Chintan K. Patel

Company Secretaries

Scrutinizer's Report

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

To,
The Chairman,
27th Annual General Meeting of the
Equity Shareholders of Kanel Industries Limited
held on 30th Day of September, 2019 at 9:00 a.m. at
the registered office of the Company.

Dear Sir,

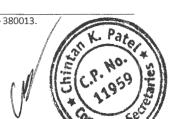
I, Chintan K. Patel, Practicing Company Secretary appointed as Scrutinizer by the Board of Directors to conduct the electronic voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions to be passed, at the 27th Annual General Meeting of the Equity Shareholders of Kanel Industries Limited held on 30th Day of September, 2019 at 9:00 a.m. at the registered office of the Company.

The Company has availed the e-voting facility offered by Central Depository Services Limited (CDSL) for conducting e-voting by the shareholders of the Company. The Company has also provided voting by physical ballot papers to the members who do not have access to e-voting facility.

I submit my Combined Report as under on the result of the voting through electronic means and physical mode in respect of the said resolutions:-

a) Resolution No. 1 – Adoption of Financial Statements for the year ended on March 31, 2019.

| | (i) Voted in Favor of resolution: | | |
|----------|---|------------------------------|---------------------------------------|
| | Number of members present and Voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
| e-voting | 3 | 301 | 0.00 |
| Physical | 35 | 6015890 | 100.00 |
| Total | 38 | 6016191 | 100.00 |



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| | (ii) Voted against of resolution: | | |
|----------|---|------------------------------|---------------------------------------|
| | Number of members present and Voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
| e-voting | 2 | 200 | 0 |
| Physical | 0 | 0 | 0 |
| Total | 2 | 200 | 0 |

| (i) Invalid Votes: | |
|--|------------------------------|
| Number of members present and Voting (in person or by proxy) whose votes were declared invalid | Number of votes cast by them |
| Nil | Nil |

b) Resolution No. 2 – To reappoint a director Mr. Dhiren Kanaiyalal Thakkar, who retires by rotation.

| | (i) Voted in Favor of | (i) Voted in Favor of resolution: | |
|----------|---|-----------------------------------|---------------------------------------|
| | Number of members present and Voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
| e-voting | 2 | 300 | 0.00 |
| Physical | 35 | 6015890 | 100.00 |
| Total | 37 | 6016190 | 100.00 |

| | (ii) Voted against of resolution: | | |
|----------|---|------------------------------|---------------------------------------|
| | Number of members present and Voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
| e-voting | 2 | 101 | 0 |
| Physical | 0 | 0 | 0 |
| Total | 2 | 101 | 0 |

16, Aarasuri Society, Nr. Vyasvadi, Opp. Bhavsar Hostel, Nava Vadaj, Ahmedabad – 380013. M: 09824141067 email: cschintanpatel@gmail.com



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| (i) Invalid Votes: | |
|--|------------------------------|
| Number of members present and Voting (in person or by proxy) whose votes were declared invalid | Number of votes cast by them |
| Nil | Nil |

c) Resolution No. 3 - Appointment of Mr. Hiteshbhai Kanaiyalal Thakkar (DIN 00610006) as Director.

| | (i) Voted in Favor of resolution: | | |
|----------|--|------------------------------|---------------------------------------|
| | Number of members present and Voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
| e-voting | 2 | 300 | 0.00 |
| Physical | 35 | . 6015890 | 100.00 |
| Total | 37 | 6016190 | 100.00 |

| | (ii) Voted against of resolution: | | |
|----------|---|------------------------------|---------------------------------------|
| | Number of members present and Voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
| e-voting | 2 | 101 | 0 |
| Physical | 0 | 0 | 0 |
| Total | 2 | 101 | 0 |

| (i) Invalid Votes: | |
|--|------------------------------|
| Number of members present and Voting (in person or by proxy) whose votes were declared invalid | Number of votes cast by them |
| Nil | Nil |



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d) Resolution No. 4 – To set limit to make Loans or Investments and to Give Guarantees or to provide Security in connection with a Loan made under Section 186 of Companies Act, 2013.

| | (i) Voted in Favor of resolution: | | |
|----------|--|---------|---------------------------------------|
| | Number of members present and Voting (in person or by proxy) | | % of total number of valid votes cast |
| e-voting | 3 | 400 | 0.00 |
| Physical | 35 | 6015890 | 100.00 |
| Total | 38 | 6016290 | 100.00 |

| | (ii) Voted against of | (ii) Voted against of resolution: | | |
|----------|---|-----------------------------------|---------------------------------------|--|
| | Number of members present and Voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast | |
| e-voting | 2 | 101 | 0 | |
| Physical | 0 | 0 | 0 | |
| Total | 2 | 101 | 0 | |

| (i) Invalid Votes: | |
|--|------------------------------|
| Number of members present and Voting (in person or by proxy) whose votes were declared invalid | Number of votes cast by them |
| Nil | Nil |

e) Resolution No. 5 – To give authority to the Board to borrow money in excess of paid-up share capital and free reserves of the Company under Section 180(1)(c) of the Companies Act, 2013.

| (i) Voted in Favor of resolution: | | |
|--|---|---------------------------------------|
| Number of members present and Voting (in person or by proxy) | • | % of total number of valid votes cast |





Chintan K. Patel COMPANY SECRETARIOS

| e-voting | 2 | 300 | 0.00 |
|----------|----|---------|--------|
| Physical | 35 | 6015890 | 100.00 |
| Total | 37 | 6016190 | 100.00 |

| | (ii) Voted against of | (ii) Voted against of resolution: | | |
|----------|---|-----------------------------------|---------------------------------------|--|
| | Number of members present and Voting (in person or by proxy) | | % of total number of valid votes cast | |
| e-voting | 3 | 201 | 0 | |
| Physical | 0 | 0 | 0 | |
| Total | 3 | 201 | 0 | |

| (ii) Invalid Votes: | | |
|--|------------------------------|--|
| Number of members present and Voting (in person or by proxy) whose votes were declared invalid | Number of votes cast by them | |
| Nil | Nil | |

Place: Ahmedabad

Date: September 30, 2019

Chintan K. Patel
Proprietor
Mem. No. A31987
COP No. 11959