



Kkalpana Industries (India) Limited

(Formerly Kalpena Industries Ltd.)

Date: 03rd October, 2015

To,
The Manager,
Listing Department,
The Bombay Stock Exchange Limited (Designated Stock Exchange),
P.J. Towers, Dalal Street,
Mumbai – 400 001

Scrip Code: 526409

Sub: Scrutinizer's Report of 30th AGM of Kkalpana Industries (India) Limited.

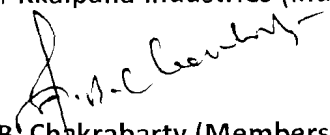
Dear Sir,

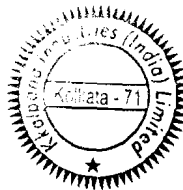
Further to our letter dated 30.09.2015, wherein we had stated details of proceedings of the 30th Annual General Meeting of Kkalpana Industries (India) Limited held on 30th September, 2015, please find enclosed herewith the Scrutinizer's Report dated 03.10.2015, which is self-explanatory.

Thanking You,

Yours faithfully,

For Kkalpana Industries (India) Limited


A.B. Chakrabarty (Membership No. FCS 7184)
Company Secretary



Encl: a/a.

CC:

1. The Calcutta Stock Exchange Limited, 7 Lyons Range, Calcutta – 700 001.

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www.kkalpanagroup.com

CIN : L19202WB1985PLC039431

Ashok Kumar Daga

B. Com., (Hons.), LL.B, FCS
Practising Company Secretary

56, M. C. Garden Road,
(Dum Dum)
Kolkata - 700 030
Phone : 32916865
Mobile : 9831036425
E-mail : daga.ashok@gmail.com

Date.....

Scrutinizer's Report

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

Name of the Company	Kkalpana Industries (India) Limited
Meeting	30 TH Annual General Meeting
Date & Time	Wednesday 30th September, 2015, at 10.00 A.M.
Venue	Gyan Manch, 11, Pretoria Street, Kolkata- 700071

To
The Chairman, Annual General Meeting
Kkalpana Industries (India) Limited
Gyan Manch, 11 Pretoria Street,
Kolkata- 700071

1. Appointment as Scrutinizer

I was appointed as Scrutinizer for the remote e-voting as well as the voting conducted at the Annual General Meeting (AGM) of the Kkalpana Industries (India) Limited (herein after referred to as the Company) held on Wednesday 30th September, 2015, at 10.00 A.M. at Gyan Manch, 11, Pretoria Street, Kolkata- 700071


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Practicing Company Secretary
FCS-2699 & CP-2948

2. 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 DEPOSITORIES LIMITED (NSDL), the Company completed dispatch of the Notice of the AGM;

- By Registered Post / Speed Post to 7677 members

3. Cut-off Date

The Voting rights were reckoned as on 23RD September, 2015, being the cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the meeting.

4. Remote E-Voting:

4.1 Agency:


The Company had appointed NSDL as the agency for providing the remote e-voting platform.

4.2 Remote e-voting:

Remote e-voting platform was open from 9.00 am on Sunday 27th September 2015, to 17.00 pm on Tuesday 29th September 2015, and members were required to cast their vote electronically conveying their assent or dissent in respect of the Resolutions, on the remote e-voting platform provided by NSDL.

5. Voting at the AGM:

5.1 As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that the 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 the general meeting, to only such details


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Practicing Company Secretary
FCS-2699 & CP-2948

relating to members who have cast their vote through remote e-voting , such as their names , folios , number of shares held but not the manner in which they have voted.

5.2 Accordingly, NSDL the e-voting agency provided us with the names, DP Id / folio numbers and the shareholding of the members who had cast their votes through remote e-voting.

5.3 The Company had provided facility of Ballot voting at the venue of the meeting to those members who had not casted their vote through remote e-voting.

6. Counting Process

6.1 On Completion of voting at the meeting, NSDL provided us with the List of Members who had cast their votes, with their holding details and details of the Vote on each of the Resolutions.

6.2 The votes were reconciled with the Records maintained by the Company and RTA with respect to the authorizations/ proxies lodged with the company.

6.3 I unblocked the e-voting results on the NSDL E- voting platform before Mr.C.B.Rai and Miss Neha Jain who are not in employment of the company and downloaded the E-voting results.

7. Results

7.1 I observed that

- a) 06 members had casted their votes through the Ballot- voting facility provided at the meeting.
- b) 27 members had cast their votes through remote e- voting.

7.2 The Consolidated Results with respect to each item on the agenda set out in the notice of AGM dated 27th June , 2015 is enclosed.


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7.3 Based on aforesaid results, Ordinary Resolutions contained in Item No. 1 to 7 and Special Resolution 8 to 10 of the Notice dated 27th June, 2015 has been passed with requisite majority.

7.4 Soft copy of the details of e-voting of the members who have casted their vote through remote e-voting on each resolutions, will be emailed to company after the announcement of Results.

Dated: 03/10/2015

Place : Kolkata


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Practicing Company Secretary
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Item No.1:-

To adopt the audited Financial Statements of the Company for the year ended 31st March, 2015 and the Reports of the Auditors' and Directors' thereon.

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	26	6	32	82859115	786090	83645205	100	88.92
DISSENT	1	0	1	10	0	10	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	27	6	33	82859125	786090	83645215	100	88.92


Based on aforesaid Results, Ordinary Resolution Contained in Item no. 1 of the Notice dated 27th June, 2015 has been passed with requisites majority.

Item No.2

To appoint a Director in place of Mr. Narrindra Suranna (DIN: 00060127), who retires by rotation and being eligible offers himself for re-appointment.

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	26	6	32	82859115	786090	83645205	100	88.92
DISSENT	1	0	1	10	0	10	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	27	6	33	82859125	786090	83645215	100	88.92

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 2 of the Notice dated 27th June, 2015 has been passed with requisites majority.


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Practicing Company Secretary
CP-2948

Item No.3

Appointment of Auditors and Fix their Remuneration.

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	25	6	31	82840850	786090	83626940	100	88.89
DISSENT	1	0	1	10	0	10	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	26	6	32	82840860	786090	83626950	100	88.89

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 3 of the Notice dated 27th June, 2015 has been passed with requisites majority.

Item No.4

Appointment of Dr. Pranab Ranjan Mukherjee (DIN 00240758) as Director of the Company.

“RESOLVED THAT Dr. Pranab Ranjan Mukherjee (DIN 00240758) , who was appointed by the Board of Directors as an Additional Director of the Company with effect from 01st October,2014 under provisions of Section 161(1) of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014, who is eligible for appointment and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act, signifying his intention to propose the candidature of Mr. Pranab Ranjan Mukherjee (DIN 00240758) for the office of Director, be and is hereby appointed as a Director of the Company.”


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Practicing Company Secretary
FCS-2699 & CP-2948

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	26	6	32	82859115	786090	83645205	100	88.92
DISSENT	1	0	1	10	0	10	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	27	6	33	82859125	786090	83645215	100	88.92

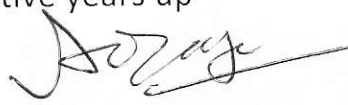
Based on aforesaid Results, Ordinary Resolution Contained in Item no. 4 of the Notice dated 27th June, 2015 has been passed with requisites majority.

Item No.5

Appointment of Mr. Ramakant Mishra (DIN 06882372) as a Director and further as an Independent Director of the Company.

“RESOLVED THAT Mr. Ramakant Mishra (DIN 06882372) , who was appointed by the Board of Directors as an Additional Director of the Company with effect from 26th September, 2014 under provisions of Section 161(1) of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014, who is eligible for appointment and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act, signifying his intention to propose the candidature of Mr. Ramakant Mishra (DIN 06882372) for the office of Director, be and is hereby appointed as a Director of the Company.”

“RESOLVED FURTHER THAT pursuant to the provisions of Section 149, 150 and 152 and all other applicable provisions, if any, of the Companies Act, 2013 or any statutory modification(s) or reenactment thereof, Mr. Ramakant Mishra (DIN - 06882372) , who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act, and who is eligible for appointment as an Independent Director, be and is hereby appointed as an Independent Director of the Company for a period of five (5) consecutive years up


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Company Secretary

to the fifth consecutive AGM of the Company to be held in the year 2020, whose period of office shall not be liable to determination by retirement of directors by rotation .”

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	26	6	32	82859115	786090	83645205	100	88.92
DISSENT	1	0	1	10	0	10	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	27	6	33	82859125	786090	83645215	100	88.92

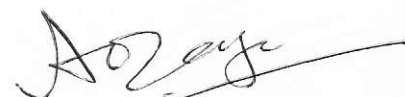
Based on aforesaid Results, Ordinary Resolution Contained in Item no. 5 of the Notice dated 27th June, 2015 has been passed with requisites majority

Item No. 6

Appointment of Mrs. Mamta Binani (DIN 00462925) , as a Director and further as an Independent Director of the Company.

“RESOLVED THAT Mrs. Mamta Binani (DIN 00462925) , who was appointed by the Board of Directors as an Additional Director of the Company with effect from 26th September, 2014 under provisions of Section 161(1) of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014, who is eligible for appointment and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act, signifying his intention to propose the candidature of Mrs. Mamta Binani (DIN 00462925) for the office of Director, be and is hereby appointed as a Director of the Company.”

.RESOLVED FURTHER THAT pursuant to the provisions of Section 149, 150 and 152 and all other applicable provisions, if any, of the Companies Act, 2013 or any statutory modification(s) or reenactment thereof , Mrs.Mamta Binani (DIN - 00462925) , who has submitted a declaration that she meets the criteria of


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independence under Section 149(6) of the Act, and who is eligible for appointment as an Independent Director, be and is hereby appointed as an Independent Director of the Company for a period of five (5) consecutive years up to the fifth consecutive AGM of the Company to be held in the year 2020 whose period of office shall not be liable to determination by retirement of directors by rotation."

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	26	6	32	82859115	786090	83645205	100	88.92
DISSENT	1	0	1	10	0	10	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	27	6	33	82859125	786090	83645215	100	88.92

Based on aforesaid Results, Ordinary Resolution Contained in Item no.6 of the Notice dated 27th June, 2015 has been passed with requisites majority

Item no. 7

Ratification of the remuneration of Rs.30000/- plus service tax and out-of-pocket expenses payable to M/s. D.Sabyasachi & Co., (Firm Registration No. 00369) who are appointed as Cost Auditors of the Company.

"RESOLVED THAT pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made there under, as amended from time to time, the Company hereby ratifies the remuneration of Rs.30000/- plus service tax and out-of-pocket expenses payable to M/s. D.Sabyasachi & Co., (Firm Registration No. 00369) who are appointed as Cost Auditors of the Company to conduct Cost Audits relating to plastic compounds and other manufacturing items of the Company for the year ending 31st March, 2016."


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 Practicing Company Secretary
 FCS-2699 & CP-2948

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	26	6	32	82859115	786090	83645205	100	88.92
DISSENT	1	0	1	10	0	10	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	27	6	33	82859125	786090	83645215	100	88.92

Based on aforesaid Results, Ordinary Resolution Contained in Item no.7 of the Notice dated 27th June, 2015 has been passed with requisites majority.

Item No. 8

Appointment of Dr. Pranab Ranjan Mukherjee as Whole-Time- Director (Technical) of the Company, for a period of 3 (Three) years.

“RESOLVED THAT in accordance with the provisions of Section 196,197and 203 and other applicable provisions if any, of the Companies Act, 2013 (the Act),read with Schedule V to the Act, including any statutory modification(s) or reenactment thereof, for the time being in force, and all other applicable guidelines relating to managerial remuneration issued by the Ministry of Corporate Affairs, from time to time, or any other law and subject to such other approvals, as may be necessary, and as are agreed to by the Board of Directors (hereinafter referred to as the .Board., which term shall be deemed to include any committee thereof and any person authorized by the Board in this behalf), and as per the relevant provisions of Articles of Association of the Company, consent of the members be and is hereby accorded to the appointment of Dr. Pranab Ranjan Mukherjee as Whole-Time- Director (Technical) of the Company, for a period of 3 (Three) years with effect from 01st October, 2014, upon the terms and conditions as are set out in the Statement annexed hereto.”

“RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the .Board which term shall be deemed to include any Committee thereof and any person authorized by the Board in this behalf) shall , in

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accordance with the statutory limits/ approvals as may be applicable for the time being in force, be at full liberty to revise/alter/modify/amend/change the terms and conditions of the appointment and remuneration, from time to time, as may be agreed to by the Board and Dr. Pranab Ranjan Mukherjee subject to the approval of Nomination and Remuneration Committee, provided, however, that the remuneration payable to Dr.P.R.Mukherjee shall be within the limits set out in the Companies Act,2013 and Schedule V to the said Act, or any amendments thereto or any modification(s) or statutory re-enactment(s) thereof and /or any rules or regulations framed there under."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	26	6	32	82859115	786090	83645205	100	88.92
DISSENT	1	0	1	10	0	10	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	27	6	33	82859125	786090	83645215	100	88.92

Based on aforesaid Results, Special Resolution Contained in Item no.8 of the Notice dated 27th June, 2015 has been passed with requisites majority

Item No. 9

Amendment of the Memorandum of Association of the Company.

"RESOLVED THAT pursuant to the provisions of section 13 of Companies Act, 2013 ("the Act"), read with the Companies (Incorporation) Rules, 2014 and all other applicable provisions, if any, of the Act (including any statutory modification(s) or reenactment thereof for the time being in force), and such other rules and regulations, as may be applicable, consent of the members be and is hereby accorded for alterations of Memorandum of Association of the


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 Practicing Company Secretary

Company by deleting Clause C-OTHER OBJECTS and by substituting "the Companies Act, 2013" in place of "the Companies Act, 1956."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	26	6	32	82859115	786090	83645205	100	88.92
DISSENT	1	0	1	10	0	10	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	27	6	33	82859125	786090	83645215	100	88.92

Based on aforesaid Results, Special Resolution Contained in Item no.9 of the Notice dated 27th June, 2015 has been passed with requisites majority.

Item No. 10

Adoption of new set of Articles of the Company.

"RESOLVED THAT pursuant to the provisions of section 5 and 14 of Companies Act, 2013 ("the Act"), read with the Companies (Incorporation) Rules, 2014 and all other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment thereof for the time being in force), the draft regulations contained in the Articles of Association submitted to this meeting be and are hereby approved and adopted in substitution, and to entire exclusion, of the regulations contained in the existing Articles of Association of the Company."

"RESOLVED FURTHER THAT the Board of Directors or a Committee thereof be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient for giving effect to this resolution and/or otherwise considered by them in the best interest of the Company."


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 Practicing Company Secretary
 REG. NO. 2699 & CP 2848

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	26	6	32	82859115	786090	83645205	100	88.92
DISSENT	1	0	1	10	0	10	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	27	6	33	82859125	786090	83645215	100	88.92

Based on aforesaid Results, Special Resolution Contained in Item no.10 of the Notice dated 27th June, 2015 has been passed with requisites majority.


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 Practicing Company Secretary
 FCS-2699 & CP-2948