



GA & ASSOCIATES

Company Secretaries LLP

**FORM No.MGT-13**  
**Consolidated Scrutinizer's Report**

*[Pursuant to section 108 & 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]*

To,  
The Chairman,  
**Kalyani Commercials Limited**  
BG- 223, Sanjay Gandhi Transport  
Nagar, GT Karnal Road, Delhi-110 042

**Subject: Report on the resolution(s) passed through poll conducted at Extra- Ordinary General Meeting ('EGM-01/2020-21') and remote E-Voting of Kalyani Commercials Limited held on 3<sup>rd</sup> December, 2020 at 10:00 a.m. at the registered office of the Company**

I, Parul Gulati, Partner of GA & Associates Company Secretaries LLP have been appointed as the Scrutinizer by the Board of Directors of Kalyani Commercials Limited vide resolution passed on 10<sup>th</sup> November, 2020 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the e-Voting process held between 29<sup>th</sup> November, 2020, commenced from 9:00 A.M. to 02<sup>nd</sup> December, 2020 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 (ii) 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 10th November, 2020, based on the reports generated from the e-Voting system provided by National Securities Depositories Limited (NSDL), the authorized agency engaged by the Company to provide e-Voting facilities and scrutiny of the ballot process held at the EGM-01/2020-21 of the Company.

E-Voting facility was offered to only those members whose names were in the register of members on the cut-off date (i.e. 26<sup>th</sup> November, 2020) as mentioned in the Notice and Publication in the newspaper.

The e-votes casted were unblocked on Thursday, 03<sup>rd</sup> December, 2020 in the presence of 2 witnesses, Aruna and Sagar, 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

Aruna

Signature

Sagar Sachdeva

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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 process conducted at the EGM-01/2020-21, I submit herewith the combined report on e-Voting together with that of the Ballot as under:

**SPECIAL BUSINESS**

a) **Resolution No. 1**

**Approval under the provisions of Section 185 of the Companies Act, 2013**

<b>Voted in favour of the resolution:</b>		
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
<b>37</b>	<b>580400</b>	<b>100</b>

Out of 37 members who voted, 32 members voted through e-voting and 5 members voted through Ballot Process.

<b>Voted against the resolution</b>		
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
<b>0</b>	<b>0</b>	<b>0</b>

<b>Invalid Votes</b>	
Total number of members whose votes were declared invalid	Total number of votes cast by them
<b>0</b>	<b>0</b>

The Resolution stand passed under e-Voting and Ballot with the requisite majority.

The combined result of the votes (electronic and physical) is annexed as Annexure 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 voting at EGM-01/2020-21 shall be communicated to the stock exchange by the Company where its shares are presently listed.



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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 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 further report that at the EGM-01/2020-21 venue all the COVID 19 precautions were taken care by the Company in the best interest of all the present members and invitees for their safety.

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

Thanking you,  
Yours faithfully,

**For GA & Associates Company Secretaries LLP**

**Parul Gulati**  
**Partner**  
**Membership No: 37801**  
**COP No: 22076**  
**UDIN: A037801B001407961**

**Place: New Delhi**  
**Date: 04.12.2020**

**Combined Results of the Votes casted through remote e-Voting and Physical voting**

Sr. No	Particulars	Details
1.	Name of the company	Kalyani Commercials Limited
2.	CIN	L65923DL1985PLC021453
3.	Date & Day of Extra ordinary General Meeting	03 <sup>rd</sup> December, 2020 Thursday
4.	Total No. of Shareholders on Record date (Cut- off date 26 <sup>th</sup> November, 2020)	487
5.	No. of shareholders present in Meeting either in person or through proxy: - Promoters and Promoters Group - Public	4 33
6.	No. of shareholders attended the meeting through Video Conferencing: - Promoters and Promoters Group - Public	0 0

**1. Approval under the provisions of Section 185 of the Companies Act, 2013;**

Resolution Required:			Special Resolution					
Whether Promoter/ promoter group are interested in resolution:			No					
Promoter/ Public	Mode of Voting	No. of shares held	No. of votes Polled	% of votes polled on outstandi ng shares	No. of Votes in favor	No. of votes against	% of Votes in favor 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 & promoter Group	Remote e-voting	531,400	0	0	0	0	100	0
	Poll		531,400	100	531,400	0	100	0
	<b>Sub- Total</b>		<b>531,400</b>	<b>531,400</b>	<b>100</b>	<b>531,400</b>	<b>0</b>	<b>100</b>
Public – Institutional	Remote e-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0

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	Sub- Total	0	0	0	0	0	0	0
Public – Non Institutions	Remote- voting	4,68,600	48,500	10.35	48,500	0	100	
	Poll		500	0.11	500	0	100	0
	Sub- Total	4,68,600	49000	10.46	49000	0	100	0
<b>Grand Total</b>		<b>10,00,000</b>	<b>580400</b>	<b>58.04</b>	<b>580400</b>	<b>0</b>	<b>100</b>	<b>0</b>

**\*The aforesaid Special resolution was passed with the requisite majority.**

**For GA & Associates Company Secretaries LLP**

**Parul Gulati**  
**Partner**  
**Membership No: 37801**  
**COP No: 22076**  
**UDIN: A037801B001407961**

**Place: New Delhi**  
**Date: 04.12.2020**

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