

Kkalpana Industries (India) Limited

Date: 27th September, 2024

To, The Manager, Listing Department, **The BSE Limited** PJ Towers, Dalal Street, Mumbai – 400 001

<u>Sub: Voting Results and Scrutinizer Report of 39th Annual General Meeting of Kkalpana Industries (India) Limited held on 27th September 2024 through VC/OAVM</u>

Scrip Code: 526409

Dear Sir.

In continuation to our letter dated 27th September 2024 stating the proceedings of the AGM, we would like to inform you that the Scrutinizer, Mr. Ashok Kumar Daga, (Membership No. FCS 2699 and COP No. 2948), Practicing Company Secretary, Kolkata has submitted his report dated 27th September 2024 on 27th September 2024.

Please find enclosed herewith the following:

- Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- Report of the Scrutinizer dated September 27, 2024, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended/modified from time to time, if any).

It may be noted that, as per the voting results, the members considered and approved the following businesses:

- Considered and adopted the Audited Balance Sheets as at 31st March 2024 and the Statement of Profit & Loss Accounts and Cash Flow Statements for the year ended as on that date and the Board's Reports and Report of the Statutory Auditors thereon (Ordinary Resolution).
- 2. Appointed Mr. Ddev Surana (DIN: 08357094) who retired by rotation (Ordinary Resolution).
- 3. Ratified remuneration payable to the Cost Auditors of the Company for the Financial Year ending 31st March 2025 (Ordinary Resolution).
- Appointment of Mr. Dhari Lal Goenka (DIN: 10717410) as Independent Director of the Company. (Ordinary Resolution)

All resolutions were passed with Requisite majority. Kindly take the information on record and oblige.

Thanking You Yours faithfully

For Kkalpana Industries (India) Limited



Swati Bhansali (Membership No. ACS 52755) (Company Secretary)

CC:

The Calcutta Stock Exchange Limited, 7, Lyons Range, Kolkata – 700 001.

Regd. Office: New BK Market, 16A, Shakespeare Sarani, 4th Floor, Room No. 3, Kolkata - 700071 Tel: +91-33-4064 7843, E-mail: kolkata@kkalpana.co.in, www.kkalpanagroup.com

CIN: L19202WB1985PLC039431

General information about company						
Scrip code	526409					
NSE Symbol						
MSEI Symbol						
ISIN	INE301C01028					
Name of the company	KKALPANA INDUSTRIES (INDIA) LIMITED					
Type of meeting	AGM					
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	27-09-2024					
Start time of the meeting	4:00 PM					
End time of the meeting	4:37 PM					

Scrutinizer Details						
Name of the Scrutinizer	ASHOK KUMAR DAGA					
Firms Name	ASHOK KUMAR DAGA					
Qualification	CS					
Membership Number	2699					
Date of Board Meeting in which appointed	23-05-2024					
Date of Issuance of Report to the company	27-09-2024					

Voting results						
Record date	20-09-2024					
Total number of shareholders on record date	15148					
No. of shareholders present in the meeting either in person or through proxy						
a) Promoters and Promoter group	0					
b) Public	0					
No. of shareholders attended the meeting through video conferencing						
a) Promoters and Promoter group	5					
b) Public	93					
No. of resolution passed in the meeting	4					
Disclosure of notes on voting results						

Resolution(1)									
Resolution red	quired: (Ordina	ry / Special)		Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?				No					
Description of resolution considered			To receive, consider and adopt the Audited Balance Sheets as at 31st March, 2024 and the Statement of Profit & Loss Accounts and Cash Flow Statements for the year ended as on that date and the Board's Report and Report of the Statutory Auditors thereon.						
Category Mode of voting No. of shares votes held polled			% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled		
(1) (2)			(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
	E-Voting		70556960	100	70556960	0	100	0	
Promoter	Poll	70556060	0	0	0	0	0	0	
and Promoter Group	Postal Ballot (if applicable)	70556960	0	0	0	0	0	0	
	Total	70556960	70556960	100	70556960	0	100	0	
	E-Voting		0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
Public- Institutions	Postal Ballot (if applicable)	0	0	0	0	0	0	0	
	Total	0	0	0	0	0	0	0	
	E-Voting		895939	3.8099	895867	72	99.992	0.008	
	Poll	22515050	0	0	0	0	0	0	
Public- Non Institutions	Postal Ballot (if applicable)	23515970	0	0	0	0	0	0	
	Total	23515970	895939	3.8099	895867	72	99.992	0.008	
	Total 94072930 71452899			75.9548	71452827	72	99.9999	0.0001	
				Whether resolution is Pass or Not.			Yes		
				Disclos	sure of notes or	n resolution			

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group					
Public Institutions					
Public - Non Insitutions					

Resolution(2)										
Resolution requ	Resolution required: (Ordinary / Special)				Ordinary					
Whether promo	oter/promoter gr on?	oup are intere	ested in the	No						
Description of	resolution consi	dered					Surana (DIN: 08357 f for reappointment			
Category Mode of voting		No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled		
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100		
	E-Voting		70556960	100	70556960	0	100	0		
D	Poll		0	0	0	0	0	0		
Promoter and Promoter Group	Postal Ballot (if applicable)	70556960	0	0	0	0	0	0		
	Total	70556960	70556960	100	70556960	0	100	0		
	E-Voting		0	0	0	0	0	0		
	Poll		0	0	0	0	0	0		
Public- Institutions	Postal Ballot (if applicable)	0	0	0	0	0	0	0		
	Total	0	0	0	0	0	0	0		
	E-Voting		895939	3.8099	895767	172	99.9808	0.0192		
	Poll		0	0	0	0	0	0		
Public- Non Institutions	Postal Ballot (if applicable)	23515970	0	0	0	0	0	0		
	Total	23515970	895939	3.8099	895767	172	99.9808	0.0192		
	Total 94072930 71452899			75.9548	71452727	172	99.9998	0.0002		
				Whether	resolution is P	Yes				
			Disclosu	ire of notes on	resolution					

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group					
Public Institutions					
Public - Non Insitutions					

	Resolution(3)								
Resolution requ	uired: (Ordinary	/ Special)		Ordinary					
	Whether promoter/promoter group are interested in the agenda/resolution?								
Description of	resolution consi	dered		Ratification of the for the Financial Y			the Cost Auditors	of the Company	
Category Mode of voting		No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100	
	E-Voting		70556960	100	70556960	0	100	0	
D	Poll		0	0	0	0	0	0	
Promoter and Promoter Group	Postal Ballot (if applicable)	70556960	0	0	0	0	0	0	
	Total	70556960	70556960	100	70556960	0	100	0	
	E-Voting		0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
Public- Institutions	Postal Ballot (if applicable)	0	0	0	0	0	0	0	
	Total	0	0	0	0	0	0	0	
	E-Voting		895939	3.8099	895767	172	99.9808	0.0192	
	Poll	22515070	0	0	0	0	0	0	
Public- Non Institutions	Postal Ballot (if applicable)	23515970	0	0	0	0	0	0	
	Total	23515970	895939	3.8099	895767	172	99.9808	0.0192	
	Total 94072930 71452899			75.9548	71452727	172	99.9998	0.0002	
				Whether resolution is Pass or Not.			Yes		
				Disclosu	are of notes on	resolution			

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group					
Public Institutions					
Public - Non Institutions					

	Resolution(4)								
Resolution requ	uired: (Ordinary	/ Special)		Ordinary					
	Whether promoter/promoter group are interested in the agenda/resolution?								
Description of	resolution consi	dered		Appointment of M of the Company	Ir. Dhari Lal G	oenka (DIN	V 10717410) as Ind	ependent Director	
Category Mode of voting		No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100	
	E-Voting		70556960	100	70556960	0	100	0	
D . 1	Poll		0	0	0	0	0	0	
Promoter and Promoter Group	Postal Ballot (if applicable)	70556960	0	0	0	0	0	0	
	Total	70556960	70556960	100	70556960	0	100	0	
	E-Voting		0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
Public- Institutions	Postal Ballot (if applicable)	0	0	0	0	0	0	0	
	Total	0	0	0	0	0	0	0	
	E-Voting		895939	3.8099	895267	672	99.925	0.075	
	Poll	22515070	0	0	0	0	0	0	
Public- Non Institutions	Postal Ballot (if applicable)	23515970	0	0	0	0	0	0	
	Total	23515970	895939	3.8099	895267	672	99.925	0.075	
	Total 94072930 71452899			75.9548	71452227	672	99.9991	0.0009	
				Whether resolution is Pass or Not.			Yes		
				Disclosu	are of notes on	resolution			

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group					
Public Institutions					
Public - Non Insitutions					



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SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20of the Companies (Management and Administration) Rules, 2014]

To
The Chairman
39th Annual General Meeting of the Equity Shareholders
Kkalpana Industries (India)Limited
New BK Market, 16A Shakespeare Sarani
4th Floor, Room No.3
Kolkata-700071

Dear Sir,

Subject: Consolidated Scrutinizer's Report on voting (both Remote E-voting and E-voting) facility provided to the equity shareholders of Kkalpana Industries (India) Limited at the 39thAnnual General Meeting (AGM) of the Equity Shareholders of Kkalpana Industries (India) Limited held on Friday, 27thDay of September, 2024 at 4:00 p.m.(IST) through Video Conferencing (VC)/Other Audio Visual Means (OAVM) in respect of the resolutions (businesses) transacted thereat.

I, Ashok Kumar Daga, Practicing Company Secretary having office at 1 Crooked Lane, 2nd Floor, Room No. 212, Kolkata- 700069had been appointed by the Board of Directors of Kkalpana Industries(India)Limited ("the Company")as Scrutinizer for the voting facility (both remote e-voting and e-voting) provided to equity shareholders of the Company at its 39thAnnual General Meeting ("AGM") held on Friday, the 27th September, 2024 at 4:00 pm (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) in respect to the resolution(s) proposed to be passed thereat. I submit my report as under:

1. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronic means (e-voting) was provided by National Securities Depository Limited (NSDL)



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- 2. The shareholders holding shares as on the cut-off date i.e. 20thSeptember 2024 were entitled to vote on the proposed resolutions (Item No. 1 to 3 as set out in the Notice of 39thAnnual General Meeting of the Company dated 23rd May, 2024 and Item No. 4 was included by addendum to the notice issued by the Company on 13th August, 2024). The notice including the agenda were served to the members on 30th August, 2024.
- 3. The remote e-voting period commenced on 24th September 2024 from 9:00 AM (IST) and concluded on 26thSeptember 2024 at 5:00 PM (IST).
- 4. The votes were unblocked at Kolkata on 27th September 2024 at 5:00P.M.
- 5. After the time fixed for e-voting facility provided to the shareholders at the AGM (i.e. 15 minutes after conclusion of AGM), E-voting system was disabled by NSDL.
- 6. Members have either voted electronically through remote e-voting or through e-voting at AGM. There is no instance of duplication of voting.
- 7. My responsibility as the Scrutinizer is restricted to ascertaining the voting processes and to make Scrutinizer's Report on the votes cast in favor or against the resolutions contained in the notice of AGM. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made thereunder relating to voting on the resolutions contained in the notice of the AGM.
- **8.** The results of the scrutiny of voting by remote e-voting and through e-voting facility provided at the AGM in respect of resolutions contained in Notice dated 23rd May, 2024 and addendum notice dated 13th August, 2024 and as proposed at the AGM are as under:



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Item No.1: -

To receive, consider and adopt the Audited Balance Sheets as at 31st March, 2024 and the Statement of Profit & Loss Accounts and Cash Flow Statements for the year ended as on that date and the Board's Report and Report of the Statutory Auditors thereon.

	NUMBER O	OF MEMBERS	S	NUMBER O	F VOTES C	%AGE		
	REMOTE E- VOTING	E- VOTING AT AGM	TOTAL	REMOTE E-VOTING	E- VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF PAID-UP SHARES
ASSENT	117	3	120	71452813	14	71452827	100	75.95
DISSENT	6	0	6	72	0	72	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	123	3	126	71452885	14	71452899	100	75.95

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 1 of the Notice dated23rd May, 2024has been passed with requisite majority.

Item No.2

To appoint a director in place of Mr. Ddev Surana (DIN: 08357094), who retires by rotation and being eligible, offers himself for reappointment.

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED			%AGE	
				IN				
	REMOTE E- VOTING	E- VOTING AT AGM	TOTAL	REMOTE E-VOTING	E- VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF PAID- UPSHAR ES
ASSENT	116	3	119	71452713	14	71452727	100	75.95
DISSENT	7	0	7	172	0	172	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	123	3	126	71452885	14	71452899	100	75.95

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 2 of the Notice dated23rd May, 2024has been passed with requisite majority.



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Item No.3 (Special Business)

Ratification of the Remuneration payable to the Cost Auditors of the Company for the Financial Year ended 31st March, 2025.

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act,2013 (including any statutory modification(s) or reenactment(s) thereof), the Companies (Audit and Auditors) Rules,2014, (as amended from time to time and for the time being in force), the Company hereby ratifies the remuneration of Rs. 20000/- plus taxes, as applicable, and out-of-pocket expenses incurred in connection with the Cost Audit, payable to M/s. D. Sabyasachi & Co (Firm Registration No. 000369), Cost Accountant, who have been appointed as Cost Auditors of the Company by the Board of Directors on the recommendation of Audit Committee, to conduct Audit of the cost records of the Company for the Financial Year ending 31st March, 2025.

FURTHER RESOLVED THAT the Board of Directors of the Company (including any Committee thereof), be and is here by authorized to do all such acts, things, deeds and matters which are connected therewith or incidental thereto and take all necessary steps, as may be necessary, proper or expedient, to give effect to this resolution."

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED			%AGE	
				IN	T =			
	REMOTE E- VOTING	E- VOTING AT AGM	TOTAL	REMOTE E-VOTING	E- VOTING AT AGM	TOTAL	% OF TOTAL VOTES	% OF TOTAL NO. OF
	VOIING	AI AGM			AI AGM		CASTED	PAID- UPSHAR ES
ASSENT	116	3	119	71452713	14	71452727	100	75.95
DISSENT	7	0	7	172	0	172	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	123	3	126	71452885	14	71452899	100	75.95

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 3 of the Notice dated 23rd May, 2024 has been passed with requisite majority.



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Item No.4 (Special Business)

Appointment of Mr. Dhari Lal Goenka (DIN 10717410) as Independent Director of the Company

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT Mr. Dhari Lal Goenka (DIN 10717410), who was appointed by the Board of Directors, pursuant to the recommendation of Nomination and Remuneration Committee, at their respective meetings held on 13th August, 2024, as an Additional Director of the Company under the category of Independent Director, with effect from 15th August, 2024, under provisions of Section 161(1) of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Regulation 17 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Article 122 of the Articles of Association of the Company, who holds office upto the date of this Annual General Meeting but who is eligible for appointment as Director and in respect of whom the Company has received a notice, in writing, from a Member under Section 160(1) of the Act and Article 142(1) of the Articles of Association of the Company, signifying his intention to propose the candidature of Mr. Dhari Lal Goenka (DIN 10717410) for the office of Director, be and is hereby appointed as a Director of the Company.

FURTHER RESOLVED THAT to the provisions of Section 149, 150 and 152 and all other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, Regulation 17 and other applicable regulations of SEBI Listing Regulations and Article 123 and Article 124 of the Articles of Association of the Company and as per other relevant Articles of the Articles of Association, Mr. Dhari Lal Goenka (DIN 10717410), who has submitted a declaration pursuant to Section 149 (7) of the Act and Regulation 25(8) of SEBI Listing Regulations that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI Listing Regulations, and who is eligible for appointment as an Independent Director, be and is hereby appointed as an Independent Director of the Company for a period of five (5) consecutive years w.e.f 15th August, 2024, whose period of office shall not be liable to determination by retirement of directors by rotation."



Practising Company Secretary

AVANI OXFORD, PHASE II 136, JESSORE ROAD, BLOCK - 1 FLAT # 1B, 1ST FLOOR KOLKATA - 700055

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	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E- VOTING	E- VOTING AT AGM	TOTAL	REMOTE E-VOTING	E- VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF PAID-UP SHARES
ASSENT	115	3	118	71452213	14	71452227	100	75.95
DISSENT	8	0	8	672	0	672	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	123	3	126	71452885	14	71452899	100	75.95

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 4 of the Addendum Notice dated 13th August, 2024 has been passed with requisite majority.

Thanking you, Yours faithfully,

ASHOK

Digitally signed by ASHOK KUMAR DAGA KUMAR DAGA Date: 2024.09.27 20:36:05 +05'30'

PLACE- KOLKATA

DATE-27.09.2024

UDIN: F002699F001351640

ASHOK KUMAR DAGA (PRACTISING COMPANY SECRETARY) **MEMBERSHIP NO. 2699 COP NO. 2948**