

Future Full of Colours

September 23, 2016

To. **BSE Limited** 1st Floor, Rotunda Building, B.S. Marg, Fort, Mumbai - 400 001

Dear Sir/Madam,

Sub: Compliance as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure

Requirements) Regulations, 2015

Ref: Scrip Code - 532967

With regard to the above, we are enclosing herewith, the details of voting rights exercised by the members of the Company at 18th Annual General Meeting held on September 23, 2016 at 10.30 a.m. at Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad - 380 015.

I. Attendance of members:

Sr. No.	Particulars		Details
1.	Date of Annual General Meeting		September 23, 2016
2.	Total No. of shareholders on record date		13708
3.	No. of shareholders present in the meeting ei	ther in person or throuເ	jh proxy:
	Category	Present in Person	Present through proxy
	Promoters and Promoter Group	3	0
	Public	55	3
	Total	58	3
4.	No. of shareholders attended the meet Conferencing:	ing through Video I	Not applicable

II. Details of Voting:

Sr. No.	Details of Agenda	Type of Resolution	Mode of Voting	Remarks	
1	To receive, consider and adopt the Audited Balance Sheet as at March 31, 2016 and the Statement of Profit and Loss for the year ended on that date together with the Report of Directors' and Auditors' thereon.	Ordinary	E-voting and Poll process	Resolution Passed requisite Majority	by
2	To appoint a Director in place of Mr. Pravin Kiri (DIN-00198275), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	E-voting and Poll process	Resolution Passed requisite Majority	by
3	To declare Dividend @0.15% on 43,33,500 Cumulative Redeemable Preference Share for the year 2015-16.	Ordinary	E-voting and Poll process	Resolution Passed requisite Majority	by
4	To ratify the appointment of Statutory Auditors and fix their remuneration.	Ordinary	E-voting and Poll process	Resolution Passed requisite Majority	by
5	To ratify the remuneration of Cost Auditors of the Company for F.Y. 2016-17.	Ordinary	E-voting and Poll process	Resolution Passed requisite Majority	by
6	Approval of issue, offer and allotment of 35,00,000 Warrants on Preferential basis at an issue price of Rs. 363.00 per warrant (including premium of Rs. 353.00 per warrant) as per SEBI (ICDR) Guidelines, 2009.	Special	E-voting and Poll process	Resolution Passed requisite Majority	by
7	Revision of Remuneration of Mr. Pravin Kiri, Chairman of the Company	Special	E-voting and Poll process	Resolution Passed requisite Majority	by
8	Revision of Remuneration of Mr. Manish Kiri, Managing Director of the Company	Special	E-voting and Poll process	Resolution Passed requisite Majority	by

DYES

Plot No : 299/11/A& B, Phase-II, Nr. Water Tank, GIDC, Valva, Ahmedabad - 382 445, Gujarat, India. Phone : +91-79-25994477 Fax : +91-79-25834960 Emall : engage@kirlindustries.com Web : www.kirlindustries.com

INTERMEDIATES

Plot No : 396/399/403/404 L EPC Canal Road, Village : Dudhwada Tal . Padra, Dist : Vadodara - 391450. Gujarat, India. Phone : +91-2662 - 273 444 Email : intermediates@kiriindustries.com Web : www.kiriindustries.com

CHEMICALS

STA

Email: intermediates@kirlindustries.com Web: www.kirlindustries.com

CIN No.: L24231GJ1998PLC034094



III. Results of e-voting and poll by members:

Voting by the members for all resolutions was conducted through e-voting and by way of taking poll in the AGM of the Company and the poll papers provided to the members and to the proxy holders, who has attended the AGM personally.

We are enclosing herewith the results of voting in the prescribed format for your perusal.

AHMEDABAD

Thanking you,

Yours faithfully

For Kiri Industries Limited

lan delices &

Suresh Gondalia Company Secretary

Encl: As stated



Fauns Fall of Colours.....

Reg.Off: 7th Floor, Hasubhai Chambers, Opp. Town Hall, Ellisbrdige, Ahmedabad - 380 006 Phone No. (O) 079-26574371/72/73, (F) 079-26574374, Email: info@kiriindustries.com

			website: www	website: www.kiriindustries.com	.com		-	
Data of the ACM			Voting Results	Voting Results Kiri Industries Limited	imited			
Date of the AGIN			i			Friday	Friday Sentember 23, 2016	
Total number of shareholders on record date	ders on record date					,(55	13700	
No. of shareholders present in the meeting either in person or through proxy:	ent in the meeting eithe	r in person or thro	uah proxv:				27.00	
Promoters and Promoter Group:	Group:						0	
Public:							3	
No. of Shareholders attended the meeting through Video	ded the mosting through						28	
Promoters and Promoter Group:	Group:	Jii video conferencing	cing			•	:	
Public						Z	Not Applicable	
			Ordina	Ordinary Business				
		L city of a control						
The second secon		Agenda- wise d	ia- wise disclosure (to be disclosed separately for each agenda item)	closed separate	ly for each ager	ıda item)		
	Resolution No:1	H		To receive, cons 31, 2016, togeth	sider and adopt er with the Repo	the Audited Fina orts of the Directo	To receive, consider and adopt the Audited Financial Statements for the year ended March 31, 2016, together with the Reports of the Directors and Auditors thereon.	the year ended March
Res	Resolution required: (Ordinary/ Special):	nary/ Special):				Ordinary Resolution	olution	
Whether promoter/ promoter group are interested in the a	oter group are interested	d in the agenda/resolution?	solution?					
						o <mark>X</mark>		
Category	Mode of Voting	No. of shares	No. of votes	% of Votes	No. of Votes -	No. of Votes -	% of Votes in favour	% of Votes against
		held (1)	polled (2)	Polled on	in favour (4)	against (5)	on votes polled	on votes polled
and the second s		***************************************		outstanding shares			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting	10490878	6162788	58.74	6162788	0	100.00	00 0
Promoter and Promoter	Poll	10490878	4328090	41.26	4328090	0	100.00	00.0
	Postal Ballot (if applicable)	AZ AZ	AN	NA	NA	AN	AN	NA
	Total	10490878	10490878	100	10490878	0	100 00	000
	E-Voting	6416916	4660008	72.62	4660008	0	100.00	000
:	Poll	6416916	0	0	0	0	0	0000
Public- Institutions	Postal Ballot (if applicable)	ΑN	AN	NA	NA	AN	AN	AN
	Total	6416916	4660008	72.62	4660008	0	100 00	
	E-Voting	10936157	2036635	18.62		0	100.001	
:	Poll	10936157	174497	1.60	174497	0	100.00	
Public- Non Institutions	Postal Ballot (if applicable)	AN	NA	AN A	N	AN	NA	NA
	Total	10936157	2211132	20.22	2211132	0	100 001	
l otal		27843951	17362018	62.35			100.001	
		Self-Street Colored and State of the Colored Street				,	00.001	Ω

	10 appoint a Direct or in place of Mr. Pravin Kiri (DIN-00198275), who retires by rotation and being eligible, offers himself for re-annointment					% of Votes against	on votes polled (7)=[(5)/(2)]*100		0.00	00 0	000	2		00.00	0.00	C		YZ.		0	0	0	AN A		
	(DIN-00198275), who r	Chitica	Olumon			No. 01 Votes - % of Votes in favour	(6)=[(4)/(2)]*100		100.00	100.00	VIV		00 007	100.00	100.00	0	< Z	2	400 00	100.00	100.00	100.001	AZ	400.00	100.00
	10 appoint a Direct or in place of Mr. Pravin Kiri being eligible, offers himself for re-annointment	Ordinany Docolusion	Cidinal y 1753	Yes	I		against (3)		0	0	NA			5	0	0	NA						<u> </u>		0
Constitution of the consti	ect or in place o Yers himself for				No of Votes	in favour (4)	(f.)	6162788		4328090	AN		10490878		4660008	0	ΑN		4660008	2036635	174497	VIV.		2211132	
- Process of the second	l o appoint a Dir being eligible, or				% of Votes	Polled on	outstanding	58 74	1 100	41.26	NA		100		70.7	0	NA		72.62	18.62	1.60	VN	-	20.22	62.35
			Jenda/resolution?		No. of votes	polled (2)		6162788	4228000	4320090	Y Y		10490878	4660008	000000+	0	NA		4660008	2036635	174497	AN		2211132	17362018
	2.	nary/ Special):	d in the agenda/res		No. of shares	held (1)		10490878	10490879	0 7000	A A		10490878	6416916	6446046	0180140	NA		6416916	10936157	10936157	NAN		10936157	27843951
	Resolution No:2	Resolution required: (Ordinary/ Special):	ter group are interester		Mode of Voting			E-Voting	Poll	Doctol Bollet /if	rostal ballot (II	applicable)	Total	E-Voting	Poll	Design Delie 4 //	Postal Ballot (II	applicable)	Total	E-Voting	Poli	Postal Ballot (if	applicable)	Total	
		Res	Whether promoter/ promoter group are interested in the ag		Category					Promoter and Promoter Doctol Boilet //	Group		The second secon			Dublic Institutions	r abile- ilisutations					Public- Non Institutions			Total



	Resolution No:3	:3		To declare Divid	end @ 0.15% o	ın 43,33,500 Cur	nulative Redeemable	To declare Dividend @ 0.15% on 43,33,500 Cumulative Redeemable Preference Share for the year 2015-16.
Resc	Resolution required: (Ordinary/ Snecial):	hary/ Special).						
Whether promoter/ promoter group are interested in the agendalresolutions	ter group are interester	d in the agenda/red	colutions			Ordinary Resolution	olution	
		a iii die ageildarie	Sugning			No		
Category	Mode of Voting	No of charge	No of motor	70				
.	5)		polled (2)	% of Votes Polled on	No. of Votes -	No. of Votes –	% of Votes in favour	% of Votes against
				outstanding		(2) 326-	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
				(3)=[(2)/(1)]* 100				
	E-Voting	10490878	6162788	58.74	6162788	0	100 00	00.0
Promoter and Promoter Poll	Poll	10490878	4328090	41.26	4328090		100.00	0.00
Semester and Florible	Postal Ballot (if	VIX.	0.4				100.00	0.00
Group	applicable)	2	ď Ž	Y Z	Y Y	Ϋ́Z	Ϋ́Z	AN
THE STATE OF THE S	Total	10490878	10490878	100.00	10490878		400 00	000
	E-Voting	6416916	4660008	72.62	4580438	70570	00.00	0.00
	Poll	6416916	C				67.06	1./1
Public-Institutions	Postal Ballot (if	0.14			5	О	00.00	00.0
	applicable)	2	ď.	Z Z	A V	A	AN	AN
The state of the s	Total	6416916	4660008	72.62	4580438	79570	98 29	4 74
	E-Voting	10936157	2036635	18.62	2036507	128	00 00	
:	Poll	10936157	174497	1.60	174497	O	100.00	0.00
Public- Non Institutions	Postal Ballot (if	AN	AN	NA	NA	ΔN	ON VIN	0.00
	applicable)						\$	<u> </u>
	Total	10936157	2211132	20.22	2211004	128	66.66	0 01
lotai		27843951	17362018	62.35	17282320	79698	99.54	0.46



	remuneration.				L	Ir % of Votes against	on votes polled	(7)=[(5)/(2)]*100			0.00	AN			00.0	0	AN					AN A		5
		Solution				1% of Votes in favour	on votes polled	(6)=[(4)/(2)]*100	400 00		100.00	NA		51	100		NA	100 00			001	AN	100 00	
ont of Statute	ent of Statutory A	Ordinary Resolution		°N	<u> </u>	No. of Votes -	against (5)					Ϋ́			2	0	NA					₹ 2	0	
v the appointm	i minodda om f				No of Votes	- calor of our	in favour (4)		6162788		10204	A A	10490878			0	N	4660008					2211132	All Constitutions (Market
To rafif					% of Votes		Polled on	outstanding	58.74	41 26	27.7	Ą.	100	72.67	12.02	0	NA	72.62	18.62	1 60	VIV		20.22	2000
			solution?		No. of votes	(0) 7 - 11 - 1	boiled (2)		6162788	4328090	0 4	2	10490878	4660008	00000	0	NA NA	4660008	2036635	174497	ΔN		2211132	47969640
7 :4	Constant	nary/ special):	d in the agenda/re		No. of shares	(4)	(ı) pıaıı		10490878	10490878	VIN	2	10490878	6416916	2446046	ő	₹ Z	6416916	10936157	10936157	AN		10936157	178439E4
Resolution No:4	Resolution required: (Ordinary)	iation reduited. Ordi	er group are intereste		Mode of Voting				E-Voting	Poll	Postal Ballot (if	applicable)	Total	E-Voting	Poll	3.7 7 11 21 1-7-20	Postal Ballot (II applicable)	Total	E-Voting	Poll	Postal Ballot (if	applicable)	Total	
	Reso	Post in the second second	whence promoter promoter group are interested in the agenda/resolution?		Category					Promoter and Promoter	alla riollioter	Group					rubiic- institutions				Public- Non Institutions			Total



			Speci	Special Business				
The second secon								
	Resolution No: 5	:5		To ratify	the remuneration	on of Cost Audito	To ratify the remuneration of Gost Auditors of the Company for F.Y, 2016-17	or E.Y. 2016-17
Res	Resolution required: (Ordinary/ Special):	nary/ Special)						
Whether promoter/ promoter group are interested in the agenda/resolution?	ter group are intereste	d in the agenda/res	Solution?			Ordinary Resolution	olution	
		,				Š		
Category	Mode of Voting	No. of shares	No. of votes	% of Votes	No of Votes -	No of Votos	0/ 061/104	
-		held (1)	polled (2)	Polled on	in favour (4)		on votes nolled	% of Votes against
				outstanding		,	(5)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Votina	10490878	6469700	Sidies	00.0			
Ilod	Poll	4040000	0107000	28.74	6162788	0	100.00	0.00
Promoter and Promote	7	10480878	4328090	41.26	4328090	0	100.00	00 0
Group	Postal Ballot (II applicable)	₹ Z	ΨZ Z	AN	AN	AN	NA	AN
	Total	10490878	40400279	700	010000			
	E.Voting	0.446046	0/006401	001	10490878	0	100.00	0.00
	Poll	0410010	4660008	72.62	4660008	0	100.00	0.00
Design to the second		0410910	0	0	0	0	0.00	00 0
Public- institutions	Postal Ballot (if applicable)	₹ Z	Υ V	A A	AN	N	AN	NA
	Total	6416916	4660008	72.62	4660008	C	400 00	000
-	E-Voting	10936157	2036635	18.62	2028938	7697	99 62	0.00
:		10936157	174497	1.60	174497	0	100.00	00.0
Public- Non Institutions	Postal Ballot (if applicable)	Ą.	NA	Ψ.	AN	NA	AN	AN
*** And *** An	Total	10936157	2211132	20.22	2203435	7697	99.65	0.35
l Otal		2/843951	17362018	62.35	17354321	7697	96.66	0.04
								CONTRACTOR OF THE PROPERTY OF



Category er and Prom	Mode of Voting No. of share held (1) E-Voting 104908	ary/ Special): in the agenda/resolution?		Scbi (ICDR) Guidelines, 2009.	lelines, 2009.		Scbi (ICDK) Guidelines, 2009.	
Category er and Prom	qured: (Ordin are interested of Voting	ary/ Special): in the agenda/res						
Category Mode Category Mode E-Voting roup Postal Ba Public- Institutions Postal Ba	are interested of Voting	in the agenda/res				Special Possilition	olition	
Category Moderomoter and Promoter Postal Baroup applicable Total E-Voting Poll Total Total Pollic- Institutions Postal Baroup Po	of Voting	,	solution?			opeciai nes	Oldinoil	
er and Promoter Poler Tot Tot Poler Institutions Pol	of Voting					Yes		
er and Promoter Polymer Polyme		No of charge	No of motor	r				
romoter and Promoter Postal Ba applicable Total E-Voting Pollic-Institutions Postal Ba		held (1)	no. or votes		No. of Votes -	No. of Votes -	% of Votes in favour	% of Votes against
romoter and Promoter Postal Ba applicable Total Total E-Voting Poll Total Total E-Voting Poll Poll Postal Ba		(1)	housed (4)	rolled on	In tavour (4)	against (5)	on votes polled	on votes notled
er and Promoter				outstanding			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
roup Promoter Postal Barroup Postal Barroup Applicable E-Voting Poll Postal Barroup Postal Barro				shares				"
romoter and Promoter Postal Ba roup roup applicable Total E-Voting Poll Public- Institutions		10490878	6162788	58.74	6162788	C	400 00	
Group applicable Total E-Voting Poll Public- Institutions Postal Ba	-	10490878	4328090	41.26	4328000			0.00
applicable Total E-Voting Poll Public- Institutions Postal Ba	allot (if	VIV	V14		1050030	0	100.00	0.00
	le)	2	T	Z Z	A A	A N	AN	AN
		10490878	10490878	100.00	10490878	0	100 00	
		6416916	4660008	72 62	3070270	002000		0.00
		6416018		10.1	0310210	96/600	85.20	14.80
	allot (if	01601+0	0	00:00	0	0	0.00	0.00
	- 10 m	<u> </u>	NA NA	NA	AN NA	AN	AN	ΔN
applicable	(a)							
lotal		6416916	4660008	72.62	3970270	689738	85.20	44 90
E-Voting		10936157	2036635	18.62	1804219	232416	88 40	14.00
Poll		10936157	174497	1.60	174497		100 001	4.1
Public- Non Institutions Postal Ballot (if	allot (if	AN	ΔIN	VIV	414		00.00	000
applicable)	(e)			2	<u>(</u>	AZ A	AN	NA
Total		10936157	2211132	20.22	1978716	232416	80.40	72.08
lotai		27843951	17362018	62.35	16479964	099454	01.00	10.51
					1000001	9C1776	94.69	5.31



Revision of Remuneration of Mr. Pravin Kirl. Chairman of the Company	Augdino on to the	Special Resolution	Yes	is – % of Votes in favour % of Votes against 5) on votes polled on votes polled	(6)=[(4)/(2)]*100 (7)=[(5)/(2)]*100	0 100 001	100 00			100.00	962738 79.34 20.66					99.87	0 100.00 0.00	NA	
n of Remuneration of Mr. P		Special		No. of Votes – No. of Votes – in favour (4) against (5)		6162788	4328090	AN		10490878	3697270 962	0	AN	0707030	96		174497	A Z	0010000
Revisio					outstanding shares	58.74	41.26	AN	0000	100.00	72.62	00.00	₹ V	79.67	18 62	10.02	00.1	₹ Ž	00 00
		solution?		No. of votes polled (2)		6162788	4328090	NA	40400070	10430010	4660008	0	AN	4660008	2036635	174407	1011	Z	2244422
7	nary/ Special):	d in the agenda/red		No. of shares held (1)		10490878	10490878	₹ Z	10490878	0.000101	6416916	6416916	Ϋ́	6416916	10936157	10936157	3	<u> </u>	10936157
Resolution No: 7	Resolution required: (Ordinary/ Special):	or group are interested		Mode of Voting		E-Voting	Poll	Postal Ballot (if	Total	_ \\	E-voung	Poll	Postal Ballot (if applicable)	Total	E-Voting	Poll	Postal Ballot (if	applicable)	Total
	Reso	Whether promoter promoter group are interested in the agenda/resolution?		Category			Promoter and Promoter	Group	. L				Public- Institutions			1	Public- Non Institutions		



	Resolution No.: 8	5:8		Revision of	Remuneration	of Mr. Manish Ki	Revision of Remuneration of Mr. Manish Kiri, Managing Director of the Company	of the Company
Res	Resolution required: (Ordinary/ Special):	inary/ Special):				o legional		
Whether promoter/ promoter group are interested in the ag	ter group are intereste	ed in the agenda/res	genda/resolution?			Special Resolution	olution	
		·				Yes		
Category	Mode of Voting	No. of shares	No. of votes	% of Votes	No of Votos	-	7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7	
		held (1)	polled (2)	Polled on	in favour (4)	against (5)	% of Votes in favour on votes polled	% of Votes against
730				outstanding shares			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting	10490878	6162788		6162788		100 001	
Dromotor and Dromotor	Poll	10490878	4328090	41.26	4220000		00.001	0.00
Postal Ballot (if	Postal Ballot (if	VIV.			4320090	0	100.00	0.00
Group	applicable)	\ 2	YZ	A A	₹ Z	Ψ. V	Z	AN
	Total	10490878	10490878	100.00	10490878		00 007	
	E-Voting	6416916	ARROOM		010000	2	100.001	0.00
	Poll	8416016	000000+	79.7/	328/7/0	962738	79.34	20.66
Public, Institutions	Poetal Rallot /if	0160140	0	0	0	0	0.00	0.00
	applicable)	ď Ž	¥ Z	AZ AZ	A A	AN	NA	NA
7000	Total	6416916	4660008	72.62	3697270	962738	70 34	22.00
	E-Voting	10936157	2036635	18.62	2033604	3031	90 85	20.00
;		10936157	174497	1.60	174497	0	100 001	0.00
Public- Non Institutions	Postal Ballot (if applicable)	NA	AN	NA	NA	AN	AN	NA
	Total	10936157	2211132	20.22	2208101	3031	98 96	77
lotal		27843951	17362018	62.35	16396249	965769	PP 76	0. I +
								9:30



R.C. Tarpara & Associates Company Secretaries

212, Shajanand Complex, B/h. Bhagvati Chambers, C. G. Road, Navrangpura, Ahmedabad 380009. Ph. 079-26462005, Mobile: 98249-46000

Scrutinizers' Report

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20(xi) of the Companies (Management and Administration) Rules, 2014]

To

The Chairman of

18th Annual General Meeting of Equity Shareholders of Kiri Industries Limited held on Friday, 23th September, 2016 at 10.30 a.m. at Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad — 380 015.

Dear Sir,

I, Rajesh C. Tarpara, proprietor of R. C. Tarpara & Associates, Company Secretaries, Ahmedabad, have been appointed as Scrutinizer of Kiri Industries Limited, ("the Company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolution(s), at the 18th Annual General Meeting of the Equity Shareholders of Kiri Industries Limited, held on Friday, 23th September, 2016 at 10.30 a.m. at Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad – 380015.

I submit my report as under:

- 1. The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means on the resolutions contained in the Notice of 18th Annual General Meeting (AGM) of the Company. My responsibility as the scrutinizer for the e-voting process is restricted to make a scrutinizer report of the votes cast in favour / against the resolutions stated in notice, based on the reports generated from e-voting system provided by the Central Depository Services (India) Limited, the authorized agency engaged by the company to provide e-voting facilities.
- 2. The e-voting period remained open from Tuesday, 20th September, 2016 (9.00 a.m.) to Thursday 22nd September, 2016 (5.00 p.m.)

- 3. The shareholders holding shares as on the "cut off" date i.e. 16th September, 2016 were entitled to vote on the proposed resolutions (items No. 1 to 8 as set out in the Notice of the 18th AGM of the Company).
- 4. Accordingly the electronic votes cast were taken into account and at the end of this voting period, on 22nd September, 2016 (at 5.00 p.m.), the e-voting portal was blocked for voting by CDSL.
- 5. The votes were unblocked on 23rd September, 2016, around 12.15 P.M. in the presence of two witnesses 1. Mr. Pujan Solanki and 2. Ms. Juhi D. Shah who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Name: Lujan Splanki

J.D. Shell
Name: Juhi D. Shah

- 6. The register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of name, address, Folio No. or Client ID of the shareholders, No. of shares held by them and nominal value of such shares. There were no shares with differential voting rights in the Company; hence there is no requirement of maintaining of the list of shares with differential voting rights.
- 7. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e voting website of Central Depository Service (India) Limited (https://www.evotingindia.com/):
- 8. Based on such reports, the results of the e-voting are as under:

(a) Resolution No. 1:

Ordinary Resolution -To receive, consider and adopt the Audited Balance Sheet as at March 31, 2016 and the Statement of Profit and Loss for the year ended on that date together with the Report of Directors' and Auditors' thereon:

	Number of members voted through	Number of votes casted by them	% of total number of
	electronic voting		valid votes
	system		casted
Voted in favour of the resolution:	93	12859431	100%
Voted against the resolution:	0	0	0
<u>Total</u>	93	12859431	100%
Invalid Votes	0	0	0
		A COM	

(b) Resolution No. 2:

Ordinary Resolution for re-appointment of Mr. Pravin Kiri, as a director, who retires by rotation:

	Number of members voted through	Number of votes casted by them	% of total number of
	electronic voting system	'	valid votes casted
Voted in favour of the resolution:	93	12859431	100%
Voted against the resolution:	0	0	0
<u>Total</u>	93	12859431	100%
Invalid Votes	0	0	0

(C) Resolution No. 3:

Ordinary Resolution - To declare Dividend @0.15% on 43,33,500 Cumulative Redeemable Preference Share for the year 2015-16:

	Number of members voted through electronic voting	Number of votes casted by them	% of total number of valid votes
	system		casted
Voted in favour of the resolution:	91	12779733	99.38%
Voted against the resolution:	2	79698	0.62%
<u>Total</u>	93	12859431	100%
Invalid Votes	0	0	0

(d) Resolution No. 4:

Ordinary Resolution for ratification of appointment of M/s. V. D. Shukla & Co., Chartered Accountants, as auditors of the company and fix their remuneration:

	Number of members	Number of votes	% of total
	voted through	casted by them	number of
	electronic voting		valid votes
	system		casted
Voted in favour of the resolution:	93	12859431	100%
Voted against the resolution:	0	0	0
<u>Total</u>	93	12859431	100%
Invalid Votes	O JAPAN	O O	0

(e) Resolution No. 5:

Ordinary Resolution for ratification of remuneration paid to M/s. V. H. Savaliya & Associates, Cost Accountants for cost audit:

	Number of members	Number of votes	% of total
	voted through	casted by them	number of
	electronic voting		valid votes
	system		casted
Voted in favour of the resolution:	91	12851734	99.94%
Voted against the resolution:	2	7697	0.60%
<u>Total</u>	93	12859431	100%
Invalid Votes	0	0	0

(f) Resolution No. 6:

Special Resolution to create, offer, issue and allot upto 35,00,000 warrants on Preferential basis as per SEBI (ICDR) guidelines 2009:

	Number of members voted through electronic voting system	Number of votes casted by them	% of total number of valid votes casted
Voted in favour of the resolution:	86	11937277	92.83%
Voted against the resolution:	7	922154	7.17%
<u>Total</u>	<u>93</u>	<u>12859431</u>	100%
Invalid Votes	0	0	0

(g) Resolution No. 7:

Special Resolution for revision in terms of remuneration of Mr. Pravin Kiri, Chairman of the Company:

	Number of members voted through	Number of votes casted by them	% of total number of
	electronic voting		valid votes
	system		casted
Voted in favour of the resolution:	88	11894084	92.49%
Voted against the resolution:	5	965347	7.51%
<u>Total</u>	<u>93</u>	<u>12859431</u>	1005
Invalid Votes	O REPARA	O ASSO	0

(h) Resolution No. 8:

Special Resolution for revision in terms of remuneration of Mr. Manish Kiri, Mana ging Director:

	Number of members voted through electronic voting system	Number of votes casted by them	% of total number of valid votes casted
Voted in favour of the resolution:	87	11893662	92.49%
Voted against the resolution:	6	965769	7.51%
<u>Total</u>	<u>93</u>	<u>12859431</u>	100%
Invalid Votes	0	0	0

9. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary of the company for safe keeping.

FCS: 6165

Thanking you,

Yours faithfully,

For R. C. Tarpara and Associates

Company Secretaries

Rajesh Tarpara Proprietor COP: 5785

Membership: 6165

Place: Ahmedabad Dated: 23.09.2016

212, Shajanand Complex, B/h. Bhagvati Chambers, C. G. Road, Navrangpura, Ahmedabad 380009. Ph. 079-26462005, Mobile: 98249-46000

FORM No. MGT-13 Report of Scrutinizer

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

To

The Chairman of

18th Annual General Meeting of the Equity Shareholders of Kiri Industries Limited, to be held on Friday, 23rd September, 2016 at 10.30 a.m. at Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad – 380015.

Dear Sir,

I, Rajesh C. Tarpara, Proprietor of M/s R.C. Tarpara & Associates, Company Secretaries, having office at Ahmedabad, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 18th Annual General Meeting of the Equity Shareholders of Kiri Industries Limited, to be held on Friday, 23rd September, 2016 at 10.30 a.m. at Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad – 380015.

I submit my report as under:

- 1. After the time fixed for closing of poll by the Chairman, one ballot box kept for polling were locked in my presence with due identification marks placed by me.
- 2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Register and Transfer Agent of the Company and the authorizations/ proxies lodged with the Company.
- 3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- 4. The result of the poll is as under:



New Address: 208 Capital Corporate, Opp: Eknath Complex, Naroda Kathwada Road, Naroda, Ahmedabad – 382330, e-mail: rctarpara@gmail.com, 9904746000.

(a) Resolution No. 1:

Ordinary Resolution - To receive, consider and adopt the Audited Balance Sheet as at March 31, 2016 and the Statement of Profit and Loss for the year ended on that date together with the Report of Directors' and Auditors' thereon:

(I) Voted in favour of the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
61	4502587	100.00

(II) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

(III) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
0	0

(b) Resolution No. 2:

Ordinary Resolution for re-appointment of Mr. Pravin Kiri, as a director, who retires by rotation:

(I) Voted in favour of the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
61	4502587	100.00

(II) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

(III) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
0	0

New Address: 208 Capital Corporate, Opp: Eknath Complex, Naroda Kathwada Road, Naroda,

Ahmedabad - 382330, e-mail: rctarpara@gmail.com, 9904746000.



(c) Resolution No. 3:

Ordinary Resolution - To declare Dividend @ 0.15% on 43,33,500 Cumulative Redeemable Preference Share for the year 2015-16:

(I) Voted in favour of the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
61	4502587	100.00

(II) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

(III) Invalid Votes

and voting (in person or proxy) whose votes were declared invalid	(Shares)
	Total number of votes cast by them

(d) Resolution No. 4:

Ordinary Resolution for ratification of appointment of M/s. V. D. Shukla & Co., Chartered Accountants, as auditors of the company and fix their remuneration:

(I) Voted in favour of the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
61	4502587	100.00

(II) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

(III) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
0	0

Page 3

New Address: 208 Capital Corporate, Opp: Eknath Complex, Naroda Kathwada Road, Naroda, Ahmedabad – 382330, e-mail: rctarpara@gmail.com, 9904746000.

(e) Resolution No. 5:

Ordinary Resolution for ratification of remuneration paid to M/s. V.H. Savaliya & Associates, Cost Accountants for cost audit:

(I) Voted in favour of the resolution:

Number of Me present and voti person or proxy)		% of total number of valid votes cast
61	4502587	100.00

(II) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

(III) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
0	0

(d) Resolution No. 6:

Special Resolution to create, offer, issue and allot upto 35,00,000 warrants on Preferential basis as per SEBI (ICDR) guidelines 2009:

(I) Voted in favour of the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
61	4502587	100.00

(II) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

(III) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
0	0

New Address: 208 Capital Corporate, Opp: Eknath Complex, Naroda Kathwada Road, Naroda,

Ahmedabad - 382330, e-mail: rctarpara@gmail.com, 9904746000.



(d) Resolution No. 7:

Special Resolution for revision in terms of remuneration of Mr. Pravin Kiri, Chairman of the Company:

(I) Voted in favour of the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
61	4502587	100.00

(II) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

(III) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
0	0

(d) Resolution No. 8:

Special Resolution for revision in terms of remuneration of Mr. Manish Kiri, Managing Director of the Company:

(I) Voted in favour of the resolution:

	person or proxy)	4502587	100.00
Number of Members present and voting (in		Number of votes cast by them (Shares)	% of total number of valid votes cast

(II) Voted against the resolution:

present and voting (in	Number of votes cast by them (Shares)	% of total number of valid votes cast		
person or proxy)	0	0		

(III) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
0	0

New Address: 208 Capital Corporate, Opp: Eknath Complex, Naroda Kathwada Road, Naroda,

Ahmedabad – 382330, e-mail: rctarpara@gmail.com, 9904746000.



212, Shajanand Complex, B/h. Bhagvati Chambers, C. G. Road, Navrangpura, Ahmedabad 380009. Ph. 079-26462005, Mobile : 98249-46000

Consolidated Scrutinizer's Report on e-voting and Poll

To
The Chairman
Kiri Industries Limited
18th Annual General Meeting of the Equity Shareholders of
Kiri Industries Limited, to be held on Friday, 23th September, 2016 at 10.30 a.m. at
Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg,
Ahmedabad – 380015.

Sub: Consolidated Scrutinizer's Report on remote e- Voting and voting on Poll at the 18th Annual General Meeting of the Company

Dear Sir,

I, Rajesh C. Tarpara, proprietor of R. C. Tarpara & Associates, Company Secretaries, Ahmedabad, have been appointed as Scrutinizer of Kiri Industries Limited, ("the Company") for the purpose of scrutinizing the e-voting process (remote-e-voting) under the provisions of section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and poll process under the provisions of section 109 of the Act read with Rule 21 of the Companies (Management and Administration) Amendment Rules, 2014 read with Clause 35B of the Listing Agreement on the resolutions contained in the Notice to 18th Annual General Meeting(AGM) of the Company held on Friday, 23th September, 2016 at 10:30 a.m. at Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad — 380015 submit our report as under:

The Company has availed e-voting facility offered by Central Depository Services Limited (CDSL) for conducting remote e-voting by the shareholders of the Company. The voting period for the remote e-voting commenced on 20th September, 2016 (9:00 a.m.) and ended on 22nd September, 2016 (5:00 p.m.) all the resolutions set forth in the AGM Notice. The e-voting results were unblocked by me on 23rd September, 2016 in the presence of two witnesses and the details are given in scrutinizer report on e-voting dated 23rd September, 2016.

At the 18th AGM of the Company held on 23rd September, 2016, the Chairman of the Company had *suo moto* called for a poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process. For further details kindly refer to my scrutinizer's report in form No.MGT-13 dated 23rd September, 2016.

The result of e-voting together with the Poll is annexed herewith. All the resolutions stands passed based on combined results (E-voting and Poll) with the requisite majority. (As per Annexure – 'A')

I hereby confirm that, I am maintaining the registers received from the service provider both electronically and manually, in respect of votes cast through e-voting and poll by the members of the Company and the same shall be handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

For R.C. Tarpara and Associates

Company Secretaries

Rajesh C. Tarpara

Proprietor COP: 5785

Membership: 6165

Place: Ahmedabad Dated: 23.09.2016

Lounter Signed by:

For Kiri Industries Ltd.

Sanduli US S Company Secretary

Annexure - A

	Kiri In	dustries Li	mited Comb	oine Results	of voting at	18th Annu	al General	Meeting	
No. of	E-voting Pol			oli	oll Total				
Resolutions	Favour Against		Favour Against	Against	Favour Against			Against	Tabal
(As per Notice of 18 th AGM)	No. of Shares	% of total voting casted	No. of Shares	% of total voting casted	vote Casted				
1 (Ordinary Resolution)	12859431	0	4502587	0	17362018	100.00	0	0.00	17362018
2 (Ordinary Resolution)	12859431	0	4502587	0	17362018	100.00	0	0.00	17362018
3 (Ordinary Resolution)	12779733	79698	4502587	0	17282320	99.54	79698	0.46	17362018
4 (Ordinary Resolution)	12859431	0	4502587	0	17362018	100.00	0	0.00	17362018
5 (Ordinary Resolution)	12851734	7697	4502587	0	17354321	99.96	7697	0.04	17362018
6 (Special Resolution)	11937277	922154	4502587	0	16439864	94.69	922154	5.31	17362018
7 (Special Resolution)	11894084	965347	4502587	0	16396671	94.44	965347	5.56	17362018
8 (Special Resolution)	11893662	965769	4502587	0	16396249	94.44	965769	5.56	17362018

For R. C. Tarpara and Associates

Company Secretaries

Rajesh C. Tarpara

Proprietor

COP: 5785, FCS: 6165

Place: Ahmedabad Dated: 23.09.2016

FCS: 6165

CP:5785