



E:KRBL/BIBHU/STK_EX_2223/51
27 September 2022

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

Dear Sir/Madam,

Sub: Scrutinizer's Report with respect to 29th Annual General Meeting ('AGM') of KRBL Limited.

Please find enclosed herewith Consolidated Scrutinizer's Report in respect of passing of Resolution(s) through remote e-voting and e-voting during the 29th AGM 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 for your information and record.

Thanking you,

Yours faithfully
For KRBL Limited

Anoop Kumar Gupta
Joint Managing Director

Encl.: As Above

CONSOLIDATED SCRUTINIZER'S REPORT
KRBL LIMITED

To,

The Chairman,
KRBL LIMITED
5190, Lahori Gate,
Delhi -110006

Sub: Consolidated Scrutinizer's Report on e-voting 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 as amended from time to time for the Annual General Meeting of KRBL LIMITED held on Monday, 26 September, 2022 at 12:00 P.M. through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').

Dear Sir,

- 1) The Board of the Company at its meeting held on Monday, 08 August, 2022 had appointed me as Scrutinizer pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and all other provisions as applicable, to scrutinize the remote e-voting and e-voting conducted at its Annual General Meeting (“AGM”) in fair and transparent manner.
- 2) The Company had engaged Central Depository Services (India) Limited (“CDSL”) as the service provider, for extending the facility of electronic voting (Remote e-voting and e-voting facility provided during the AGM) to the shareholders of the Company.
- 3) The Remote e-voting process was started on Friday, 23 September, 2022 at 09:00 AM and ended on Sunday, 25 September, 2022 at 05:00 PM.



**DMK ASSOCIATES
COMPANY SECRETARIES**

- 4) On completion of e-voting during the AGM, the report on e-voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked by me in the presence of two witnesses not in the employment of the company and were counted.

- 5) I have scrutinized and reviewed the remote e-voting and e-voting facility provided to shareholders during the AGM and votes cast therein based on the data downloaded from the CDSL e-voting system.

- 6) As on 09 September, 2022 i.e. the cut-off date, there were 61,510 Shareholders of the Company who were entitled to vote on the resolutions placed for the approval of the shareholders through remote e- voting as well as e- voting facility provided at the AGM of the Company.

- 7) The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, the Rules and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting prior to and during the AGM on the resolutions contained in the notice of the AGM.

- 8) My responsibility as Scrutinizer for e-voting process (Remote e-voting and e-voting facility provided during the AGM) is restricted to making Consolidated Scrutinizer's Report of the votes cast "in favor" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by CDSL.

- 9) I now submit my consolidated Report as under on the result of the remote e-voting and e-voting done during the AGM in respect of the said resolutions.



ORDINARY BUSINESS

RESOLUTION NO. 1 – ORDINARY RESOLUTION

TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS (STANDALONE AND CONSOLIDATED) OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2022, TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
279	172616223	99.97

(II) VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
18	56763	0.03

(III) INVALID VOTES OF THE RESOLUTION:

Number of Members whose votes were declared as invalid	No. of invalid votes(Shares) Cast by them
0	0

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. 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 FINAL DIVIDEND OF RS. 3.50 (350%) PER EQUITY SHARE ON 23,53,89,892 EQUITY SHARES OF RE. 1/- EACH FOR THE FINANCIAL YEAR 2021-22.

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
284	172743718	100

(II) VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
15	251	negligible

(III) INVALID VOTES OF THE RESOLUTION:

Number of Members whose votes were declared as invalid	No. of invalid votes(Shares) Cast by them
0	0

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. ANOOP KUMAR GUPTA (DIN: 00030160), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
222	164961168	95.50

(II) VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
71	7779587	4.5

(III) INVALID VOTES OF THE RESOLUTION:

Number of Members whose votes were declared as invalid	No. of invalid votes(Shares) Cast by them
0	0

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. 3 as set out in the Notice of the AGM is passed in favor of the resolution with requisite majority.



SPECIAL BUSINESS

RESOLUTION NO. 4 – ORDINARY RESOLUTION

**RATIFICATION AND CONFIRMATION OF REMUNERATION OF COST
AUDITORS FOR THE FINANCIAL YEAR 2022-23.**

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
271	172696805	99.97

(II) VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
22	43950	0.03

(III) INVALID VOTES OF THE RESOLUTION:

Number of Members whose votes were declared as invalid	No. of invalid votes(Shares) Cast by them
0	0

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. 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

**RE-APPOINTMENT OF MS. PRIYANKA MITTAL (DIN: 00030479) AS
WHOLE TIME DIRECTOR OF THE COMPANY AND REVISION IN
REMUNERATION.**

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
252	171215197	99.12

(II) VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of valid votes(Shares) Cast	% of total number of valid votes cast
43	1527737	0.88

(III) INVALID VOTES OF THE RESOLUTION:

Number of Members whose votes were declared as invalid	No. of invalid votes(Shares) Cast by them
0	0

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.



DMK ASSOCIATES
COMPANY SECRETARIES

- 10) The electronic data and other relevant records relating to e -voting are under my safe custody until the chairman considers, approves and sign the minutes of AGM and the same will be handed over to the Company Secretary/Director authorized by the Board for safe keeping.

FOR DMK ASSOCIATES
COMPANY SECRETARIES

Date : 27.09.2022
Place : New Delhi
UDIN No.- F004140D001051131



(DEEPAK KUKREJA)
PARTNER
FCS, LLB., ACIS (UK), IP
CP No.8265
FCS No. 4140
Peer Review No. 779/2020

For KRBL LIMITED



Signed By:
(JYOTI VERMA)
COMPANY SECRETARY & COMPLIANCE OFFICER