes	%of Votes
		To receive consider a sale and		lavoui	favour	Against	Against
		To receive, consider & adopt the Audited Financial Statements of the Company as at 31 st 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

	-
	28" September, 2019
Date of the AGIVI	11806
Total number of shareholders on record date	FEOOG
No. of shareholders present in the meeting either in person or through proxy:	7
Promoters and Promoter Group:	7
Public:	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	
Public	

	70	Po	Institution s Poll	Public- Non E-1	To		Institution s Poll	Public- E-V	Total	Group Pos app	Promoter Poll	Promoter and E-V		Category	Whether promoter/ promoter group the agenda/resolution?	Agenda- wise disclosure (to be on Resolution required: (Ordinary)
	Total	Postal Ballot (if applicable)		E-Voting	Total	Postal Ballot (if applicable)		E-Voting	tal	Postal Ballot (if applicable)		E-Voting		Mode of Voting		Agenda- wise disclosure (to be disclosed separately for Resolution required: (Ordinary)
10 VOLO	11856900		11856900						28937521		176/2687	20027521	E	No. of shares held	are interested in	
2//17171	5479600		54/9389	211					2893/521)	100001011	28027521	2)	No. of votes polled	No	To receive, colat 31st March,
84.36/2	46.2144		40.2121	O.UU.O	0000				TOO	3	1	100	(3)=[(2)/(1)]* 100	% of Votes Polled		nsider & ac 2019 and
2441/171	2//17171		04,0000	E 170289	211				100001011	28027521		28937521	(4)	No. of Votes – in favour		adopt the Audited d reports of Board
7	5			5 0	0					0		0	(5)	No. of Votes - against		1
1	100			100	100					100		100	(6)=[(4)/(2)]*100	favour on votes polled		Financial Statements of the of Directors and Auditors th
	0			0	0	0				0		0	(7)=[(5)/(2)]*100	against on votes polled	% of Votes	e Company as thereon.

Total

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34417121

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Date of the AGM	28 th 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:	7
Public:	4
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)

Total			Institution s	Public- Non			Institution s	Public-		Group	Promoter	Promoter and		Category	Whether promoter/ protection?	Resolution rec
	Total	applicable)	Poll	E-Voting	Total	Postal Ballot (if applicable)	Poll	E-Voting	Total	Postal Ballot (if applicable)	Poll	E-Voting		Mode of Voting	noter/ promoter group are interested solution?	Resolution required: (Ordinary)
40794421	11856900		11856900						28937521		28937521		3	No. of shares held	are interested in	
34417121	5479600		54/9389	211					28937521		28937521		2	No. of votes polled	No	To appoint a of Director, who appointment
84.3672	46.2144		46.212/	0.0018					100		100		(3)=[(2)/(1)]* 100	% of Votes Polled		director in portion of retires by
34417121	5479600		54/9389	211					28937521		28937521		4	No. of Votes – in favour		place of Mr. Sarotation, and
0				0					0		0		(5)	No. of Votes - against		ameer Goel being eligib
100	100		TOO	100					100		100		(6)=[(4)/(2)]*100	% of Votes in favour on votes polled		meer Goel (DIN 00161786), Mana eing eligible, offers himself for re-
0									0		0		(7)=[(5)/(2)]*100	% of Votes against on votes polled		Managing or re-



Date of the AGIVI	28 th September, 2019
lotal number of shareholders on record date	11806
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	7
Public:	4
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)

Total	•		Institution s	Public- Non			Institution s	Public-		Group	Promoter	Promoter and					Category	Whether promoter/ protection?	
	Total	applicable)		E-Voting	Total	Postal Ballot (if applicable)	Poll	E-Voting	Total	Postal Ballot (if applicable)		E-Voting					Mode of Voting	promoter/ promoter group are interested da/resolution?	
40794421	11856900		11856900						28937521		28937521			(1)		shares held		are interested in	
5479600	5479600		5479389	211					0		0			(2)		votes polled	No. of	Yes	
13 4322	46.2144		46.21	0.0018					0		0			100	(3)=[(2)/(1)]*	Polled	% of Votes		
5479600	5479600		5479389	211					0		0		(4)		iniavour	Votes -			
2	0			0	0				0		0			(5)		-against	No. of Votes		
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			0	0	0								(7)=[(5)/(2)]*100		votes polled	against on	% of Votes		ומשווש שו בכנטו.



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No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	7
Public:	12
No. of Shareholders attended the meeting through Video Conferencing	
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Total			Institution s	Public- Non			Institution s	Public-		Group	Promoter	Promoter and			Category	Whether promoter/ pro the agenda/resolution?	Resolution re
	Total	Postal Ballot (if applicable)	Poll	E-Voting	Total	Postal Ballot (if applicable)	Poll	E-Voting	Total	Postal Ballot (if applicable)	Poll	E-Voting			Mode of Voting	moter group	Resolution required: (Ordinary)
40794421	11856900		11856900						28937521		28937521		Έ)		No. of	are interested in	
34417121	5479600		5479389	211					28937521		28937521		(2)	Apres bolled	No. of	No	To approve
84.3672	46.2144		46.21	0.0018					100		100		100	(3)=[(2)/(1)]*	% of Votes		the remuneration
34417121	5479600		5479389	211					28937521		28937521		(A)	in favour	S No. of		of the C
0	0			0					0		0		(5)	against	No. of Votes		ost Auditor 1
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0	0		0	0				NIA	0		0		(7)=[(5)/(2)]*100	votes polled	% of Votes		31.03.2020.
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Date of the AGM	28 th 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:	7
Public:	41
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	
Public	

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Resolution re	Resolution required: (Ordinary)		Reclassification	ion of Authorised Share	sed Share Cal	apital		
Whether promoter/ prothe agenda/resolution?	promoter/ promoter group are da/resolution?	re interested in	No					
Category	Mode of Voting	No. of shargs 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		(5)		
Promoter		28937521	28937521	100	28937521	0	100	0
Group	Postal Ballot (if	*						1
	Total	28937521	28937521	100	28937521	0	100	0
Public-	E-Voting							IA Ny k
Institution s	Poll							T. C. C.
	Postal Ballot (if applicable)							4
	Total							
Public- Non	E-Voting		211	0.0018	211	0		0
Institution s	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	

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	28" September, 2019
Date of the Moral	71000
Total number of shareholders on record date	TISUS
No. of shareholders present in the meeting either in person of this block.	
District and Dromotor Group.	
Promoters and Frontocki Group.	2
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	

Resolution required: (Specia	Resolution required: (Special)	ocharact, ic.	Issuance of no	of non Convetible	Cumulative	Redeemable	le Preference Shares	es.
Whether promoter/ prothe agenda/resolution?	moter group	are interested in	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
				(3)=[(2)/(1)]*				
		1	(2)	100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Dromoter and	E-Voting							
Promoter	Poll	28937521	28937521	100	28937521	0	TOO	
Group	Postal Ballot (if							
	Total	28937521	28937521	100	28937521	0	100	
Public-	E-Voting							
Institution s	Poll							AK
	Postal Ballot (if							MIZ
	Total						100	5
Public- Non	E-Voting		211	0.0018	211	0	100	5 0
Institution s	Poll	11856900	5479389	46.2127	5479389	0	TOO	
	Postal Ballot (if							
	Total	11856900	5479600	46.2144	54/9600		T00	0
1		40794421	34417121.	84.3672	34417121	0	100 and a second	

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

SCRUTINIZER'S REPORT

To,

The Chairman,

26th 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 26th 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 26th August, 2019 for the purpose of e-voting commences on 25th September, 2019 (9:00 am) and ends on 27th September, 2019 (5:00 pm) and the Chairman of the 26th Annual General Meeting has also appointed me as the scrutinizer for the poll held at the 26th Annual General Meeting of the Company on 28th 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 21st 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 Lobserved 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 26th 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 Îtem No. 6 of the Notice dated 26th August, 2019, have been passed with requisite majority.

Thanking You Yours Faithfully

Navneet Kaur

N.K.Chandok & Associates

C.P No.:12930

Date: 30th September, 2019

Place: New Delhi

Consolidated Results-

1 Adoption of Audited Financial Statements for the Financial Year Ended on 31st March, 2019:

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

Based on the aforesaid results, I report that the Ordinary Resolution as contained in Item No. 1 of the Notice dated 26th 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 e-Votes	Voting at	the AGM	Total		Percen tage (%)
	Number	Votes	Number	Votes	Numb er	Votes	
Assent	4	211	48	34416910	48	34417121	100%
Dissent	0	0	0	0	0	0	0
Abstain	0	0	0	0	0	0	0
Total	4	211	48	34416910	48	34417121	100%

Based on the aforesaid results, I report that the **Ordinary Resolution** as contained in **Item No. 2** of the Notice dated **26th 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 e-Votes	Voting at	the AGM	Total		Perc enta ge
	Number	Votes	Number	Votes	Number	Votes	
Assent	4	211	41	5479389	41	5479600	100%
Dissent	0	0	0	0	0	0	0
Abstain	0	0	0	0	0	0	0
Total	4	211	41	5479389	41	5479600	100%

Based on the aforesaid results, I report that the **Ordinary Resolution** as contained in **Item No. 3** of the Notice dated **26th 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 e-Votes	Voting at	the AGM	Total		Percen tage (%)
	Number	Votes	Number	Votes	Numb er	Votes	
Assent	4	211	48	34416910	48	34417121	100%
Dissent	0	0	0	0	0	0	0
Abstain	0	0	0	0	0	0	0
Total	4	211	48	34416910	48	34417121	100%

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



5 Re-classification of Authorized Share Capital:

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

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

6 Issuance of Non-Convertible Cumulative Redeemable Preference Shares:

Particulars	Remote	e e-Votes				Percentage (%)	
	Number	Votes	Number	Votes	Number	Votes	
Assent	4	211	48	34416910	48	34417121	100%
Dissent	0	0	0	0	0	0	0
Abstain	0	0	0	0	0	0	0
Total	4	211	48	34416910	48	34417121	100%

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



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

Gauray Kumar

Rishabh Renjun Sharma

Thanking You Yours Faithfully

Navneet Kaur

N.K.Chandok & Associates

C.P No.:12930

Counter signed by

Sameer Goel

Managing Director

KIMIA BIOSCIENCES VA

Date: 30th September, 2019

Place: New Delhi