

E:KRBL/BIBHU/STK_EX_1819/29
August 21, 2018

<p>The General Manager Department of Corporate Services BSE Limited Floor 25, Phiroze Jeejeebhoy Towers Dalal Street Mumbai – 400 001</p> <p>Scrip Code: 530813</p>	<p>National Stock Exchange of India Limited “Exchange Plaza”, C-1, Block-G Bandra-Kurla Complex Bandra (E) Mumbai-400051</p> <p>Symbol: KRBL Series: Eq.</p>
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Dear Sir/Madam,

Sub: Result of Chairman alongwith the Scrutinizer’s Report with respect to voting for the 25th Annual General Meeting of KRBL Limited

We are pleased to submit herewith the following documents with respect to the 25th Annual General Meeting of KRBL Limited as held on Monday, August 20, 2018, at 11.00 A.M., at Sri Sathya Sai International Centre, Pragati Vihar, Lodhi Road, New Delhi-110 003:

- (1) Result Declared by Company Secretary as authorised by the Chairman.
- (2) Combined Scrutinizer Report in respect of passing of Resolution(s) through electronic mode and poll conducted at the 25th Annual General Meeting of the Company, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

This is in Compliance with the provisions of above mentioned regulations and for your information.

Thanking you,

Yours faithfully
For KRBL Limited

For KRBL Limited


Raman Sapra Secretary
Company Secretary

Encl.: As Above.

RESULT OF ELECTRONIC VOTING AND POLL CONDUCTED PURSUANT TO THE PROVISIONS OF SECTION 108 OF THE COMPANIES ACT, 2013 READ WITH RULE 20 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 FOR THE 25TH ANNUAL GENERAL MEETING OF MEMBERS OF KRBL LIMITED AS HELD ON MONDAY, AUGUST 20, 2018, AT SRI SATHYA SAI INTERNATIONAL CENTRE, PRAGATI VIHAR, LODHI ROAD, NEW DELHI-110 003, COMMENCED AT 11.00 A.M. AND CONCLUDED AT 14.30 P.M.

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ORDINARY BUSINESS

Resolution No. 1 To consider and adopt:

(a) the Audited Financial Statement of the Company for the financial year ended March 31, 2018, together with the Reports of the Board of Directors and Auditors' thereon; and

(b) the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2018, together with the Report of Auditors' thereon.

(I) VOTED IN FAVOUR THE RESOLUTION:

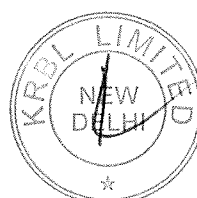
No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast(shares) through E-voting and poll	% of total number of valid votes cast	% of total no. of shares of the Company(Paid Up)
101	180462651	35	172	180462823	99.99964	76.66549

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast	% of total no. of shares of the Company
0	0	6	653	653	0.00036	0.00028

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll
0	0	6	46	46



RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

Resolution No. 2 – To declare a dividend of Rs. 2.30 per equity share on 23,53,89,892 equity shares of Re. 1/- each for the financial year ended March 31, 2018.

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast(shares) through E-voting and poll	% of total number of valid votes cast	% of total no. of shares of the Company
101	180462651	36	781	180463432	99.99998	76.66575

(II) VOTED AGAINST THE RESOLUTION:

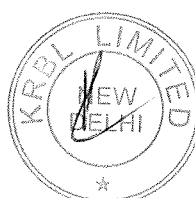
No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast	% of total no. of shares of the Company
0	0	5	44	44	0.000024	0.00002

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll
0	0	6	46	46

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.



Resolution No. 3 – To appoint a Director in place of Mr. Arun Kumar Gupta (DIN: 00030127), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast(shares) through E-voting and poll	% of total number of valid votes cast	% of total no. of shares of the Company
99	180462413	36	781	180463194	99.99984	76.66565

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast	% of total no. of shares of the Company
2	238	5	44	282	0.00016	0.00012

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll
0	0	6	46	46

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority

Resolution No. 4 – To appoint a Director in place of Mr. Anoop Kumar Gupta (DIN: 00030160), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast(shares) through E-voting and poll	% of total number of valid votes cast	% of total no. of shares of the Company
99	180462413	36	781	180463194	99.99984	76.66565



(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast	% of total no. of shares of the Company
2	238	5	44	282	0.00016	0.00012

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll
0	0	6	46	46

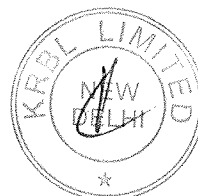
RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 4 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

Resolution No. 5 – To appoint M/s. Walker Chandiok & Co, LLP, as Joint Statutory Auditors and to fix their remuneration.

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast(Shares) through E-voting and poll	% of total number of valid votes cast	% of total no. of shares of the Company
100	180462648	35	172	180462820	99.99964	76.66549



(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast	% of total no. of shares of the Company
1	3	6	653	656	0.00036	0.00028

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll
0	0	6	46	46

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 5 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

SPECIAL BUSINESS

Resolution No. 6 – Ratification and confirmation of remuneration of Cost Auditors for the financial year 2018-19 through an Ordinary Resolution:

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast(shares) through E-voting and poll	% of total number of valid votes cast	% of total no. of shares of the Company
98	180462628	35	172	180462800	99.99963	76.66548



(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast	% of total no. of shares of the Company
3	23	6	653	676	0.00037	0.00029

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll
0	0	6	46	46

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 6 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

Thanking you

Yours Sincerely
For KRBL Limited

For KRBL Limited



Raman Sapra
Company Secretary

Date : Noida, Uttar Pradesh

Place : August 21, 2018

DMK ASSOCIATES



C O M P A N Y S E C R E T A R I E S

COMBINED SCRUTINIZER REPORT FOR REMOTE E-VOTING & POLL FOR M/s KRBL LIMITED

To,

The Chairman/ Company Secretary
M/s KRBL Limited
5190, Lahori Gate
Delhi-110006

Sub: Combined Scrutinizer's Report on Remote E-voting and voting at the AGM through
Physical Ballot Forms/ E-voting

Dear Sir,

The Board of Directors of the Company at its meeting held on Tuesday July 24, 2018 has appointed me as Scrutinizer pursuant to section 108 of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014 and all other provision as applicable, to conduct the e-voting and voting through ballot paper process for its 25th Annual General Meeting of the Company held on August 20, 2018 in fair and transparent manner.

The Company has engaged Central Depository Services (India) Limited (CDSL) as the service provider, for extending the facility of electronic voting to the shareholders of the Company. The e-voting process was started on Friday, the 17th day of August, 2018 at 09:00 A.M. to Sunday, the 19th day of August, 2018 upto 05:00 P.M. The e-voting results were unblocked by me on 20th August, 2018 in the presence of two witnesses.

At the 25th Annual General Meeting of the Company held on August 20, 2018, the Chairman of the Company had suo-moto called for a poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process.



As on August 13, 2018, the cut-off date there were 34,756 Shareholders of the Company who were entitled to vote on the resolutions placed for the approval of the shareholders through e-voting/voting through ballot papers conducted at the 25th Annual General Meeting of the Company.

ORDINARY BUSINESS

RESOLUTION NO. 1 –ORDINARY RESOLUTION

To consider and adopt: (a) the Audited Financial Statements of the Company for the financial year ended March 31, 2018, together with the Reports of the Board of Directors and Auditors thereon; and (b) the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2018, together with the Auditors' Report thereon;

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast(shares) through E-voting and poll	% of total number of valid votes cast
101	180462651	35	172	180462823	99.99964

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast
0	0	6	653	653	0.00036



(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll
0	0	6	46	46

RESULT

As the number of votes cast in favor of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed in favor of the resolution with requisite majority.

RESOLUTION NO.2 –ORDINARY RESOLUTION

To declare a dividend of Rs. 2.30 per equity share on 23, 53, 89, 892 equity shares of Rs. 1/- each for the financial year ended March 31, 2018.

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/Pr oxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast(shares) through E-voting and poll	% of total number of valid votes cast
101	180462651	36	781	180463432	99.99998

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast



0	0	5	44	44	0.00002 4
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(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll
0	0	6	46	46

RESULT

As the number of votes cast in favor of the resolution were more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed in favor of the resolution with requisite majority.

RESOLUTION NO. 3 –ORDINARY RESOLUTION

To appoint a Director in place of Mr. Arun Kumar Gupta (DIN -00030127), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/P roxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast (shares) through E-voting and poll	% of total number of valid votes cast
99	180462413	36	781	180463194	99.99984



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(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast
2	238	5	44	282	0.00016

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll
0	0	6	46	46

RESULT

As the number of votes cast in favor of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed in favor of the resolution with requisite majority.

RESOLUTION NO.4 –ORDINARY RESOLUTION

To appoint a Director in place of Mr. Anoop Kumar Gupta (DIN-00030160), who retires by rotation at this Annual General Meeting and being eligible, offers himself for Re-appointment.

(I) VOTED IN FAVOUR THE RESOLUTION:



No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast(shares) through E-voting and poll	% of total number of valid votes cast
99	180462413	36	781	180463194	99.99984

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast
2	238	5	44	282	0.00016

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll
0	0	6	46	46

RESULT

As the numbers of votes cast in favor of the resolution were more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 4 as set out in the Notice of the AGM is passed in favor of the resolution with requisite majority.

RESOLUTION NO. 5 –ORDINARY RESOLUTION

Resolution No. 5 – To appoint M/s.Walker Chandiook & Co, LLP as Joint Statutory Auditors and to fix their remuneration.

(I) VOTED IN FAVOUR THE RESOLUTION:



No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) - Poll	Total no. of votes cast(shares) through E-voting and poll	% of total number of valid votes cast
100	180462648	35	172	180462820	99.99964

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) - Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast
1	3	6	653	656	0.00036

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) - Poll	Total no. of votes cast through E-voting and poll
0	0	6	46	46

RESULT

As the number of votes cast in favor of the resolution were more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 5 as set out in the Notice of the AGM is passed in favor of the resolution with requisite majority.

SPECIAL BUSINESS

RESOLUTION NO. 6 –ORDINARY RESOLUTION

Resolution No.6-Ratification and Confirmation of remuneration of Cost Auditors for the financial year 2018-19



(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast(shares) through E-voting and poll	% of total number of valid votes cast
98	180462628	35	172	180462800	99.99963

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast
3	23	6	653	676	0.00037

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll
0	0	6	46	46

RESULT

As the number of votes cast in favor of the resolution were more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 6 as set out in the Notice of the AGM is passed in favor of the resolution with requisite majority.



**DMK ASSOCIATES
COMPANY SECRETARIES**

The relevant records relating to E – Voting and Poll were sealed and handed over to the Company Secretary/Director authorized by the Board of the Company for safe keeping.

Thanking you

Yours Sincerely

**For DMK ASSOCIATES
COMPANY SECRETARIES**



A handwritten signature in black ink, appearing to read "Deepak Kukreja".

**DEEPAK KUKREJA
PARTNER
31/36, Basement, Old Rajinder Nagar
Delhi - 110060
FCS No: 4140
CP No: 8265**

Date : August 21, 2018

Place : New Delhi

For KRBL Limited

A handwritten signature in black ink, appearing to be a signature of the Company Secretary.

Signed by Company Secretary