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## KAIRA CAN COMPANY LIMITED

REGD. OFFICE : ION HOUSE, DR. E. MOSES ROAD, MAHALAXMI, MUMBAI 400 011.

**Recognised Star Export House**

August 13, 2016

To,

**BSE Ltd.**  
P.J.Towers,  
Dalal Street, Fort,  
Mumbai-400 001.

**Sub.: Voting Results pursuant to Regulation 44(3) of SEBI (LODR) Regulations, 2015**

Dear Sir,

Pursuant to Regulations 44(3) of the SEBI (LODR) Regulations, 2015, we hereby submit the voting results of the business transacted at the 53<sup>rd</sup> Annual General Meeting of the Company held on Friday, August 12, 2016 at 3.00 p.m at Hotel Kohinoor Park, Kohinoor corner, Ruby hall, Veer Savarkar Marg, opp. Siddhivinayak Temple, Prabhadevi, Mumbai-400025.

- 1. Date of the AGM:** August 12, 2016
- 2. Total no of shareholders on record date:** 611
- 3. No of shareholders present in the meeting either in person or through proxy:**

Promoter and Promoter Group: 5  
Public: 50

- 4. No. of shareholder attended the meeting through Video Conferencing:**

Promoter and Promoter Group: NIL  
Public: NIL

The agenda wise details of voting results and Scrutinizer Report issued by M/s. V. Sundaram & Co., Scrutinizer, is annexed herewith.

Thanking you  
**For KAIRA CAN COMPANY LTD**

**Hiten Vanjara**  
Company Secretary

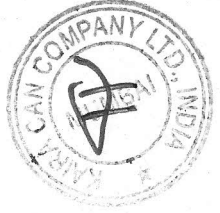
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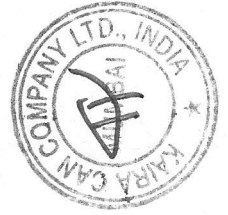




**ITEM NO. 1**

Resolution required: (Ordinary/ Special)		ORDINARY - Adoption of the audited financial statement of the Company for the financial year ended March 31, 2016 and the Reports of the Board of Directors and Auditors thereon.									
Whether promoter/ promoter group are interested in the agenda/resolution?		NO									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100			
	E-Voting	520323	338296	65.0165	338296	0	100.0000	0.0000			
	Poll		116413	22.3732	116413	0	100.0000	0.0000			
Promoter and Promoter Group	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000			
	E-Voting	0	0	0.0000	00	0	0.0000	0.0000			
Public- Institutions	Poll	0	0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000			
	E-Voting	401810	59348	14.7702	59348	0	100.0000	0.0000			
	Poll		622	0.1548	617	5	99.1961	0.8039			
Public- Non Institutions	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000			
	Total	922133	514679	55.8140	514674	5	99.9990	0.0010			





ITEM NO. 2

Resolution required: (Ordinary/ Special)

ORDINARY - To Declare and approve dividend for the financial year ended March 31, 2016.

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	520323	338296	65.0165	338296	0	100.0000	0.0000
	Poll		116413	22.3732	116413	0	100.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	
Public- Non Institutions	E-Voting	401810	59348	14.7702	59348	0	100.0000	0.0000
	Poll		622	0.1548	617	5	99.1961	0.8039
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Total		922133	514679	55.8140	514674	5	99.9990	0.0010



**KAIRA CAN COMPANY LIMITED**

**ITEM NO. 3**

Resolution required: (Ordinary/ Special) **ORDINARY - Re-appointment of Shri Utsav R. Kapadia (DIN 00034154), as a Director, who retires by rotation.**

Whether promoter/ promoter group are interested in the agenda/resolution? **NO**

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	520323	338296	65.0165	338296	0	100.0000	0.0000
	Poll		116413	22.3732	116413	0	100.0000	0.0000
Public- Institutions	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Total	E-Voting	401810	59348	14.7702	59348	0	100.0000	0.0000
	Poll		622	0.1548	616	6	99.0354	0.9646
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
	Total	922133	514679	55.8140	514673	6	99.9988	0.0012





**KAIRA CAN COMPANY LIMITED**

**ITEM NO 4**

Resolution required: (Ordinary/ Special)

ORDINARY - Re-appointment of Shri Nanak G. Sheth (DIN 00034057), as a Director, who retires by rotation.

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	E-Voting	520323	338296	65.0165	338296	0	100.0000	0.0000
	Poll		116413	22.3732	116413	0	100.0000	0.0000
Promoter and Promoter Group	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
	E-Voting	401810	59348	14.7702	59348	0	100.0000	0.0000
	Poll		622	0.1548	616	6	99.0354	0.9646
Public- Non Institutions	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Total		922133	514679	55.8140	514673	6	99.9988	0.0012





**ITEM NO. 5**

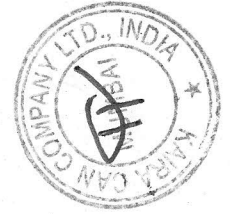
Resolution required: (Ordinary/ Special)

**ORDINARY - Re- Appointment of Kalyaniwalla & Mistry, Chartered Accountants as Statutory Auditors of the Company and payment of remuneration thereof.**

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	520323	338296	65.0165	338296	0	100.0000	0.0000
	Poll		116413	22.3732	116413	0	100.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	401810	59348	14.7702	59348	0	100.0000	0.0000
	Poll		622	0.1548	616	6	99.0354	0.9646
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
	Total	922133	514679	55.8140	514673	6	99.9988	0.0012





**KAIRA CAN COMPANY LIMITED**

**ITEM NO : 6**

Resolution required: (Ordinary/ Special)

SPECIAL - Re- appointment of Shri Ashok Bhaskar Kulkarni DIN ( 01605886) as the Managing Director of the Company.

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	520323	338296	65.0165	338296	0	100.0000	0.0000
	Poll		116413	22.3732	116413	0	100.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	401810	59348	14.7702	59346	0	99.9966	0.0000
	Poll		622	0.1548	617	5	99.1961	0.8039
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
<b>Total</b>		<b>922133</b>	<b>514679</b>	<b>55.8140</b>	<b>514672</b>	<b>5</b>	<b>99.9986</b>	<b>0.0010</b>









**KAIRA CAN COMPANY LIMITED**



**ITEM NO 8**

ORDINARY - Approval of Remuneration payable to the Cost Auditors of the Company for the year ended 31.03.2017.

Resolution required: (Ordinary/ Special)

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	520323	338296	65.0165	338296	0	100.0000	0.0000
	Poll		116413	22.3732	116413	0	100.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	401810	59348	14.7702	59348	0	100.0000	0.0000
	Poll		622	0.1548	616	6	99.0354	0.9646
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
<b>Total</b>		<b>922133</b>	<b>514679</b>	<b>55.8140</b>	<b>514673</b>	<b>6</b>	<b>99.9988</b>	<b>0.0012</b>

# V. Sundaram & Co.

PRACTICING COMPANY SECRETARIES

Residential Address :  
704, Satyam Tower, 90 Ft. Road,  
Thakur Complex, Kandivli (E),  
Mumbai - 400 101.  
Mobile : 9833159899  
e-mail : vsundaramfcs1@hotmail.com

FORM No. MGT-13

## Report of Scrutinizer

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

Kaira Can Company Limited  
Mumbai

Sub: Annual General Meeting of the Shareholders of Kaira Can Company Limited held on Friday, 12<sup>th</sup> August, 2016 at Mumbai, Maharashtra.

Dear Sir,

I, Dhara Solanki, of V. Sundaram & Co, Practicing Company Secretaries, was appointed by the Board of Directors of Kaira Can Company Limited as Scrutinizer vide resolution dated 27<sup>th</sup> May, 2016 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the remote electronic voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions, at the Annual General Meeting of the Shareholders of Kaira Can Company Limited, to be held on Friday, 12<sup>th</sup> August, 2016 at Mumbai, for which I submit my report as under:

1. The remote e-voting period remained open from Monday, 8<sup>th</sup> August, 2016 (09.00 a.m) to Thursday, 11<sup>th</sup> August, 2016 (5.00 p.m) both days inclusive.
2. The shareholders holding shares as on "cut off" date, i.e 5<sup>th</sup> August, 2016, were entitled to vote on the proposed resolutions.
3. Thereafter the details containing, inter alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the remote e-voting website of CDSL.
4. After the closing of the poll as announced by the Chairman, ballot box kept for polling was locked in my presence with due identification marks placed.
5. The locked ballot box was subsequently opened by me in the presence of two witnesses, Ms. Rupa Shetty and Mr. Kaushal Doshi who are not in employment of the Company and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Registrar and Transfer Agents/ the Company and the authorizations / proxies lodged with the Company.



6. We did not find any ballot paper invalid/incomplete or defective.
7. My responsibility as a scrutinizer is to ensure that the voting process both through electronic means and by use of ballot at the annual general meeting is conducted in a fair and transparent manner and render a consolidated report of the total votes cast in favour and against to the Chairman on the resolutions, based on the reports generated from the remote e-voting system provided by CDSL and voting by use of ballots at the meeting.
8. The results of voting by electronic means, physical ballot held at the aforesaid Annual General Meeting is as under:

Resolution No. 1:

To receive, consider and adopt the Audited Financial Statement of Accounts together with Directors' Report and also the Auditors' Report thereon for the year ended 31st March, 2016.

- (i) Votes in favour of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	34	397644	--
Ballot	27	117030	--
Total	61	514674	99.9999

- (ii) Votes against the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	0	0	--
Ballot	1	5	--
Total	1	5	0.0001

- (iii) Invalid Votes/Abstained from Voting:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	0	0	--
Ballot	0	0	--
Total	0	0	--



Resolution No. 2:

To declare a Dividend on Equity Shares.

(i) Votes in favour of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	34	397644	--
Ballot	27	117030	--
Total	61	514674	99.9999

(ii) Votes against the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	0	0	--
Ballot	1	5	--
Total	1	5	0.0001

(iii) Invalid Votes/ Abstained from Voting:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	0	0	--
Ballot	0	0	--
Total	0	0	--

Resolution No. 3:

Re-appointment of Shri Utsav R Kapadia (DIN 00034154), as a Director, who retires by rotation.

(i) Votes in favour of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	34	397644	--
Ballot	26	117029	--
Total	60	514673	99.9988



(ii) Votes against the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	0	0	--
Ballot	2	6	--
Total	2	6	0.0012

(iii) Invalid Votes/Abstained from Voting:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	0	0	--
Ballot	0	0	--
Total	0	0	--

Resolution No. 4:

Re-appointment of Shri Nanak G Sheth (DIN 00034057), as a Director, who retires by rotation.

(i) Votes in favour of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-Voting	34	397644	--
Ballot	26	117029	--
Total	60	514673	99.9988

(ii) Votes against the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-Voting	0	0	--
Ballot	2	6	--
Total	2	6	0.0012

(iii) Invalid Votes/Abstained from Voting:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-Voting	0	0	--
Ballot	0	0	--
Total	0	0	--



Resolution No. 5:

Re-appointment of M/s. Kalyaniwalla & Mistry, Chartered Accountants, (Firm Registration Number 104607 W) and fix their remuneration

(i) Votes in favour of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-Voting	34	397644	--
Ballot	26	117029	--
Total	60	514673	99.9988

(ii) Votes against the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-Voting	0	0	--
Ballot	2	6	--
Total	2	6	0.0012

(iii) Invalid Votes/Abstained from Voting:

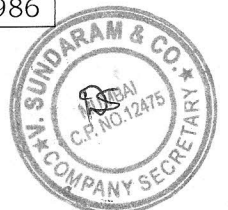
Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-Voting	0	0	--
Ballot	0	0	--
Total	0	0	--

Resolution No. 6:

Re- Appointment of Shri Ashok B. Kulkarni (DIN:01605886) as the Managing Director for a period of 3 years w.e.f 1<sup>st</sup> July, 2016.

(i) Votes in favour of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-Voting	32	397642	--
Ballot	27	117030	--
Total	59	514672	99.9986



(ii) Votes against the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-Voting	0	0	--
Ballot	1	5	--
Total	1	5	0.0010

(iii) Invalid Votes/Abstained from Voting:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-Voting	2	2	--
Ballot	0	0	--
Total	2	2	--

Resolution No. 7:

Re-Appointment of Shri K. Jagannathan (DIN: 01662368) as the Executive Director for a period of 3 years w.e.f 1<sup>st</sup> July, 2016.

(i) Votes in favour of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-Voting	33	397643	--
Ballot	26	117029	--
Total	59	514672	99.9986

(ii) Votes against the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-Voting	0	0	--
Ballot	2	6	--
Total	2	6	0.0012





(iii) Invalid Votes/Abstained from Voting:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-Voting	1	1	--
Ballot	0	0	--
Total	1	1	--

Resolution No. 8:

Ratification of cost auditors (M/S P.D. Modh & Associates) remuneration

(i) Votes in favour of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-Voting	34	397644	--
Ballot	26	117029	--
Total	60	514673	99.9988

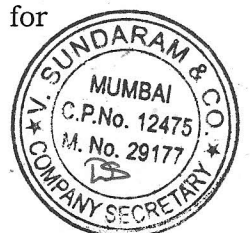
(ii) Votes against the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-Voting	0	0	--
Ballot	2	6	--
Total	2	6	0.0012

(iii) Invalid Votes/Abstained from Voting:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-Voting	0	0	--
Ballot	0	0	--
Total	0	0	--

9. The ballot papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.





Thanking you,

Place: Mumbai

Dated: 12<sup>th</sup> August 2016.

Witness 1:

*[Handwritten signature]*

Witness 2:

*[Handwritten signature]*

Yours faithfully

For Vsundaram & Co.

*[Handwritten signature]*

Dhara Solanki  
Practicing Company Secretary  
M. No. 29177; COP 12475