

August 28, 2015

BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street. Mumbai - 400 001

BSE Scrip Code : 524109

National Stock Exchange of India Ltd. Exchange Plaza, 5th Floor, Plot No. C/1, G- Block, Bandra- Kurla Complex, Bandra (East), Mumbai - 400 051 NSE Scrip Symbol : KABRAEXTRU

#### Sub: Proceedings of the 32nd Annual General Meeting (AGM) of the Company held on 27th August, 2015.

Dear Sir/ Madam,

In terms of Clause 31(d) of the Listing Agreement, we hereby inform you that the following business were transacted at the said Annual General Meeting (AGM) of the Company held on 27th August, 2015 and relevant resolutions were passed by the requisite majority:

- 1. Approval and adoption of Financial Statement as at 31st March, 2015 including the Audited Balance Sheet as at 31st March, 2015, the Statement of Profit & Loss for the year ended on that date and reports of the Board of Directors' & Auditors' thereon;
- 2. Declaration of dividend of ₹ 2.00 per equity share for the financial year ended 31st March, 2015;
- 3. Re-appointment of Shri Satyanarayan G. Kabra, who was liable to retire by rotation and was eligible for re-appointment, as Director at the aforesaid AGM;
- 4. Ratification of appointment of M/s. Kirtane & Pandit LLP, Chartered Accountants, Pune (Firm Registration No. : 105215W) as the Statutory Auditors of the Company and to authorize the Board to fix their remuneration;
- Appointment of Shri Bajrang Lal Bagra as an Independent Director of the Company, not liable to retire by rotation;
- 6. Appointment of Shri Varun S. Kabra, as a Director of the Company;
- 7. Appointment of Smt. Jyoti V. Kabra, as a Director of the Company;
- 8. Ratification of remuneration of Cost Auditors;
- Approval to transactions with Related Parties as set out in Notice of AGM;
- 10. Approval and adoption of new set of Articles of Association.

Please take the same on your records

Thanking You, Yours truly, For Kabra Extrusiontechnik Ltd.

**Company Secretary** 

www.kolsite.com

A KOLSITE Group Company

Kabra Extrusiontechnik Ltd. Kolsite House, Veera Desai Road, Andheri (West), Mumbai - 400 053. India Phone: +91-22-2673 4822 / 23 / 24 / 25 • Fax: +91-22-2673 5041 • Email: sales@kolsitegroup.com Works

A joint venture with



Kabra Industrial Estate, Kachigam, Daman - 396 210, India Tel: + 91-260 - 2241 401 - 3 / 2242 616 • Fax: + 91-260 - 2241 965 • Email: ket@kolsitegroup.com CIN: L28900MH1982PLC028535

Germany Austria U.S.A.



# 32<sup>ND</sup> ANNUAL GENERAL MEETING HELD ON 27<sup>TH</sup> AUGUST, 2015

#### Declaration of Results

Pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement, **KABRA EXTRUSIONTECHNIK LIMITED** ("the company) had provided e-voting facility to the members to enable them to cast vote electronically on the resolutions proposed in the notice of 32<sup>nd</sup> Annual General Meeting (AGM). The e-voting was open from 24<sup>th</sup> August, 2015 at IST 10:00 a.m. upto 26<sup>th</sup> August, 2015 IST 5:00 p.m.

The Board of Directors had appointed Shri S. N. Bhandari and Ms. Manisha Maheshwari of M/s. Bhandari & Associates, the Company Secretary in practice as Scrutinizer for e-voting and voting by Ballot Paper. The Scrutinizer have carried out the scrutiny of all the electronic votes received till 5:00 p.m. on 26<sup>th</sup> August, 2015 and ballot voting held at the 32<sup>nd</sup> AGM and submitted their consolidated report on 28<sup>th</sup> August, 2015. The Reports of Scrutinizer are attached herewith.

The consolidated results as per the Scrutinizers Report is as follows:-

Sr. No.	Item No.	Type of Resolution	No of votes in favour	% of vote in favour	No of Votes Against	% of votes Against
1	Adoption of Annual Financial Statements as at 31 <sup>st</sup> March, 2015	Ordinary	22416685	100.00		
2	Declaration of dividend for the financial year ended 31 <sup>st</sup> March, 2015.	Ordinary	22416685	100.00	-	
3	Re-appointment of Shri Satyanarayan G. Kabra, liable to retire by rotation and seeking re-election.	Ordinary	22416685	100.00		717
4	Ratification of appointment of M/s. Kirtane & Pandit LLP, Chartered Accountants as Statutory Auditors of the Company.	Ordinary	22416685	100.00		-
5	Appointment of Shri Bajrang Lal Bagra as an Independent Director.	Ordinary	22416685	100.00		77.5
6	Appointment of Shri Varun S. Kabra as a Director.	Ordinary	22416685	100.00		



A joint venture with

133

A KOLSITE Group Company

Kabra Extrusiontechnik Ltd.

www.kolsite.com

Kolsite House, Veera Desai Road, Andheri (West), Mumbai - 400 053. India Phone: +91-22-2673 4822 / 23 / 24 / 25 • Fax: +91-22-2673 5041 • Email: sales@kolsitegroup.com Works

Kabra Industrial Estate, Kachigam, Daman - 396 210, India

Tel: + 91-260 - 2241 401 - 3 / 2242 616 \* Fax: + 91-260 - 2241 965 \* Email: ket@kolsitegroup.com CIN: L28900MH1982PLC028535 Germany Austria U.S.A.



7	Appointment of Smt. Jyoti V. Kabra as a Director.	Ordinary	22416685	100.00	 
8	Ratification of remuneration payable to the Cost Auditors M/s. Dhara Shah & Associates.	Ordinary	22416685	100.00	 `
9	Approval to transactions with Related Parties as set out in Notice of AGM	Ordinary	21589313	100.00	 77.0
10	Approval and adoption of new set of Articles of Association	Special	22416685	100.00	 -

Based on the Report of the Scrutinizer, all Resolutions as set out in the Notice of 32<sup>nd</sup> AGM have been duly approved by the Members with requisite majority.

## For Kabra Extrusiontechnik Limited

S. V. Kabra Chairman and Managing Director



# BHANDARI & ASSOCIATES

Compony Secretaries 901, Kamla Executive Park, Off. Andheri Kurla Road, J. B. Nagar, Andheri East, Mumbai- 400 059 Tel: +91 22 4221 5300 Fax: +91 22 4221 5303 Email: mumbai@anilashok.com

Consolidated Scrutinizer Report for Remote E-voting & Ballot-Voting

(Pursuant to section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended)

To,

The Chairman of 32<sup>nd</sup> Annual General Meeting of Kabra Extrusiontechnik Limited (CIN: L28900MH1982PLC028535) Kolsite House, off Veera Desai Road, Andheri (west) Mumbai - 400 053

Dear Sir,

I, S.N. Bhandari, a Company Secretary in Practice, have been appointed as a Scrutinizer by the Board of Directors of M/s. Kabra Extrusiontechnik Limited ("the Company") for the purpose of scrutinizing the voting by electronic means ("remote e-Voting") and through the Ballot-Voting at Annual General Meeting Venue carried by the Company pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rule, 2014 ("Rule") as amended, on the resolutions contained in the notice to the 32<sup>nd</sup> Annual General Meeting (AGM) of the members of the Company, held on August 27, 2015 at Hotel Karl Residency, 36, Lallubhai Park Road, Next to Lallubhai Park, Andheri (West), Mumbai – 400 058.

My Responsibility as a scrutinizer for the voting process is restricted to preparing a Scrutinizer Report of the votes cast "in favour" or "against" on the resolution(s) based on the report generated from the e-voting system provided by the Central Depository Services (India) Limited ("CDSL") and on the ballot-voting done by the Shareholders of the company in the AGM.



B&A

- (i) The Company has entered into an arrangement with CDSL, duly engaged by the company to provide electronic voting facilities to all the shareholders who were eligible to participate in the remote e-voting. The Company has also provided the Ballot-voting facility at the AGM venue for all those shareholders who are present at the AGM and who have not cast their votes by availing the remote e-voting facilities.
- (ii) The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper "The Financial Express" of wide circulation on 03-August-2015 and a vernacular newspaper "Loksatta" on the 03-August-2015.
- (iii) The cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was Thursday, August 20, 2015.
- (iv) As prescribed in the Rule, remote e-voting facility was kept open for three days from Monday, August 24, 2015, 10.00 am (IST) till Wednesday, August 26, 2015, 5.00 pm (IST).
- (v) At the end of remote e-voting period on Wednesday, August 26, 2015 voting portal of CDSL was blocked forthwith.
- (vi) After the time fixed for closing of the ballot voting by the Chairman, ballot box kept for voting was locked in my presence with due identification marks placed by me.
- (vii) On Thursday, August 27, 2015 after the conclusion of AGM, the Ballot voting papers were counted and diligently scrutinized. The ballot papers were reconciled with records maintained by the Registrar and Transfer Agents of the Company, thereafter the votes cast through remote e-voting process were unblocked by me in the presence of witness: - Ms. Sonali Pawasakar and Ms. Rajni Sharma.
- (viii) I have scrutinized and verified the remote e-voting votes based on the data generated from CDSL e-voting portal.

I now submit my consolidated report on result of the remote e-voting and Ballot-voting at the AGM in respect of said resolutions is as under:



Scrutinizer Report for 32nd AGM of Kabra Extrusiontechnik Limited

Page 2 of 13

## Item No. 1: As an Ordinary Resolution

To consider and adopt the audited financial statements of the Company for the year ended March 31, 2015, the Reports of the Board of Directors and Auditors thereon.

# (i) Voted in favour of the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	valid votes cast
Through Ballot -voting at AGM	33	4,483,280	100.00
Through remote e-voting	29	17,933,405	100.00
Total	62	22,416,685	100.00

### (ii) Voted against the resolution:

Mode of voting	Number of Members voted (in person or by proxy)		% of total number of valid votes cast
Through Ballot -voting at AGM	NIL	NIL	NIL
Through remote e-voting	NIL	NIL	NIL
Total	NIL	NIL	NIL

## (iii) Votes Invalid:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members
Through Ballot -voting at AGM	NIL	NIL
Through remote e-voting	NIL	NIL
Total	NIL	NIL



Scrutinizer Report for 32nd AGM of Kabra Extrusiontechnik Limited

Page 3 of 13

# Item No. 2: As an Ordinary Resolution

## To declare a dividend on Equity Shares;

# (i) Voted in favour of the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
Through Ballot -voting at AGM	33	4,483,280	100.00
Through remote e-voting	29	17,933,405	100.00
Total	62	22,416,685	100.00

## (ii) Voted **against** the resolution:

Mode of voting	Number of Members voted (in person or by proxy)		% of total number of valid votes cast
Through Ballot -voting at AGM	NIL	NIL	NIL
Through remote e-voting	NIL	NIL	NIL
Total	NIL	NIL	NIL

## (iii) Votes Invalid:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members
Through Ballot -voting at AGM	NIL	NIL
Through remote e-voting	NIL	NIL
Total	NIL	NIL



Scrutinizer Report for 32nd AGM of Kabra Extrusiontechnik Limited

Page 4 of 13

### Item No. 3: As an Ordinary Resolution

To appoint a Director in place of Shri Satyanarayan G. Kabra (DIN : 00015930), a Director, liable to retire by rotation in terms of Section 152 (6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
Through Ballot -voting at AGM	33	4,483,280	100.00
Through remote e-voting	29	17,933,405	100.00
Total	62	22,416,685	100.00

(ii) Voted against the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
Through Ballot -voting at AGM	NIL	NIL	NIL
Through remote e-voting	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Votes Invalid:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members
Through Ballot -voting at AGM	NIL	NIL
Through remote e-voting	NIL	NIL
Total	NIL	NIL



Scrutinizer Report for 32nd AGM of Kabra Extrusiontechnik Limited

Page 5 of 13

## Item No. 4: As an Ordinary Resolution

To ratify the appointment of M/s. Kirtane & Pandit LLP (Previously known as Kirtane & Pandit) (Firm Registration No 105215W/ W100057), Chartered Accountants, to hold office from the conclusion of 31st AGM until the conclusion of the 36th AGM of the Company.

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
Through Ballot-voting at AGM	33	4,483,280	100.00
Through remote e-voting	29	17,933,405	100.00
Total	62	22,416,685	100.00

(ii) Voted against the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
Through Ballot -voting at AGM	NIL	NIL	NIL
Through remote e-voting	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Votes Invalid:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members
Through Ballot -voting at AGM	NIL	NIL
Through remote e-voting	NIL	NIL
Total	NIL	NIL



Scrutinizer Report for 32<sup>nd</sup> AGM of Kabra Extrusiontechnik Limited

Page 6 of 13

## Item No. 5: As an Ordinary Resolution

To appoint Shri Bajrang Lal Bagra (DIN: 00090596) as an Independent Director of the Company.

## (i) Voted in favour of the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
Through Ballot -voting at AGM	33	4,483,280	100.00
Through remote e-voting	29	17,933,405	100.00
Total	62	22,416,685	100.00

(ii) Voted against the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
Through Ballot -voting at AGM	NIL	NIL	NIL
Through remote e-voting	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Votes Invalid:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members
Through Ballot -voting at AGM	NIL	NIL
Through remote e-voting	NIL	NIL
Total	NIL	NIL



Scrutinizer Report for 32nd AGM of Kabra Extrusiontechnik Limited

Page 7 of 13

## Item No. 6: As an Ordinary Resolution

To appoint Shri Varun Satyanarayan Kabra (DIN: 03376617), as a Director of the Company who will be liable to retire by rotation.

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
Through Ballot -voting at AGM	33	4,483,280	100.00
Through remote e-voting	29	17,933,405	100.00
Total	62	22,416,685	100.00

(ii) Voted against the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
Through Ballot-voting at AGM	NIL	NIL	NIL
Through remote e-voting	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Votes Invalid:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members
Through Ballot -voting at AGM	NIL	NIL
Through remote e-voting	NIL	NIL
Total	NIL	NIL



Scrutinizer Report for 32nd AGM of Kabra Extrusiontechnik Limited

Page 8 of 13

## Item No. 7: As an Ordinary Resolution

To appoint Smt. Jyoti Varun Kabra (DIN: 07088904) as a Director of the Company.

## (i) Voted in favour of the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
Through Ballot -voting at AGM	33	4,483,280	100.00
Through remote e-voting	29	17,933,405	100.00
Total	62	22,416,685	100.00

## (ii) Voted against the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
Through Ballot -voting at AGM	NIL	NIL	NIL
Through remote e-voting	NIL	NIL	NIL
Total	NIL	NIL	NIL

## (iii) Votes Invalid:

Mode of voting	Number of Members voted (in person or by proxy)	
Through e-voting at AGM	NIL	NIL
Through remote e-voting	NIL	NIL
Total	NIL	NIL



Scrutinizer Report for 32nd AGM of Kabra Extrusiontechnik Limited

Page 9 of 13

#### Item No. 8: As an Ordinary Resolution

To ratify and confirm the appointment of M/s. Dhara Shah & Associates, Cost Accountants (Firm Regn. No. : 34932), for the financial year ending 31st March, 2016.

(i) Voted in favour of the resolution.

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
Through Ballot -voting at AGM	33	4,483,280	100.00
Through remote e-voting	29	17,933,405	100.00
Total	62	22,416,685	100.00

(ii) Voted against the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
Through Ballot -voting at AGM	NIL	NIL	NIL
Through remote e-voting	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Votes Invalid:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members
Through Ballot -voting at AGM	NIL	NIL
Through remote e-voting	NIL	NIL
Total	NIL	NIL



Scrutinizer Report for 32nd AGM of Kabra Extrusiontechnik Limited

Page 10 of 13

#### Item No. 9: As an Ordinary Resolution

To enter into a contract or arrangement with respect to the transactions of sale or supply of plastic extrusion machinery and allied equipments to M/s Plastiblends India Limited (PBI) and purchase of raw materials from PBI, for manufacturing operation, undertaken / to be undertaken, in its ordinary course of business on an arm's length basis during the financial year 2015-16.

### (i) Voted in favour of the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
Through Ballot -voting at AGM	33	4,483,280	100.00
Through remote e-voting	28	17,106,033	100.00
Total	61	21,589,313	100.00

### (ii) Voted against the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
Through Ballot -voting at AGM	NIL	NIL	NIL
Through remote e-voting	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Votes Invalid:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members
Through Ballot -voting at AGM	NIL	NIL
Through remote e-voting	1	827,372
Total	1	827,372



Scrutinizer Report for 32nd AGM of Kabra Extrusiontechnik Limited

Page 11 of 13

## Item No. 10: As a Special Resolution

To alter Articles of Association of the Company in substitution and to the entire exclusion of the regulations contained in the existing Articles of Association of the Company.

## (i) Voted in favour of the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
Through Ballot -voting at AGM	33	4,483,280	100.00
Through remote e-voting	29	17,933,405	100.00
Total	62	22,416,685	100.00

## (ii) Voted against the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast	
Through Ballot -voting at NIL AGM		NIL	NIL	
Through remote e-voting	NIL	NIL	NIL	
Total	NIL	NIL	NIL	

(iii) Votes Invalid:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members
Through Ballot -voting at AGM	NIL	NIL
Through remote e-voting	NIL	NIL
Total	NIL	NIL



Scrutinizer Report for 32nd AGM of Kabra Extrusiontechnik Limited

(ix) The Electronic data and all other relevant records relating to the Ballot-voting is under my safe custody and all will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You,

Yours Faithfully, For Bhandari & Associates **Company Secretaries** MAMBAI S. N. Bhandari Membership No. 761 COP No. 366

Mumbai | August 28, 2015

Witness 1: Spring Las (Sonali B. Bucaskan)

Witness 2: Rajni (Rajni Sharme)

Scrutinizer Report for 32nd AGM of Kabra Extrusiontechnik Limited

Page 13 of 13