



CELEBRATING 50 YEARS OF KINETIC

KEL:SH:SE

Date: 12 August 2023

To,
The Manager-Corporate Relations Department
BSE Limited
1st Floor, P J Towers
Fort, Mumbai- 400 001.

BSE Scrip Code: 500240

Subject: Voting results and Scrutinizer's Report for the Postal Ballot.

Dear Sir/Madam,

Pursuant to provisions of Regulation 30 and 44 (3) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 and other applicable provisions, please find enclosed herewith Scrutinizer's Report on Voting Results for the Special Resolutions passed by the members by way of Postal Ballot on 12th August, 2023.

All the resolutions were passed with requisite majority.

You are requested to kindly take the same on record and acknowledge the receipt

Thanking you.
Yours faithfully,

For Kinetic Engineering Limited

A handwritten signature in blue ink that reads 'Chaitanya'.



Chaitanya Mundra
Company Secretary and Compliance Officer

KINETIC ENGINEERING LTD

HEAD OFFICE:
Kinetic Innovation Park
D-1 Block, 18/2 MIDC, Chinchwad,
Pune, Maharashtra 411019, India

FACTORY:
Kinetic Manufacturing Plant
Nagar-Daund Road,
Ahmednagar 414001, India

CONTACT:
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www.KineticIndia.com
CIN:L35912MH1970PLC014819

FORM No. MGT-13

Report of Scrutinizer(s)

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

SCRUTINIZER'S REPORT ON REMOTE E-VOTING

To,
The Chairman
M/s Kinetic Engineering Limited
D1 Block, Plot No. 18/2, Chinchwad
Pune (MH) – 411019)

Dear Sir,

Sub.: Scrutinizer's Report on Postal Ballot through remote e-voting in respect of passing of resolution set-out on the Notice dated 11th July, 2023 and its amendment notice issued on 01st August, 2023.

I, Dinesh Shivnarayan Birla proprietor of Dinesh Birla & Associates, Practicing Company Secretary appointed as Scrutinizer by the board of directors of Kinetic Engineering Limited for the purpose of scrutinizing the postal ballot through remote e-voting process in respect of the resolution set out in the Notice and amendment issued dated 11th July, 2023 and 01st August, 2023 respectively.

In terms of the General Circular No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021 and 03/2022 dated May 5, 2022, issued by Ministry of Corporate Affairs, Government of India ('MCA Circulars'), the company has sent postal ballot notice in electronic form only. The hard copy of this postal ballot notice along with Postal Ballot Forms and pre-paid business envelopes were not sent to the members for the postal ballot in accordance with the requirements specifies under the MCA Circulars. Accordingly, the communication of the assent or dissent of the members would take place through the remote e-voting system only. The Notice has also been placed on the website of the company, e-voting website of CDSL and was also available on the website of the stock exchange.

Responsibility of the Management of the company

The compliance with the requirements of the Companies Act, 2013 and the rules made thereunder relating to remote e-voting by the shareholders on the resolution (s) set out in the notice and amendment issued dated 11th July, 2023 and 01st August, 2023 respectively, is the responsibility of the Management.

My responsibility as Scrutinizer

My responsibility as a Scrutinizer for the remote e-voting process is to make a Report for the votes casted 'in favour' or 'against' the resolutions as stated in the said Notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the agency engaged by the Company to provide e-voting facility, in a fair and transparent manner.

Based on confirmation received from the Company, I submit my report as under:

1. The Company had completed the dispatch of Notice of the Postal Ballot on Tuesday, 11th July, 2023, to its members through email whose email id is registered with the Registrar and Share Transfer Agent (RTA)/ Depositories.

The members holding shares in physical mode or not having email ID registered with their Depository Participants or Registrar & Share Transfer Agent of the company, were given special facility to get their email ID registered to receive the notice electronically and participate in remote e-voting process. As prescribed in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 read with the Circular, the company has given a public advertisement in Financial Express and Loksatta on 13th July, 2023.

2. The said Notice was dispatched on the basis of Register of Members made available by RTA of the Company and the list of beneficial owners made available by the depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on Friday, 07th July, 2023.
3. As per Rule 20 of Companies (Management and Administration) Rules, 2014, as amended from time to time, the Company has published advertisement about providing E-voting facility in Newspapers named "Financial Express" (English Newspaper) and "Loksatta" (Marathi Newspaper) on 13th July, 2023.
4. The Company had provided e-voting facility offered by Central Depository Services (India) Limited (CDSL) to the shareholders of the Company.
5. The facility of E-Voting remained open from Friday July 14, 2023 at 9.00 a.m. (IST) and ends on Saturday August 12, 2023 at 05.00 p.m. (IST)
6. The equity shareholders holding shares on July 07, 2023 (i.e. "cut-off date") were entitled to vote on the resolution (s) set out in the notice of Postal Ballot.
7. The votes cast under e-voting were thereafter unblocked and downloaded on August 12, 2023 at 05.15 p.m. from the E-Voting Portal of CDSL
8. The results of e-voting is as under:

a) Resolution No. 1 – Special Resolution - Reclassification of Authorised Share Capital and consequent Alteration of Memorandum of Association

I. Voted in favour of the resolution;

| Mode of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | 194 | 11054489 | 99.9938 |

II. Voted against the resolution;

| Mode of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | 3 | 680 | 0.0062 |

III. Invalid Votes;

| Mode of Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------|---|------------------------------------|
| Remote E-voting | 0 | 0 |

Based on above I report that the Special Resolution set out as Item No. 1 of the Postal Ballot Notice has been passed with requisite majority.

b) Resolution No. 2 – Special Resolution – Issue of Equity Shares on Preferential Basis to promoter of the company

I. Voted in favour of the resolution;

| Mode of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | 189 | 11054721 | 99.9959 |

II. Voted against the resolution;

| Mode of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | 8 | 448 | 0.0041 |

III. Invalid Votes;

| Mode of Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------|---|------------------------------------|
| Remote E-voting | 0 | 0 |

Based on above I report that the Special Resolution set out as Item No. 2 of the Postal Ballot Notice has been passed with requisite majority.

c) **Resolution No. 3 – Special Resolution - Offer, issue and allot on Preferential basis Optionally Convertible Cumulative Preference Shares of the company**

I. Voted in favour of the resolution;

| Mode of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | 190 | 11054733 | 99.9960 |

II. Voted against the resolution;

| Mode of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | 7 | 436 | 0.0040 |

III. Invalid Votes;

| Mode of Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------|---|------------------------------------|
| Remote E-voting | 0 | 0 |

Based on above I report that the Special Resolution set out as Item No. 3 of the Postal Ballot Notice has been passed with requisite majority.

d) **Resolution No. 4 – Special Resolution – To sale Non-Core assets of the company**

I. Voted in favour of the resolution;

| Mode of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | 182 | 197435 | 99.9802 |

II. Voted against the resolution;

| Mode of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | 6 | 39 | 0.0198 |

III. Invalid Votes;

| Mode of Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------|---|------------------------------------|
| Remote E-voting | 0 | 0 |

Based on above I report that the Special Resolution set out as Item No. 4 of the Postal Ballot Notice has been passed with requisite majority.

e) **Resolution No. 5 – Special Resolution – To increase the limits u/s 186(2) of Companies Act, 2013 for extending loans, providing guarantees or giving securities for loans taken by any person or body corporate**

I. Voted in favour of the resolution;

| Mode of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | 188 | 11055081 | 99.9992 |

II. Voted against the resolution;

| Mode of Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote E-voting | 8 | 78 | 0.0008 |

III. Invalid Votes;

| Mode of Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------|---|------------------------------------|
| Remote E-voting | 0 | 0 |

Based on above I report that the Special Resolution set out as Item No. 5 of the Postal Ballot Notice has been passed with requisite majority.

9. A soft copy of the list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution has been emailed to the authorised representative of the company.

Thanking you,

Yours faithfully,

For Dinesh Birla & Associates

Company Secretaries

DINESH
SHIVNARAYAN
BIRLA

Digitally signed by DINESH
SHIVNARAYAN BIRLA
Date: 2023.08.12 21:20:19
+05'30'

Dinesh Birla

Proprietor

Membership No.: FCS-7658

COP No. 13029

UDIN: F007658E000796908

Peer Review No.: 1668/2022

Place: Pune

Date: 12th August, 2023