



**EMKAY TOOLS**

# **EMKAY TAPS AND CUTTING TOOLS LTD.**

Registered Office & factory Address: B-27 & B-27/1, M.I.D.C. Industrial Area, Hingna Road, Nagpur-440016 (India)  
CIN: L29220MH1995PLC091091

September 18, 2023

**To,**

**National Stock Exchange of India Limited**

5<sup>th</sup> Floor, Exchange Plaza,

Bandra (East),

Mumbai - 400 051

Maharashtra, India.

**Series: SM**

**Symbol: EMKAYTOOLS**

Dear Sirs,

**Sub: Regulation 30 and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") - Proceedings and details of voting results of the 28<sup>th</sup> Annual General Meeting**

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Pursuant to Regulation 30 of the Listing Regulations, we are submitting herewith the details regarding the proceedings of the 28<sup>th</sup> Annual General Meeting ("AGM") of the Company held on Saturday 18, 2023 at 11:30 a.m. (IST) at the registered office of the company situated at plot no. B-27 and B-27/1, MIDC Hingna Industrial Estate Nagpur - 440016 Maharashtra, India to transact the business as stated in the 28<sup>th</sup> Annual General Meeting notice dated August 25, 2023.

All the business item(s) contained in the notice were transacted by Poll and passed by the Members with requisite majority.

The meeting commenced at 11.30 a.m. (IST) and concluded at 12.22 p.m. (IST). Meeting was conducted in accordance and in compliance with the regulatory guidelines.



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In this regard, please find enclosed herewith the following:

1. Summary of the Proceedings of the AGM of the Company as required under Regulation 30 read with part A of Schedule III of the Listing Regulations, as amended.
2. Voting Result(s) of the AGM in relation to the business transacted at the AGM, in the prescribed format as required under Regulation 44(3) of the Listing Regulations, as amended.

The above are also being uploaded on the Company's website [www.etctl.com](http://www.etctl.com).

Kindly take the same on your records.

Thanking You,

For **EMKAY TAPS AND CUTTING TOOLS LIMITED**

Shruti Sohane

**Company Secretary and Compliance Officer**

ICSI Membership No.: A37324

*Encl: As mentioned above*



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## **A. DETAILS OF THE PROCEEDINGS OF ANNUAL GENERAL MEETING**

*(Under Reg.30 of SEBI (LODR) Regulation 2015)*

✦ <b>Date of the AGM</b>	: SEPTEMBER 18, 2023
✦ <b>Total number of shareholders on cut-off date (15/09/2023)</b>	: 243
✦ <b>No. of Shareholders present in the meeting either in person or through proxy</b>	
(a) Promoters and Promoter Group	: 04
(b) Public	: 02
✦ <b>No. of Shareholders attended the meeting through Video Conferencing</b>	
(a) Promoters and Promoter Group	: Nil
(b) Public	: Nil
✦ <b>No. of Directors present physically</b>	: 03
✦ <b>No. of Directors present through video conferencing</b>	: Nil
✦ <b>In Attendance</b>	: 04

<b>Sr. No.</b>	<b>Name</b>	<b>Member representing the firm</b>	<b>Designation/Reason for Attendance</b>
1.	<b>M/s P. S. Thakare &amp; Co.,</b> Chartered Accountants	Mr. Umang Agrawal	Statutory Auditor
2.	<b>M/s H. Roshan &amp; Associates,</b> Practising Company Secretaries	Mr. Roshan Harde	Secretarial Auditor
4.	Mr. Sumit Gaidhane	--	Internal Auditor
5.	Ms. Shruti Sohane	--	Company Secretary

*Note: Mr. Vishnu Sontakke, Chief Financial Officer was unable to attend the meeting due to his illness.*

- ✦ Type of Voting : Poll (one share one vote)
- ✦ Poll was suggested by the Board of Directors and same was conducted as agreed by the members present at the meeting.



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**B. Details of the Agenda/ Business Transacted** : as given below

<b>Sr. No.</b>	<b>Business Transacted</b>	<b>Mode of Voting</b>	<b>Remarks</b>
<b>Ordinary Business requiring ordinary resolution</b>			
1.	To consider and adopt the Audited financial statements of the Company for the year ended March 31, 2023 together with the Reports of the Board of Directors and Auditors' thereon.	Poll	Passed with requisite majority
2.	To consider re-appointment of Mr. Ajayprakash Kanoria (DIN: 00041279) who retires by rotation in terms of Section 152(6) of Companies Act, 2013 and being eligible offers himself for re-appointment.	Poll	Passed with requisite majority
3.	To consider appointment of Statutory Auditors of the Company and to fix their remuneration.	Poll	Passed with requisite majority
<b>Special Business requiring ordinary resolution</b>			
4.	To consider re-Appointment of Mr. Ajayprakash Kanoria (DIN: 00041279) as Managing Director of the Company.	Poll	Passed with requisite majority
5.	To consider re-Appointment of Mrs. Alka Ajayprakash Kanoria (DIN: 00041346) as Whole Time Director of The Company;	Poll	Passed with requisite majority



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**C. Resolution-wise Details of Voting Results attached herewith in Annexure I**

*(Pursuant to Regulation 44(3) Of SEBI (LODR) Regulation, 2015 in the prescribed format)*

Submitted in Annexure I;

For **EMKAY TAPS AND CUTTING TOOLS LIMITED**

Shruti Sohane

**Company Secretary and Compliance Officer**

ICSI Membership No.: A37324

**ANNEXURE -I**

**Agenda- wise disclosure (to be disclosed separately for each agenda item) : Resolution No. 1**

**Ordinary Business**

To consider and adopt the Audited financial statements of the Company for the year ended March 31, 2023 together with the Reports of the Board of Directors and Auditors' thereon.

**Resolution required: (Ordinary/ Special) : Ordinary**

**Whether promoter/ promoter group are interested in the agenda/resolution: No**

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	Invalid Votes [8]
Promoter and Promoter Group	E-Voting	8002800	0	0	0	0	0	0	0
	Poll		7373250	92.13	7373250	0	100.00	0	0
	Postal ballot (if Applicable)		0	0	0	0	0	0	0
	<b>Total valid</b>		<b>7373250</b>	<b>92.13</b>	<b>7373250</b>	<b>0</b>	<b>100.00</b>	<b>0</b>	<b>0</b>
Public- Institutional holders	E-Voting	0	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	0
	Postal ballot (if Applicable)		0	0	0	0	0	0	0
	<b>Total Valid</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>-</b>
Public- others	E-Voting	2668500	0	0	0	0	0	0	0
	Poll		1088400	40.79	1088400	0	100.00	0	0
	Postal ballot (if Applicable)		0	0	0	0	0	0	0
	<b>Total Valid</b>		<b>1088400</b>	<b>40.79</b>	<b>1088400</b>	<b>0</b>	<b>100.00</b>	<b>0</b>	<b>0</b>
Total	E-Voting	10671300	0	0	0	0	0	0	0
	Poll		8461650	79.29	8461650	0	100.00	0	0
	Postal ballot (if Applicable)		0	0	0	0	0	0	0
	<b>Total</b>		<b>8461650</b>	<b>79.29</b>	<b>8461650</b>	<b>0</b>	<b>100.00</b>	<b>0</b>	<b>0</b>



<b>Agenda- wise disclosure (to be disclosed separately for each agenda item) : Resolution No. 2</b>
<b>Ordinary Business</b>
To consider re-appointment of Mr. Ajayprakash Kanoria (DIN: 00041279), who retires by rotation in terms of Section 152(6) of Companies Act, 2013 and being eligible offers himself for re-appointment.
<b>Resolution required: (Ordinary/ Special) : Ordinary</b>
<b>Whether promoter/ promoter group are interested in the agenda/resolution: yes</b>

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	Invalid Votes [8]
Promoter and Promoter Group	E-Voting	8002800	0	0	0	0	0	0	0
	Poll		7373250	92.13	7373250	0	100.00	0	4353960
	Postal ballot (if Applicable)		0	0	0	0	0	0	0
	Total valid		7373250	92.13	7373250	0	100.00	0	4353960
Public-Institutional holders	E-Voting	0	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	0
	Postal ballot (if Applicable)		0	0	0	0	0	0	0
	Total Valid		0	0	0	0	0	0	-
Public- others	E-Voting	2668500	0	0	0	0	0	0	0
	Poll		1088400	40.79	1088400	0	100.00	0	0
	Postal ballot (if Applicable)		0	0	0	0	0	0	0
	Total Valid		1088400	40.79	1088400	0	100.00	0	0
Total	E-Voting	10671300	0	0	0	0	0	0	0
	Poll		8461650	79.29	8461650	0	100.00	0	4353960
	Postal ballot (if Applicable)		0	0	0	0	0	0	0
	Total		8461650	79.29	8461650	0	100.00	0	4353960



<b>Agenda- wise disclosure (to be disclosed separately for each agenda item) : Resolution No. 3</b>
<b>Ordinary Business</b>
To consider appointment of Statutory Auditors of the Company and to fix their remuneration.
<b>Resolution required: (Ordinary/ Special) : Ordinary</b>
<b>Whether promoter/ promoter group are interested in the agenda/resolution: No</b>

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	Invalid Votes [8]
Promoter and Promoter Group	E-Voting	8002800	0	0	0	0	0	0	0
	Poll		7373250	92.13	7373250	0	100.00	0	0
	Postal ballot (if Applicable)		0	0	0	0	0	0	0
	Total valid		7373250	92.13	7373250	0	100.00	0	0
Public-Institutional holders	E-Voting	0	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	0
	Postal ballot (if Applicable)		0	0	0	0	0	0	0
	Total Valid		0	0	0	0	0	0	-
Public- others	E-Voting	2668500	0	0	0	0	0	0	0
	Poll		1088400	40.79	1088400	0	100.00	0	0
	Postal ballot (if Applicable)		0	0	0	0	0	0	0
	Total Valid		1088400	40.79	1088400	0	100.00	0	0
Total	E-Voting	10671300	0	0	0	0	0	0	0
	Poll		8461650	79.29	8461650	0	100.00	0	0
	Postal ballot (if Applicable)		0	0	0	0	0	0	0
	Total		8461650	79.29	8461650	0	100.00	0	0





<b>Agenda- wise disclosure (to be disclosed separately for each agenda item) : Resolution No. 4</b>
<b>Special Business</b>
To consider re-Appointment of Mr. Ajayprakash Kanoria (DIN: 00041279) as Managing Director of the Company.
<b>Resolution required: (Ordinary/ Special) : Ordinary</b>
<b>Whether promoter/ promoter group are interested in the agenda/resolution: Yes</b>

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	Invalid Votes [8]
Promoter and Promoter Group	E-Voting	8002800	0	0	0	0	0	0	0
	Poll		7373250	92.13	7373250	0	100.00	0	4353960
	Postal ballot (if Applicable)		0	0	0	0	0	0	0
	Total valid		7373250	92.13	7373250	0	100.00	0	4353960
Public-Institutional holders	E-Voting	0	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	0
	Postal ballot (if Applicable)		0	0	0	0	0	0	0
	Total Valid		0	0	0	0	0	0	-
Public- others	E-Voting	2668500	0	0	0	0	0	0	0
	Poll		1088400	40.79	1088400	0	100.00	0	0
	Postal ballot (if Applicable)		0	0	0	0	0	0	0
	Total Valid		1088400	40.79	1088400	0	100.00	0	0
Total	E-Voting	10671300	0	0	0	0	0	0	0
	Poll		8461650	79.29	8461650	0	100.00	0	4353960
	Postal ballot (if Applicable)		0	0	0	0	0	0	0
	Total		8461650	79.29	8461650	0	100.00	0	4353960



<b>Agenda- wise disclosure (to be disclosed separately for each agenda item) : Resolution No. 5</b>
<b>Special Business</b>
To consider re-Appointment of Mrs. Alka Ajayprakash Kanoria (DIN: 00041346) as Whole Time Director of the Company;
<b>Resolution required: (Ordinary/ Special) : Ordinary</b>
<b>Whether promoter/ promoter group are interested in the agenda/resolution: Yes</b>

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	Invalid Votes [8]
<b>Promoter and Promoter Group</b>	E-Voting	8002800	0	0	0	0	0	0	0
	Poll		7373250	92.13	7373250	0	100.00	0	1124190
	Postal ballot (if Applicable)		0	0	0	0	0	0	0
	<b>Total valid</b>		<b>7373250</b>	<b>92.13</b>	<b>7373250</b>	<b>0</b>	<b>100.00</b>	<b>0</b>	<b>1124190</b>
<b>Public-Institutional holders</b>	E-Voting	0	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	0
	Postal ballot (if Applicable)		0	0	0	0	0	0	0
	<b>Total Valid</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>-</b>
<b>Public- others</b>	E-Voting	2668500	0	0	0	0	0	0	0
	Poll		1088400	40.79	1088400	0	100.00	0	0
	Postal ballot (if Applicable)		0	0	0	0	0	0	0
	<b>Total Valid</b>		<b>1088400</b>	<b>40.79</b>	<b>1088400</b>	<b>0</b>	<b>100.00</b>	<b>0</b>	<b>0</b>
<b>Total</b>	E-Voting	<b>10671300</b>	0	0	0	0	0	0	0
	Poll		8461650	79.29	8461650	0	100.00	0	1124190
	Postal ballot (if Applicable)		0	0	0	0	0	0	0
	<b>Total</b>		<b>8461650</b>	<b>79.29</b>	<b>8461650</b>	<b>0</b>	<b>100.00</b>	<b>0</b>	<b>1124190</b>

**CS ROSHAN HARDE**ACS, B. Com

**H. ROSHAN & ASSOCIATES**

**COMPANY SECRETARIES**

Business Plaza, Ground Floor, 6 Farmland

Central Bazar Road, Near Lokmat Square,

Nagpur-440010.

Phone:2437195,2438181 FAX: 0712-2435068

**FORM NO. MGT-13**

**REPORT OF SCRUTINIZER(S)**

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]

To,

**MR. AJAYPRAKASH KANORIA**

**CHAIRMAN**

**EMKAY TAPS AND CUTTING TOOLS LIMITED**

Plot No B-27 and B-27/1, MIDC HINGNA,

INDUSTRIAL ESTATE NAGPUR-440016

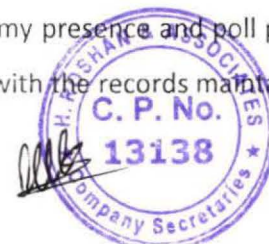
NAGPUR MH 440016 IN

**28<sup>th</sup> ANNUAL GENERAL MEETING OF THE EQUITY SHAREHOLDERS OF EMKAY TAPS AND  
CUTTING TOOLS LIMITED HELD ON MONDAY SEPTEMBER 18, 2023 at 11:30 AM AT THE  
REGISTERED OFFICE OF THE COMPANY i.e. PLOT NO. B-27/B-27/1, M.I.D.C. HINGNA,  
INDUSTRIAL ESTATE, NAGPUR-440016 MH-IN.**

Dear Sir,

I, Roshan Harde, Proprietor of M/s H. Roshan & Associates, practicing company secretaries, appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the 28<sup>th</sup> Annual General Meeting of the Equity Shareholders of EMKAY TAPS AND CUTTING TOOLS LIMITED, held on Monday September 18, 2023 at 11:30 AM at the Registered Office of the Company i.e. Plot no. B-27/B-27/1, M.I.D.C. Hingna, Industrial Estate, Nagpur-440016, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, ballot box kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the



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Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

3. I did not find any poll papers invalid.

4. The result of the Poll is as under:

**ORDINARY BUSINESS****Resolution No.1:**

To consider and adopt the Audited financial statements of the Company for the year ended March 31, 2023 together with the Reports of the Board of Directors and Auditors' thereon.

Sr. No.	Particulars	No. of Members who voted	No. of Votes
A	Vote cast by ballot papers	6	8461650
B	(-) Abstained/Invalid	0	0
C	Net Valid Voting	6	8461650
	(i) Voting with assent for the resolution	6	8461650
	% of Assent	100%	
	(ii) Voting with dissent for the resolution	0	0
	% of Assent	0	



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**Resolution No.2:**

To consider re-appointment of Mr. Ajayprakash Kanoria (DIN: 00041279), who retires by rotation in terms of Section 152(6) of Companies Act, 2013 and being eligible offers himself for re-appointment.

Sr. No.	Particulars	No. of Members who voted	No. of Votes
A	Vote cast by ballot papers	6	8461650
B	(-) Abstained/Invalid	1	4353960
C	Net Valid Voting	5	4107690
(i)	Voting with assent for the resolution	5	4107690
	% of Assent	100%	
(ii)	Voting with dissent for the resolution	0	0
	% of Assent	0	

**Resolution No.3:**

To consider and appoint Statutory Auditors of the Company and to fix their remuneration.

Sr. No.	Particulars	No. of Members who voted	No. of Votes
A	Vote cast by ballot papers	6	8461650
B	(-) Abstained/Invalid	0	0
C	Net Valid Voting	6	8461650
(i)	Voting with assent for the resolution	6	8461650
	% of Assent	100%	
(ii)	Voting with dissent for the resolution	0	0
	% of Assent	0	



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**SPECIAL BUSINESS REQUIRING ORDINARY RESOLUTION****Resolution No.4:**

To consider re-Appointment of Mr. Ajayprakash Kanoria as Managing Director of the Company.

Sr. No.	Particulars	No. of Members who voted	No. of Votes
A	Vote cast by ballot papers	6	8461650
B	(-) Abstained/Invalid	1	4353960
C	Net Valid Voting	5	4107690
(i)	Voting with assent for the resolution	5	4107690
	% of Assent	100%	
(ii)	Voting with dissent for the resolution	0	0
	% of Assent	0	

**Resolution No.5:**

To consider re-Appointment of Mrs. Alka Ajayprakash Kanoria as Whole Time Director of the Company.

Sr. No.	Particulars	No. of Members who voted	No. of Votes
A	Vote cast by ballot papers	6	8461650
B	(-) Abstained/Invalid	1	1124190
C	Net Valid Voting	5	7337460
(i)	Voting with assent for the resolution	5	7337460
	% of Assent	100%	
(ii)	Voting with dissent for the resolution	0	0
	% of Assent	0	



**CS ROSHAN HARDE** ACS, B. Com

**H. ROSHAN & ASSOCIATES**

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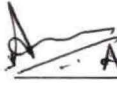
Nagpur-440010.

Phone:2437195,2438181 FAX: 0712-2435068

5. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Witness 1:

 Anamika Bapat

Witness 2:

  
Samiksha Bindeani

**FOR H. ROSHAN & ASSOCIATES**

Company Secretaries

  
Roshan Harde



**Proprietor**

Membership No.: 34630

C.P. No: 13138

UDIN: A034630E001029646

**For EMKAY TAPS AND CUTTING TOOLS LIMITED**

Shruti Sohane

**Company Secretary**

ICSI Membership No.: A37324