



# KALYANI COMMERCIALS LIMITED

Regd off: BG-223, Sanjay Gandhi Transport Nagar, GT Karnal Road, Delhi-110042

CIN: L51909DL1985PLC021453

E-mail: kalyanicommercialslimited@gmail.com

Website- www.kalyanicommercialsltd.com

Ph. 011- 43063223, 011-47060223

## Voting Results

Name of the Company	Kalyani Commercial Limited
Date of the AGM	7 <sup>th</sup> September, 2016
Total number of shareholders on record date (Cut-off date - 01 <sup>st</sup> September, 2016)	494
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	4
Public:	20
No. of shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	0
Public:	0

- To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2016 and the Reports of the Board of Directors and Auditors thereon.

Resolution Required: (Ordinary/Special)				Ordinary Resolution				
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 on outstanding shares	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	531400	0	0	0	0	0	0
	Poll		531400	100	531400	0	100	0
	Sub- Total		531400	100	531400	0	100	0



Public- Institutions	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Sub- Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting		102500	21.87	102500	0	100	0
	Poll		14900	3.18	14900	0	100	0
	Sub- Total	468600	117400	25.05	117400	0	100	0
TOTAL		1000000	648800	64.88	648800	0	100	0

\*No of votes polled does not include 'no. of votes invalid' and 'no. of votes abstained'.

2. To appoint a Director in place of Mr. Sourabh Agarwal (DIN: 02168346), who retires by rotation and being eligible, offers himself for appointment.

Resolution Required: (Ordinary/Special)		Ordinary Resolution						
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 on outstanding shares	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		0	0	0	0	0	0
	Poll	531400	531400	100	531400	0	100	0
	Sub- Total		531400	100	531400	0	100	0
Public- Institutions	E-Voting		0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Sub- Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting		105300	22.47	105300	0	100	0
	Poll	468600	14900	3.18	14600	300	97.99	2.01
	Sub- Total		120200	25.65	119900	300	99.75	0.25
TOTAL		1000000	651600	65.16	651300	300	99.95	0.05

\*No of votes polled does not include 'no. of votes invalid' and 'no. of votes abstained'.



3. To ratify the appointment of M/s. M.C. Bhandari & Co., Chartered Accountants as the statutory auditors of the Company.

Resolution Required: (Ordinary/Special)				Ordinary Resolution				
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 on outstanding shares	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	531400	0	0	0	0	0	0
	Poll		531400	100	531400	0	100	0
	Sub- Total		531400	100	531400	0	100	0
	E-Voting		0	0	0	0	0	0
Public- Institutions	Poll	0	0	0	0	0	0	0
	Sub- Total		0	0	0	0	0	0
	E-Voting		105300	22.47	105300	0	100	0
	Poll		14900	3.18	14900	0	100	0
Public- Non Institutions	Sub- Total	468600	120200	25.65	120200	0	100	0
	TOTAL		1000000	651600	65.16	651600	0	100

\* No of votes polled does not include 'no. of votes invalid' and 'no. of votes abstained'.

4. Contribution to charitable institutions and funds up to an amount not exceeding Rs. 50,00,000/- during any financial year of the Company.

Resolution Required: (Ordinary/Special)	Ordinary Resolution
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 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
Promoter and Promoter Group	E-Voting	531400	0	0	0	0	0	0
	Poll		531400	100	531400	0	100	0
	Total		531400	100	531400	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	468600	105300	22.47	105300	0	100	0
	Poll		14900	3.18	14900	0	100	0
	Total		120200	25.65	120200	0	100	0
<b>TOTAL</b>		<b>1000000</b>	<b>651600</b>	<b>65.16</b>	<b>651600</b>	<b>0</b>	<b>100</b>	<b>0</b>

\* No of votes polled does not include 'no. of votes invalid' and 'no. of votes abstained'.

**CONCLUSION:** All the **ORDINARY RESOLUTIONS** as per the Notice convening the Annual General Meeting have been **CARRIED WITH REQUISITE MAJORITY.**

For KALYANI COMMERCIALS LIMITED  
For KALYANI COMMERCIALS LTD.

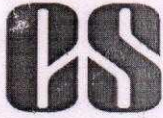
 **DIRECTOR**

Shankar Lal Agarwal  
(Managing Director)

DIN: 01341113

Address: BG-223, Sanjay Gandhi Transport Nagar  
GT Karnal Road, New Delhi- 110 042





**Consolidated Scrutinizer's Report**

**[Pursuant to Section 108 & 109 of the Companies Act 2013 and Rule 20 & Rule 21 of the Companies (Management and Administration) Rules, 2014]**

To  
The Chairman,  
M/s Kalyani Commercials Limited  
BG - 223, Sanjay Gandhi Transport Nagar,  
G. T. Karnal Road, New Delhi – 110 042.

**Subject: Report on resolution(s) passed through poll conducted at 31<sup>st</sup> Annual General Meeting (AGM) and remote e-Voting of Kalyani Commercials Limited held on 7<sup>th</sup> September, 2016 at 11:00 AM at the registered office of the Company.**

Dear Sir,

I, Jayanti Sharma, on behalf of, M/s Grover Ahuja and Associates, Practicing Company Secretaries, have been appointed as the Scrutinizer by the Board of Directors of Kalyani Commercials Limited vide resolution dated 8<sup>th</sup> August, 2016 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process held between 4<sup>th</sup> September, 2016 commenced from 09:00 A.M. to 6<sup>th</sup> September, 2016 till 5:00 P.M. and to act as the scrutinizer for the ballot conducted at the meeting.

The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the Rules made there under and (ii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to voting including voting by electronic means and (iii) Secretarial Standard-2 issued by ICSI.

My responsibility as a scrutinizer is restricted to making a Scrutinizer's report of the votes cast by the members for the resolutions contained in the Notice dated 8<sup>th</sup> August, 2016, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency engaged by the Company to provide e-Voting facilities and scrutiny of the ballot process held on 7<sup>th</sup> September, 2016 at 11:00 A.M. at the Annual General Meeting of the Company.

For KALYANI COMMERCIALS LTD.

*Shamir*

DIRECTOR



Head Off: D-176, Defence Colony, New Delhi-110024, Ph: Ph: 41633301, 011-46772201-07  
Branch Off.: 8/33, 3rd Floor, Satbhraha School Marg, W.E.A., Karol Bagh, New Delhi – 110005

Mumbai Office: 63, Rajgir Chambers, 7th Floor, Shaheed Bhagat Singh Marg, Opp. Old Customs House, Mumbai

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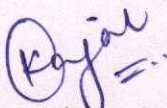


Kalyani Commercials Limited

E-Voting facility was offered to only those members whose name was in the register of members on the cut-off date (i.e. 1<sup>st</sup> September, 2016) as mentioned in the Notice and Publication in the news paper.

The e-votes cast were unblocked on Wednesday, 7<sup>th</sup> September, 2016 in the presence of 2 witnesses, Ms. Kajal Goyal and Mr. Durgesh Babbar, who were not in the employment of the Company. They have signed below in confirmation of the e-votes being unblocked in their presence.

Signature:



Name: Ms. Kajal Goyal

Signature:



Name: Mr. Durgesh Babbar

On the basis of the data downloaded from official website of NSDL for the purpose of e-Voting and the votes counted in the ballot conducted at the AGM, I submit herewith the combined report on e-Voting together with that of the Ballot as under:

**Item No. 1: Ordinary Resolution**

Adoption of Audited Financial Statements for the Financial Year ended on 31<sup>st</sup> March, 2016:

i. Voted **in favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
41	648800	100

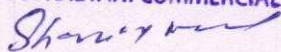
ii. Voted **against** the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
0	0	0

iii. **Invalid** votes:

Number of members voted	Number of votes casted by them
0	0

For KALYANI COMMERCIALS LTD.



DIRECTOR



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Web Site: [www.groverahuja.com](http://www.groverahuja.com);E mail: [info@groverahuja.com](mailto:info@groverahuja.com)



**Item No. 2: Ordinary Resolution**

To appoint a Director in place of Mr. Sourabh Agarwal (DIN: 02168346), who retires by rotation and being eligible, offers himself for appointment.

i. Voted **in favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
40	651300	99.95

ii. Voted **against** the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
2	300	0.05

## iii. Invalid votes:

Number of members voted	Number of votes casted by them
0	0

**Item No. 3: Ordinary Resolution**

To ratify the appointment of M/s. M.C. Bhandari & Co., Chartered Accountants as the statutory auditors of the Company.

i. Voted **in favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
42	651600	100

ii. Voted **against** the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
0	0	0

For KALYANI COMMERCIALS LTD.

*Shamir*

DIRECTOR



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Kalyani Commercials Limited

iii. **Invalid votes:**

Number of members voted	Number of votes casted by them
0	0

**Item No. 4: Ordinary Resolution**

Contribution to charitable institutions and funds up to an amount not exceeding Rs. 50,00,000/- during any financial year of the Company.

i. Voted in **favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
42	651600	100

ii. Voted **against** the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
0	0	0

iii. **Invalid votes:**

Number of members voted	Number of votes casted by them
0	0

All the Resolutions stand passed under e-Voting and Ballot with the requisite majority.

The combined result of the votes (electronic and physical) is annexed as **Annexure-1** with this report.

I further report that the Chairman or any other person as authorized may declare and confirm the above results of e-Voting as well as Ballot Process. The results of the e-Voting and Ballot Process Voting shall be communicated to the stock exchange by the Company where its shares are presently listed.

I further report that Rule No. 20 and 21 of the Companies (Management and Administration) Rules, 2014, have been duly complied with. The polling papers and other relevant records are

For KALYANI COMMERCIALS LTD.

*Shamir*

DIRECTOR

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relating to e-Voting and Ballot will be handed over to the Chairman for safe keeping after the Chairman approves and signs the minutes of the meeting.

I pay my sincere thanks to the management of the Company for giving me the opportunity to act the scrutinizer for the purpose of e-Voting and Ballot Process.

Thanking You.  
Yours faithfully,

For Grover Ahuja and Associates  
Company Secretaries

*Jayanti Sharma*  
*Sharma*  
Jayanti Sharma  
COP No. 12794  
Membership No. 22180

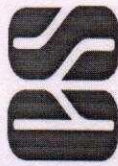


For KALYANI COMMERCIALS LTD.  
*Sharma*  
DIRECTOR

Date: 9<sup>th</sup> September, 2016  
Place: New Delhi

Head Off: D-176, Defence Colony, New Delhi-110024, Ph: Ph: 41633301, 011-46772201-07  
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## GROVER AHUJA & ASSOCIATES

Company Secretaries

Annexure-1

### Combined Results of the votes (Electronic and Physical)

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2016 and the Reports of the Board of Directors and Auditors thereon.

Resolution Required: (Ordinary/Special)				Ordinary Resolution				
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 on outstanding shares	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	531400	0	0	0	0	0	0
	Poll		531400	100	531400	0	100	0
	Sub- Total		531400	100	531400	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Sub- Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	468600	102500	21.87	102500	0	100	0
	Poll		14900	3.18	14900	0	100	0
	Sub- Total		117400	25.05	117400	0	100	0
TOTAL		1000000	648800	64.88	648800	0	100	0

\*No of votes polled does not include 'no. of votes invalid' and 'no. of votes abstained'.

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For KALYANI COMMERCIALS LTD.

*S. K. Ahuja*

DIRECTOR





2. To appoint a Director in place of Mr. Sourabh Agarwal (DIN: 02168346), who retires by rotation and being eligible, offers himself for appointment.

Resolution Required: (Ordinary/Special)				Ordinary Resolution				
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 on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
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Promoter and Promoter Group	E-Voting	531400	0	0	0	0	0	0
	Poll		531400	100	531400	0	100	0
	Sub- Total		531400	100	531400	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Sub- Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	468600	105300	22.47	105300	0	100	0
	Poll		14900	3.18	14600	300	97.99	2.01
	Sub- Total		120200	25.65	119900	300	99.75	0.25
TOTAL		1000000	651600	65.16	651300	300	99.95	0.05

\*No of votes polled does not include 'no. of votes invalid' and 'no. of votes abstained'.

For KALYANI COMMERCIALS LTD.

*Shamir*

DIRECTOR



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3. To ratify the appointment of M/s. M.C. Bhandari & Co., Chartered Accountants as the statutory auditors of the Company.

Resolution Required: (Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter group/ are interested in the agenda/ resolution:				No				
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Promoter and Promoter Group	E-Voting	531400	0	0	0	0	0	0
	Poll		531400	100	531400	0	100	0
	Sub- Total		531400	100	531400	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Sub- Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	468600	105300	22.47	105300	0	100	0
	Poll		14900	3.18	14900	0	100	0
	Sub- Total		120200	25.65	120200	0	100	0
TOTAL		1000000	651600	65.16	651600	0	100	0

\*No of votes polled does not include 'no. of votes invalid' and 'no. of votes abstained'.



For KALYANI COMMERCIALS LTD.

Shamir Singh  
DIRECTOR

*(Signature)*

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4. Contribution to charitable institutions and funds up to an amount not exceeding Rs. 50,00,000/- during any financial year of the Company.

Resolution Required: (Ordinary/Special)				Ordinary Resolution					
Whether promoter/ promoter group/ are interested in the agenda/ resolution:				No					
C	Category	Mode of voting	No. of shares held	No. of votes polled*	% of votes polled on outstanding shares	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		0	0	0	0	0	0
		Poll	531400	531400	100	531400	0	100	0
		Total		531400	100	531400	0	100	0
Public- Institutions		E-Voting		0	0	0	0	0	0
		Poll	0	0	0	0	0	0	0
		Total		0	0	0	0	0	0
Public- Non Institutions		E-Voting		105300	22.47	105300	0	100	0
		Poll	468600	14900	3.18	14900	0	100	0
		Total		120200	25.65	120200	0	100	0
TOTAL			1000000	651600	65.16	651600	0	100	0

\*No of votes polled does not include 'no. of votes invalid' and 'no. of votes abstained'.

CONCLUSION: All the ORDINARY RESOLUTIONS as per the Notice convening the Annual General Meeting have been CARRIED WITH REQUISITE MAJORITY.

For KALYANI COMMERCIALS LTD.

Shamir & me

Signature of Director



DIRECTOR

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