

KHANDELWAL EXTRACTIONS LTD.

51/47 , NAYAGANJ,
KANPUR-208001

Phones: 2313195, 2319610

Mobile No.: 09415330630

Email Id : kelknp@yahoo.com

Website: www.khandelwalextractions.com

CIN : L24241UP1981PLC005282

Ref. No. HO/SECY/19-20/33/

30th September, 2019

To,
The Listing Manager
BSE Ltd.
The Department of Corporate Services
PJ Towers, Dalal Street
MUMBAI -400001

Listing Centre: listing.bseindia.com

Sub: Scrutinizer's Report

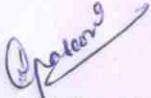
Dear Sir/Ma'am,

Please find enclosed herewith the Scrutinizer's Report on the E-voting and voting by Ballot at the 37th Annual General Meeting of the Company held on Saturday, 28th September, 2019 at 4:00 PM at 50 MIG Bungalow, W Block, Keshav Nagar, Kanpur-208014.

Kindly take the same on your records.

Thanking You.

Yours faithfully,
For Khandelwal Extractions Limited



Surabhi Pasari
(Company Secretary)

Encl: As above

BANTHIA & COMPANY

COMPANY SECRETARIES

G. K. BANTHIA

261, Z-1, Barra-II,
Kanpur - 208 027
Ph. (O/R) 2612511, 2612434
Fax (P.P.) 2305993

Ref. No:.....

Date:.....

Report of Scrutinizer

The Chairman

September 30, 2019

Khandelwal Extractions Ltd.

51/47, Naya Ganj

Kanpur 208001

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e voting conducted as per section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management And Administration) Rules 2014 as amended by the Companies (Management And Administration) Rules, 2015 /amended on date and voting by Ballot at the Annual General Meeting of the Company held on Saturday, the 28th day of September 2019.

1. I. G K Banthia Practicing Company Secretary CP No.1405, appointed the Scrutinizer as per Board of Directors Resolution of August 10th, 2019 for the purpose of voting by electronic means in terms of section 108 of the Companies Act 2013 read with Rule 20 & 21 of Companies (Management And Administration) Rules 2015./amended on date, in respect of the 08 items (resolutions) referred to in the subsequent paragraphs, for the purpose of scrutinizing in fair and transparent manner the remote e voting process, ballot forms as may be received from shareholders at the 37th Annual General Meeting of the Company held on September 28, 2019 as per Notice dt. August 10, 2019.
2. The Management is responsible to ensure the compliance with the requirements of the Companies Act 2013, and applicable Rules for conducting voting by electronic means and ballot papers at the annual general meeting on the resolutions contained in the Notice of the Annual General Meeting of the Company. My responsibility as scrutinizer for e-voting and ballot papers is restricted to make a scrutinizer's report on the vote cast whether in favour or against the resolutions as per **Annexure**, based on reports generated from the e voting system provided by CDSL, to provided e-voting facilities, engaged by the Company and of the voting through ballot papers at the AGM.
3. The Notices of the Thirty Seventh Annual General Meeting were dispatched on August 29th, 2019 by courier.
4. The public advertisement with respect to dispatch of Notice of the Annual General Meeting and conducting of voting through electronic means was published in "The Pioneer" English News Paper and "Jansatta" Hindi News Paper on August 30, 2019.



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5. The members were given an option to vote electronically on e-voting platform, provided by the CDSL with which the company had made necessary arrangement as well as by Ballot to those who had not cast their earlier through remote e voting facility.
6. The Shareholders holding the shares on "cut off" date i.e. September 21, 2019, were eligible to cast vote on the proposed resolutions No.1 to 08 as mentioned in the Notice dt. August 10, 2019.
7. The e voting period commenced on 10.00 a.m. September 25, 2019 and closed on September 27, 2019, at 5.00 p.m.
8. The electronic votes cast accordingly were taken into account and at the end of the said voting period on September 27, 2019 at 5.00 p.m. and the CDSL portal was blocked thereafter.
9. The votes cast by e voting were unblocked on September 28 after 7.00 p.m. in the presence of two witnesses Mr. Neeraj Jain and Mr. Gopesh Sahu who are not in the employment of the company.
10. A register has been maintained electronically to record the assent and dissent votes cast in the respect of the resolutions.
11. Based on the results downloaded as per data provided by CDSL which have been scrutinized by me 30 members have cast their votes by e-voting and have annexed the details and analysis of the e-voting results for each of the 08 resolutions contained in the Notice referred above.
12. No votes were cast through the Ballot Forms at the AGM held on September 28, 2019 at 4.00 p.m. though complete arrangements for the same was made by the Company and announced by the Chairman at the meeting.
13. My consolidated report of the votes cast by the shareholders through remote e voting and physical Ballot at the AGM in respect of the below mentioned 08 resolutions may accordingly be declared and counter signed by the Chairman.
14. All the related papers and the data sheet relating to e-voting in sealed envelope have been handed over to the Company Secretary for safe keeping.

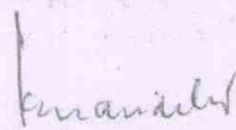
Thanking You,

Yours Faithfully,

For Banthia And Company


(G.K. Banthia)
Company Secretary
C.P. No.- 1405


BANTHIA & COMPANY
Company Secretaries
G.K. BANTHIA PROPRIETOR
261, Z-1, Barra-II
KANPUR-208 027
C.P. No 1405


K.N. Khandelwal
(Chairman)

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Annexure to report

The consolidated result of the votes cast by remote e- voting and by Ballot at the AGM of Khandelwal Extractions Limited held on September 28, 2019 is as under:

Ordinary Business:

(A). Item No. 1-

Ordinary Resolution: Adoption of Audited Financial Statement for the Financial Year 2018-19 and the Reports of the Board of Directors and the Auditors thereon.

(I) Voted in favour of the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	30	3,50,500	100
Polling	Nil	Nil	Nil
Combined	30	3,50,500	100

(II) Voted against the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	Nil	Nil	Nil
Polling	Nil	Nil	Nil
Combined	Nil	Nil	Nil



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(iii) Invalid votes:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them
Postal Ballot	-	-
E-voting	Nil	Nil
Polling	Nil	Nil
Combined	Nil	Nil

(B). Item No. 2:

Ordinary Resolution: - To ratify the payment of dividend on 5000 Cumulative Redeemable Preference Shares of Series II & 5000 Cumulative Redeemable Preference Shares of Series III @ 12% for the period 01.04.2018 to 24.03.2019 out of surplus in Profit & Loss A/c.

(I) Voted in favour of the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	30	3,50,500	100
Polling	Nil	Nil	Nil
Combined	30	3,50,500	100

(II) Voted against the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	Nil	Nil	Nil
Polling	Nil	Nil	Nil
Combined	Nil	Nil	Nil



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Date:.....

(III) Invalid votes:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them
Postal Ballot	-	-
E-voting	Nil	Nil
Polling	Nil	Nil
Combined	Nil	Nil

(C). Item No. 3 :

Ordinary Resolution:- To appoint a Director in place of Shri Dinesh Khandelwal (DIN: 00161831), who retires by rotation and being eligible offers himself for re-appointment.

(I) Voted in favour of the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	29	308500	100
Polling	Nil	Nil	Nil
Combined	29	308500	100

(II) Voted against the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	Nil	Nil	Nil
Polling	Nil	Nil	Nil
Combined	Nil	Nil	Nil



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Date:.....

(III) Invalid votes:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them
Postal Ballot	-	-
E-voting	-	-
Polling	Nil	Nil
Combined	-	-

(D) Item No. 4 :

Ordinary Resolution:- . To Re-appoint Shri Dinesh Khandelwal as Whole-time Director (Finance) & CFO

(I) Voted in favour of the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	27	243850	100
Polling	Nil	Nil	Nil
Combined	27	243850	100

(II) Voted against the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	Nil	Nil	Nil
Polling	Nil	Nil	Nil
Combined	Nil	Nil	Nil



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(III) Invalid votes:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them
Postal Ballot	-	-
E-voting	2	64650
Polling	Nil	Nil
Combined	2	20.96

(E) Item No. 5 :

Ordinary Resolution:- To Re-appoint Shri Ashok Gupta as an Independent Director

(I) Voted in favour of the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	29	3,50,400	100
Polling	Nil	Nil	Nil
Combined	29	3,50,400	100

(II) Voted against the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	Nil	Nil	Nil
Polling	Nil	Nil	Nil
Combined	Nil	Nil	Nil



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(III) Invalid votes:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them
Postal Ballot	-	-
E-voting	Nil	Nil
Polling	Nil	Nil
Combined	Nil	Nil

(F) Item No. 6 :

Special Resolution:- To Re-appoint Shri Atul Bagla as an Independent Director

(I) Voted in favour of the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	29	3,50,400	100
Polling	Nil	Nil	Nil
Combined	29	3,50,400	100

(II) Voted against the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	Nil	Nil	Nil
Polling	Nil	Nil	Nil
Combined	Nil	Nil	Nil



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(III) Invalid votes:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them
Postal Ballot	-	-
E-voting	Nil	Nil
Polling	Nil	Nil
Combined	Nil	Nil

(G) Item No. 7 : To Re-appoint Shri Anil Kamthan as an Independent Director

Special Resolution:-

(I) Voted in favour of the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	29	3,50,400	100
Polling	Nil	Nil	Nil
Combined	29	3,50,400	100

(II) Voted against the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	Nil	Nil	Nil
Polling	Nil	Nil	Nil
Combined	Nil	Nil	Nil



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Date:.....

(III) Invalid votes:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them
Postal Ballot	-	-
E-voting	Nil	Nil
Polling	Nil	Nil
Combined	Nil	Nil

(G) Item No. 8 : To Re-appoint Mrs. Rekha Kejriwal as an Independent Director

Special Resolution:-

(I) Voted in favour of the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	30	3,50,500	100
Polling	Nil	Nil	Nil
Combined	30	3,50,500	100

(II) Voted against the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	Nil	Nil	Nil
Polling	Nil	Nil	Nil
Combined	Nil	Nil	Nil



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(iii) Invalid votes:

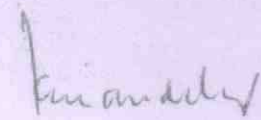
Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them
Postal Ballot		
E-voting	Nil	Nil
Polling	Nil	Nil
Combined	Nil	Nil

Note: All the 08 resolutions are accordingly passed with requisite majority.

For Bantia And Company


(G. K. Bantia)
Company Secretary
C.P. No. - 1405


BANTHIA & COMPANY
Company Secretaries
G.K. BANTHIA PROPRIETOR
261, Z-1, Barra-II
KANPUR-208 027
C.P. No 1405


(K. N. Khordelmal)
Chairman