

KDDL Limited

Kamla Centre, SCO 88-89, Sector 8-C, Chandigarh - 160 009, INDIA. Tel: +91 172 2548223/24, 2544378/79
Fax: +91 172 2548302, Website:www.kddl.com CIN-L33302HP1981PLC008123



Ref : KDDL/CS/2024-25/58

Date : 28th September, 2024

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra,
Mumbai - 400 051

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001

Trading Symbol : KDDL

Scrip Code : 532054

Subject: Voting Results – Consolidated Scrutinizer Report

Dear Sir/ Madam,

Further to our letter dated 27th September, 2024 regarding proceedings of 44th Annual General Meeting (AGM) held on Friday, 27th September, 2024 at 12:00 p.m. IST and pursuant to regulation 44 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform you that the following resolutions, mentioned in the notice convening 44th AGM of the Company, have been passed by the members of the Company with the requisite majority:

Sr .No.	Agenda Item	Type of Resolution
1	To receive, consider and adopt the Audited Financial Statements of the Company (Standalone as well as consolidated) for the financial year ended 31 st March, 2024 the reports of the Board of Directors and Auditors thereon.	Ordinary
2	To confirm the payment of Interim Dividend of Rs. 58 per equity share (580%) of face value of Rs. 10 each for the financial year 2023-24 and to declare final dividend of Rs. 4 per equity share (40%) for the financial year ended 31 st March, 2024.	Ordinary
3	To re-appoint Mr. Jai Vardhan Saboo (DIN: 00025499) who retires by rotation at this Annual General Meeting and, being eligible, offers himself for re-appointment.	Ordinary
4	To appoint Statutory Auditors of the Company.	Ordinary
5	Authorisation for borrowings by way of Unsecured Fixed Deposits from the shareholders of the Company.	Ordinary
6	Ratification of Remuneration to Cost Auditor for the financial year 2024-25.	Ordinary
7	Approval for Incentive Payout to Mr. Yashovardhan Saboo (DIN – 00012158), Chairman and Managing Director of the Company for the financial year 2023-24.	Special
8	Approval for Incentive Payout to Mr. Sanjeev Kumar Masown (DIN – 035423900), Whole time Director cum Chief Financial Officer for the financial year 2023-24.	Special
9	Approval for increase in overall Borrowing Limits of the Company under Section 180(1)(a) of the Companies Act, 2013.	Special

In this regard, please find enclosed voting results and consolidated scrutinizer report.

Kindly take the same on record.

Thanking you,
Yours truly

For KDDL Limited

Brahm Prakash Kumar
Company Secretary

AJAY K. ARORA
LL.B., FCS, IP

GST : 04ADSPA8498H1Z3

A. ARORA & CO.

Company Secretaries
&
Insolvency Professional

S.C.O. 64-65, 1ST FLOOR,
SECTOR 17-A, MADHYA MARG,
CHANDIGARH-160 017
Ph.: (O) 2701906
MOBILE : 98140-06492
E-MAIL : ajaykcs@gmail.com

Consolidated Report of Scrutinizer

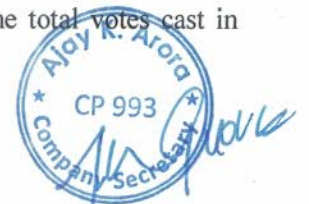
[Pursuant to section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman,
KDDL Limited
Plot No. 3, Sector III,
Parwanoo, Himachal Pradesh - 173200

44th Annual General Meeting of the Equity Shareholders of KDDL Limited held on Friday, the 27th September, 2024 at 12.00 P.M. conducted through Video Conferencing / Other Audio Visual Means.

Dear Sir,

1. I, Ajay Kumar Arora, Practicing Company Secretary, at S.C.O. 64-65, 1st Floor, Sector 17-A, Madhya Marg, Chandigarh was appointed as Scrutinizer by the Board of Directors of **KDDL Limited** (the Company) for the purpose of scrutinizing the e-voting process (remote e-voting) and e-voting during AGM pursuant to section 108 of the Companies Act, 2013 read with rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, as amended, in respect of the below mentioned resolutions proposed at the 44th Annual General Meeting (AGM) of the Equity Shareholders of KDDL Limited held on 27th September, 2024 at 12.00 P.M. conducted through Video Conferencing / Other Audio Visual Means ("VC").
2. The notice dated 23rd August, 2024, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions proposed at the 44th AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/Depositories, in compliance with the MCA Circular dated 5th May, 2020 read with circulars dated 8th April, 2020, 13th April, 2020, 28th December, 2022 and 25th September, 2023 (collectively referred to as "MCA Circulars") and SEBI Circular dated 12th May, 2020, 15th January, 2021, 13th May, 2022, 5th January, 2023 and 7th October, 2023.
3. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and e-voting during the Annual General Meeting on the resolutions proposed in the Notice of the 44th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through remote e-voting and e-voting during the meeting are conducted in a fair and transparent manner and render a consolidated scrutinizer's report of the total votes cast in



favour or against, if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL).

4. The Company had arranged the services of NSDL from 23rd September, 2024 (from 9.00 A.M.) to 26th September, 2024 (upto 5.00 P.M.). The voting rights were reckoned as on 20th September, 2024 being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting.
5. During the 44th AGM of the Company held on 27th September, 2024, it was informed that the facility of E-voting is available during the meeting for the members who have not cast their vote previously through remote e-voting and are attending the Meeting through video conferencing.
6. The results of remote e-voting and e-voting during the AGM were unblocked by me on 27th September, 2024 in the presence of two witnesses who are not in the employment of the Company.

The consolidated results of voting are as under:

ORDINARY BUSINESS:

(1) As an Ordinary Resolution-Item no. 1

To receive, consider and adopt the Audited Financial Statements of the Company (Standalone as well as consolidated) for the financial year ended 31st March, 2024 the reports of the Board of Directors and Auditors thereon.

Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/Votes	No. of Members	No. of shares/Votes
Detail of voting	138	6988113	131	6988100	7	13	-	-
% to total valid votes				99.999%		0.001%		

(2) As an Ordinary Resolution-Item no. 2

To confirm the payment of Interim Dividend of Rs. 58 per equity share (580%) of face value of Rs. 10 each for the financial year 2023-24 and to declare final dividend of Rs. 4 per equity share (40%) for the financial year ended 31st March, 2024.

Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/Votes	No. of Members	No. of shares/Votes
Detail of voting	140	7010770	134	7010758	6	12	-	-
% to total valid votes				99.999%		0.001%		



(3) As an Ordinary Resolution-Item no. 3

To re-appoint Mr. Jai Vardhan Saboo (DIN: 00025499) who retires by rotation at this Annual General Meeting and, being eligible, offers himself for re-appointment.

Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/V otes	No. of Members	No. of shares/V otes
Detail of voting	140	7010770	98	6826422	42	184348	-	-
% to total valid votes				97.37%		2.63%		

(4) As an Ordinary Resolution-Item no. 4

To appoint Statutory Auditors of the Company.

Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/V otes	No. of Members	No. of shares/V otes
Detail of voting	140	7010770	134	7008203	6	2567	-	-
% to total valid votes				99.963%		0.037%		

SPECIAL BUSINESS:

(5) As an Ordinary Resolution-Item no. 5

Authorization for borrowings by way of Unsecured Fixed Deposits from the shareholders of the Company.

Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/V otes	No. of Members	No. of shares/V otes
Detail of voting	140	7010770	93	6257114	47	753656	-	-
% to total valid votes				89.25%		10.75%		

(6) As an Ordinary Resolution-Item no. 6

Ratification of the remuneration to cost auditor for the financial year 2024-25.

Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/V otes	No. of Members	No. of shares/V otes
Detail of voting	140	7010770	132	7010637	8	133	-	-
% to total valid votes				99.998%		0.002%		



(7) As a Special Resolution-Item no. 7

Approval for Incentive Payout to Mr. Yashovardhan Saboo (DIN – 00012158), Chairman and Managing Director of the Company for the financial year 2023-24.

Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/ Votes
Detail of voting	140	7010770	125	6983500	15	27270	-	-
% to total valid votes				99.61%		0.39%		

(8) As a Special Resolution-Item no. 8

Approval for Incentive Payout to Mr. Sanjeev Kumar Masown (DIN – 035423900), Whole time Director cum Chief Financial Officer for the financial year 2023-24.

Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/ Votes
Detail of voting	140	7010770	125	6983500	15	27270	-	-
% to total valid votes				99.61%		0.39%		

(9) As a Special Resolution-Item no. 9

Approval for increase in overall Borrowing Limits of the Company under Section 180(1)(a) of the Companies Act, 2013.

Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/ Votes
Detail of voting	140	7010770	133	7010741	7	29	-	-
% to total valid votes				99.999%		0.001%		



Based upon the above details of votes cast, the Chairman/ Company Secretary may declare the result.

7. I hereby confirm that the electronic data, registers and all other relevant records related to remote e-voting and e-voting during the AGM is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman consider, approves and signs the minutes of the AGM.

Thanking you,
Yours Sincerely,



Ajay K Arora
Company Secretary in Practice
CP No. 993
FCS No. 2191
Date: 28.09.2024
Place: Chandigarh
UDIN: F002191F001357688
Peer Review Cer No.:2120/2022

Note: This report is based on the votes cast in through remote E-Voting and E-voting during the meeting. The applicability of the provisions of Section 188 and rules made thereunder read with SEBI (LODR) Regulations, regarding the non-voting by the interested parties on the resolutions covered in the Notice, if any, have not been taken into account while compiling this report. The management may declare the result after taking into consideration the applicability of provisions of Section 188 and SEBI (LODR) Regulations.