



Ashok Kumar Daga

B. Com. (H), LLB., FCS
Practising Company Secretary

AVANI OXFORD, PHASE II
136, JESSORE ROAD, BLOCK - 1
FLAT # 1B, 1ST FLOOR
KOLKATA - 700055
Phone : +91 33 32916865
Mobile : 09831036425, 09830236425
E-mail : daga.ashok@gmail.com

SCRUTINIZER'S REPORT

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

To
The Chairman,
36th Annual General Meeting of the Equity Shareholders
KkalpanaIndustries (India)Limited
2B, Pretoria Street,
Kolkata-700071

Dear Sir,

Subject: Consolidated Scrutinizer's Report on voting (both Remote E-voting and E-voting) facility provided to the equity shareholders of Kkalpana Industries (India) Limited at the 36th Annual General Meeting (AGM) of the Equity Shareholders of Kkalpana Industries (India) Limited held on Monday, 27th Day of September, 2021 at 11.00 a.m.(IST) through Video Conferencing (VC)/Other Audio Visual Means (OAVM) in respect of the resolutions (businesses) transacted thereat.

I, Ashok Kumar Daga, Practising Company Secretary having office at 1 Crooked Lane, 2nd Floor, Room No. 212, Kolkata-700069 had been appointed by the Board of Directors of KkalpanaIndustries (India)Limited ("the Company") as Scrutinizer for the voting facility (both remote e-voting and e-voting) provided to equity shareholders of the Company at its 36th Annual General Meeting ("AGM") held on Monday, the 27th September, 2021 at 11.00am (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in respect to the resolution(s) proposed to be passed thereat. I submit my report as under:

1. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronic means (e-voting) was provided by National Securities Depository Limited (NSDL)
2. The shareholders holding shares as on the cut-off date i.e. 20th September 2021 were entitled to vote on the proposed resolutions (Item No. 1 to 5 as set out in the Notice of 36th Annual General Meeting of the Company dated 31st May, 2021).
3. The remote e-voting period commenced on 24th September 2021 from 9.00 AM (IST) and concluded on 26th September 2021 at 5.00 PM (IST).



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4. The votes were unblocked at Kolkata on 27th September 2021 at 12.00 p.m. (IST) in the presence of two witnesses Ms. Rittika Gupta and Ms Anupama Singh who are not in the employment of the Company.
5. After the time fixed for e-voting facility provided to the shareholders at the AGM (i.e. 15 minutes after conclusion of AGM), E-voting system was disabled by NSDL.
6. Members have either voted electronically through remote e-voting or through e-voting at AGM. There is no instance of duplication of voting.
7. My responsibility as the Scrutinizer is restricted to ascertaining the voting processes and to make Scrutinizer's Report on the votes cast in favour or against the resolutions contained in the notice of AGM. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made thereunder relating to voting on the resolutions contained in the notice of the AGM.
8. The results of the scrutiny of voting by remote e-voting and through e-voting facility provided at the AGM in respect of resolutions contained in Notice dated 31st May, 2021 and as proposed at the AGM are as under :

Item No.1:-

To receive, consider and adopt the Audited Standalone and Consolidated Balance Sheets as at 31st March, 2021 and the Statement of Profit & Loss Accounts and Cash Flow Statements for the year ended as on that date and the Board's Report and Report of the Statutory Auditors thereon.

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF PAID UP SHARES
ASSENT	88	0	88	84743450	0	84743450	100	90
DISSENT	3	0	3	51	0	51	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	91	0	91	84743501	0	84743501	100	90



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Based on aforesaid Results, Ordinary Resolution Contained in Item no. 1 of the Notice dated 31st May, 2021 has been passed with requisite majority.

Item No.2

To declare dividend of Rs. 0.20p per Fully Paid up Equity Share of face value Rs. 2/- each (i.e @ 10%)

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF PAID UP SHARES
ASSENT	88	1	89	84743450	200	84743650	100	90
DISSENT	3	0	3	51	0	51	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	91	1	92	84743501	200	84743701	100	90

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 2 of the Notice dated 31st May, 2021 has been passed with requisite majority.

Item No.3

To appoint a Director in place of Mr. Dev Krishna Surana (DIN 08357094), who retires by rotation and being eligible, offers himself for reappointment.

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF PAID UP SHARES
ASSENT	87	0	87	84743189	0	84743189	100	90
DISSENT	4	0	4	312	0	312	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	91	0	91	84743501	0	84743501	100	90

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 3 of the Notice dated 31st May, 2021 has been passed with requisite majority.



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Item No.4

Ratification of Remuneration payable to the Cost Auditors of the Company for the Financial Year ended 31st March, 2022.

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof) and the Companies (Audit and Auditors) Rules, 2014, (as amended from time to time and for the time being in force), the Company hereby ratifies the remuneration of Rs.30000/- plus taxes, as applicable, and out-of-pocket expenses incurred in connection with the Cost Audit, payable to M/s. D. Sabyasachi & Co (Firm Registration No. 000369)., Cost Accountant, who have been appointed as Cost Auditors of the Company by the Board of Directors on the recommendation of Audit Committee, to conduct Audit of the cost records of the Company for the Financial Year ending 31st March, 2022.

FURTHER RESOLVED THAT the Board of Directors of the Company (including any Committee thereof), be and is hereby authorized to do all such acts, things, deeds and matters which are connected therewith or incidental thereto and take all necessary 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	E-VOTING AT AGM	TOTAL	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF PAID UP SHARES
ASSENT	88	0	88	84743450	0	84743450	100	90
DISSENT	3	0	3	51	0	51	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	91	0	91	84743501	0	84743501	100	90

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 4 of the Notice dated 31st May, 2021 has been passed with requisite majority.



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Item No.5

Re-appointment of Mr. Rajesh Kumar Kothari (DIN: 02168932) as Whole Time Director of the Company

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT in accordance with the recommendation of Nomination and Remuneration Committee of the Board of Directors and provisions of Section 196,197 and 198 and other applicable provisions if any, of the Companies Act, 2013 (the Act), read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, 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, and subject to such other approvals, as may be necessary, and as per Articles 126(1), 126(3) and 145 of the Articles of Association of the Company and as per other relevant Articles of the Articles of Association, consent of the members of the Company be and is hereby accorded to the reappointment of Mr. Rajesh Kumar Kothari (DIN – 02168932) as Whole-Time-Director of the Company, for a period of 5 (Five) years with effect from 12th August, 2021, 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 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 reappointment and remuneration, from time to time, as may be agreed to by the Board and Mr. Rajesh Kumar Kothari (DIN: 02168932), subject to the approval of Nomination and Remuneration Committee of the Board of Directors of the Company, provided, however, that the remuneration payable to Mr. Rajesh Kumar Kothari (DIN: 02168932) shall be within the limits set out in section 197 of the Companies Act, 2013 read with 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 of Directors of the Company, be and is hereby authorized to do all such acts, things, deeds and matters which are connected therewith or incidental thereto and take all necessary steps, as may be necessary, proper or expedient, to give effect to this special resolution.”



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	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF PAID UP SHARES
ASSENT	87	0	87	84743189	0	84743189	100	90
DISSENT	4	0	4	312	0	312	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	91	0	91	84743501	0	84743501	100	90

Based on aforesaid Results, Special Resolution Contained in Item no. 5 of the Notice dated 31st May, 2021 has been passed with requisite majority.

The final report containing details of votes casted by the members of the company has already been provided separately.

Thanking you,
Yours faithfully,

PLACE- KOLKATA

DATE- 28.09.2021

UDIN: F002699C001028416

ASHOK KUMAR DAGA
(PRACTISING COMPANY SECRETARY)
MEMBERSHIP NO. 2699
COP NO. 2948