

**KINETIC ENGINEERING LIMITED**

Regd. Office : Kinetic Innovation Park, D-1 Block,
Plot No. 18/2, H. K. Firodia Road, MIDC,
Chinchwad, Pune - 411 019. (India)

Tele. : +91-20-66142049
Fax : +91-20-66142088 / 89

CIN : L35912MH1970PLC014819

Website : www.kineticindia.com

Date: 03.04.2018

To,

Corporate Service Department
Bombay Stock Exchange Limited
P.J.Tower, Dalal Street
Mumbai-400002

Script Code: 500240

Subject: Results of the Postal Ballot pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

Dear Sir(s),

This is in reference to our letter dated 01.03.2018, wherein we have enclosed the postal ballot notice along with the statement annexed thereto. The postal ballot was conducted for seeking approval of the members of the Company for adoption of new set of Memorandum of Association and Articles of Association and other matters.

In accordance with the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, we would like to inform you that the Special Resolution for the purposes mentioned above, has been approved by the Members of the Company with requisite majority. The approval is deemed to have been received on the last date for receipt of duly completed postal ballot forms and remote e-voting, i.e. 02.04.2018 which was declared on 03.04.2018.

The summarized Voting Results of the Postal Ballot process (through e-voting and postal ballot), in the prescribed format, along with the copy of the Scrutinizer's Report are enclosed herewith.

You are requested to kindly take the same on record.

Thanking you

For Kinetic Engineering Limited



Deepal Shah
Company Secretary



Kinetic Engineering Limited

Resolution Required : (Special)

1 - Adoption of new set of Memorandum of Association of Company pursuant to the Companies Act 2013

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

No

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
Promoter and Promoter Group	E-Voting	7497534	4471223	59.6359	4471223	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		1849845	24.6727	1849845	0	100.0000	0.0000
	Total		6321068	84.3086	6321068	0	100.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	10211087	202	0.0020	190	12	94.0594	5.9406
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		2496	0.0244	2496	0	100.0000	0.0000
	Total		2698	0.0264	2686	12	99.5552	0.4448
Total		17708621	6323766	35.7101	6323754	12	99.9998	0.0002

For KINF TIC ENGINEERING LIMITED


Company Secretary

Kinetic Engineering Limited

Resolution Required : (Special)			2 - Adoption of new set of Articles of Association of Company pursuant to the Companies Act 2013					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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
Promoter and Promoter Group	E-Voting	7497534	4471223	59.6359	4471223	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		1849845	24.6727	1849845	0	100.0000	0.0000
	Total		6321068	84.3086	6321068	0	100.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	10211087	202	0.0020	190	12	94.0594	5.9406
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		2496	0.0244	2496	0	100.0000	0.0000
	Total		2698	0.0264	2686	12	99.5552	0.4448
Total		17708621	6323766	35.7101	6323754	12	99.9998	0.0002

For KINETIC ENGINEERING LIMITED


Company Secretary

Kinetic Engineering Limited

Resolution Required : (Special)			3- To increase the limits u/s 186(2) of Companies Act, 2013 for extending loans, providing guarantees or giving securities for loans taken by any person or body corporate.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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
Promoter and Promoter Group	E-Voting	7497534	4471223	59.6359	4471223	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		1849845	24.6727	1849845	0	100.0000	0.0000
	Total		6321068	84.3086	6321068	0	100.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	10211087	202	0.0020	190	12	94.0594	5.9406
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		2496	0.0244	2496	0	100.0000	0.0000
	Total		2698	0.0264	2686	12	99.5552	0.4448
Total		17708621	6323766	35.7101	6323754	12	99.9998	0.0002

For KINFTEC ENGINEERING LIMITED


Company Secretary

Kinetic Engineering Limited

Resolution Required : (Special)			4. To reiterate the Resolution No. 4 passed by the members of the Company in the 44th Annual General Meeting of the Company held on September 30, 2015 pertaining to Issue of Equity Shares on Preferential Basis					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	7497534	4471223	59.6359	4471223	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		1849845	24.6727	1849845	0	100.0000	0.0000
	Total		6321068	84.3086	6321068	0	100.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	10211087	202	0.0020	190	12	94.0594	5.9406
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		2496	0.0244	2496	0	100.0000	0.0000
	Total		2698	0.0264	2686	12	99.5552	0.4448
Total		17708621	6323766	35.7101	6323754	12	99.9998	0.0002

For KINETIC ENGINEERING LIMITED


 Company Secretary

Kinetic Engineering Limited

Resolution Required : (Special)

5. To reiterate the Resolution No. 1 passed by the members of the Company through Postal Ballot dated June 12, 2016 pertaining to Issue of Equity Shares on Preferential Basis

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

No

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]	$[6]=\{[4]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	7497534	4471223	59.6359	4471223	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		1849845	24.6727	1849845	0	100.0000	0.0000
	Total		6321068	84.3086	6321068	0	100.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	10211087	202	0.0020	190	12	94.0594	5.9406
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		2496	0.0244	2496	0	100.0000	0.0000
	Total		2698	0.0264	2686	12	99.5552	0.4448
Total		17708621	6323766	35.7101	6323754	12	99.9998	0.0002

For KINF TIC ENGINEERING LIMITED


Company Secretary

Kinetic Engineering Limited

Resolution Required : (Special)			6. To reiterate the Resolution No. 2 passed by the members of the Company through Postal Ballot dated June 12, 2016 pertaining to Issue of Preference Shares on Preferential Basis					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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
Promoter and Promoter Group	E-Voting	7497534	4471223	59.6359	4471223	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		1849845	24.6727	1849845	0	100.0000	0.0000
	Total		6321068	84.3086	6321068	0	100.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	10211087	202	0.0020	190	12	94.0594	5.9406
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		2496	0.0244	2496	0	100.0000	0.0000
	Total		2698	0.0264	2686	12	99.5552	0.4448
Total		17708621	6323766	35.7101	6323754	12	99.9998	0.0002

For KINETIC ENGINEERING LIMITED


Company Secretary

Kinetic Engineering Limited

Resolution Required : (Special)

7. To reiterate the Resolution No. 1 passed by the members of the Company through Postal Ballot dated May 15, 2017 pertaining to Issue of Equity Shares on Preferential Basis

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

Yes

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
Promoter and Promoter Group	E-Voting	7497534	4471223	59.6359	4471223	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		1849845	24.6727	1849845	0	100.0000	0.0000
	Total		6321068	84.3086	6321068	0	100.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	10211087	202	0.0020	190	12	94.0594	5.9406
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		2496	0.0244	2496	0	100.0000	0.0000
	Total		2698	0.0264	2686	12	99.5552	0.4448
Total		17708621	6323766	35.7101	6323754	12	99.9998	0.0002

For KINF TIC ENGINEERING LIMITED


 Company Secretary



**DINESH BIRLA & ASSOCIATES
COMPANY SECRETARIES**

**M-504, MSR Queenstown, Near Lokmanya
Hospital, behind Chinchwad Railway Station,
Udyog Nagar, Chinchwad, Pune - 411033.
Landline: 020 2751 5384, Mob. No. 9766693603
Email : csdineshbirla@gmail.com**

Date: 3rd April, 2018

To
The Chairman
Kinetic Engineering Limited
D1 Block, Plot No.18/2, M.I.D.C.,
Chinchwad, Pune – 411 019

Dear Sir,

We are submitting herewith the Report of the Scrutinizer in respect of Postal Ballot conducted pursuant to Notice of Postal Ballot dated February 12, 2018. Original Report has been sent through Company Secretary.

**For Dinesh Birla & Associates
Company Secretaries**

**Dinesh S Birla
Proprietor
Membership No.: FCS-7658
COP No. 13029**



FORM No. MGT-13
Report of Scrutinizer(s)

[Pursuant to section 110 of the Companies Act, 2013 and rule 22(9) of the Companies (Management and Administration) Rules, 2014]

SCRUTINIZER'S REPORT

To
The Chairman
Kinetic Engineering Limited
D1 Block, Plot No.18/2, M.I.D.C.,
Chinchwad, Pune – 411 019

Dear Sir,

Sub.: Scrutinizer's Report on Postal Ballot voting including voting by electronic means in respect of passing of resolutions contained in the notice dated February 12, 2018 through Postal Ballot.

I, Dinesh Shivnarayan Birla proprietor of Dinesh Birla & Associates, Practicing Company Secretary appointed as Scrutinizer by the Board of Directors of Kinetic Engineering Limited for the purpose of scrutinizing Postal Ballot voting including voting by electronic means in respect of passing of the resolution contained in the Notice of the Company dated February 12, 2018 through Postal Ballot Notice.

Responsibility of the Management of the company

The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the Rules made there under and (ii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, (LODR), relating to postal ballot voting including voting by electronic means for the resolutions stated in the Postal Ballot Notice.

Scrutinizer's Responsibility

My responsibility as a scrutinizer is restricted to making a Scrutinizer's Report of the votes cast by the members in respect of the resolutions contained in the Postal Ballot Notice. My report is based on the data downloaded from Central Depository Services Limited (CDSL), Depository for the e-voting system and postal ballot received through post till the time fixed for closing of the voting process i.e, till 5.00 p.m. on April 02, 2018.

I submit my report as under:

1. After the time fixed for closing of e-voting, i.e., 5.00 p.m. on April 02, 2018, an electronic report of the e-voting was generated by me by accessing the data available from the website <https://www.evotingindia.com> of Central Depository Services Limited (CDSL). Based on such reports generated by CDSL and relied upon me, data regarding the e-votes was scrutinized.
2. The postal ballot received by post by Company till the time fixed for closing of the Postal Ballot i.e., 5.00 p.m. on April 02, 2018, were scrutinized and reconciled with the records maintained by the Company through Link Intime India Private Limited, Registrar and Share Transfer Agent and the authorizations lodged with the Company.

The result of the scrutiny of the above postal ballot voting including voting by electronic means in respect of passing of the resolutions contained in Postal Ballot Notice, is as under:

Special Resolution – Item No. 1 – Adoption of new set of Memorandum of Association of Company pursuant to the Companies Act, 2013

- I. Voted in favour of the resolution;

Postal Ballot Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	6	18,52,341	29.29174
Electronic (e-voting)	14	44,71,413	70.70807
Total	20	63,23,754	99.99981



II. Voted against the resolution;

Postal Ballot Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	0	0	0
Electronic (e-voting)	1	12	0.00019
Total	1	12	0.00019

III. Invalid Votes;

Postal Ballot Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Physical	0	0
Electronic (e-voting)	0	0
Total	0	0

Special Resolution – Item No. 2 – Adoption of new set of Articles of Association of Company pursuant to the Companies Act, 2013

I. Voted in favour of the resolution;

Postal Ballot Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	6	18,52,341	29.29174
Electronic (e-voting)	14	44,71,413	70.70807
Total	20	63,23,754	99.99981

II. Voted against the resolution;

Postal Ballot Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	0	0	0
Electronic (e-voting)	1	12	0.00019
Total	1	12	0.00019

III. Invalid Votes;

Postal Ballot Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Physical	0	0
Electronic (e-voting)	0	0
Total	0	0

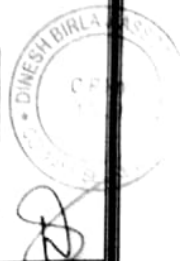
Special Resolution – Item No. 3 – To Increase the limits u/s 186(2) of Companies Act, 2013 for extending loans, providing guarantees or giving securities for loans taken by any person or body corporate

I. Voted in favour of the resolution;

Postal Ballot Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	6	18,52,341	29.29174
Electronic (e-voting)	14	44,71,413	70.70807
Total	20	63,23,754	99.99981

II. Voted against the resolution;

Postal Ballot Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	0	0	0
Electronic (e-voting)	1	12	0.00019
Total	1	12	0.00019



III. Invalid Votes;

Postal Ballot Voting	Total number of members whose votes were declared Invalid	Total number of votes cast by them
Physical	0	0
Electronic (e-voting)	0	0
Total	0	0

Special Resolution – Item No. 4 – To reiterate the Resolution No. 4 passed by the members of the Company in the 44th Annual General Meeting of the Company held on September 30, 2015 pertaining to Issue of Equity Shares on Preferential Basis

I. Voted in favour of the resolution;

Postal Ballot Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	6	18,52,341	29.29174
Electronic (e-voting)	14	44,71,413	70.70807
Total	20	63,23,754	99.99981

II. Voted against the resolution;

Postal Ballot Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	0	0	0
Electronic (e-voting)	1	12	0.00019
Total	1	12	0.00019

III. Invalid Votes;

Postal Ballot Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Physical	0	0
Electronic (e-voting)	0	0
Total	0	0

Special Resolution – Item No. 5 – To reiterate the Resolution No. 1 passed by the members of the Company through Postal Ballot dated June 12, 2016 pertaining to Issue of Equity Shares on Preferential Basis

I. Voted in favour of the resolution;

Postal Ballot Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	6	18,52,341	29.29174
Electronic (e-voting)	14	44,71,413	70.70807
Total	20	63,23,754	99.99981

II. Voted against the resolution;

Postal Ballot Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	0	0	0
Electronic (e-voting)	1	12	0.00019
Total	1	12	0.00019

III. Invalid Votes;

Postal Ballot Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Physical	0	0
Electronic (e-voting)	0	0
Total	0	0



Special Resolution – Item No. 6 – To reiterate the Resolution No. 2 passed by the members of the Company through Postal Ballot dated June 12, 2016 pertaining to Issue of Preference Shares on Preferential Basis

I. Voted in favour of the resolution;

Postal Ballot Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	6	18,52,341	29.29174
Electronic (e-voting)	14	44,71,413	70.70807
Total	20	63,23,754	99.99981

II. Voted against the resolution;

Postal Ballot Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	0	0	0
Electronic (e-voting)	1	12	0.00019
Total	1	12	0.00019

III. Invalid Votes;

Postal Ballot Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Physical	0	0
Electronic (e-voting)	0	0
Total	0	0

Special Resolution – Item No. 7 – To reiterate the Resolution No. 1 passed by the members of the Company through Postal Ballot dated May 15, 2017 pertaining to Issue of Equity Shares on Preferential Basis

I. Voted in favour of the resolution;

Postal Ballot Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	6	18,52,341	29.29174
Electronic (e-voting)	14	44,71,413	70.70807
Total	20	63,23,754	99.99981

II. Voted against the resolution;

Postal Ballot Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	0	0	0
Electronic (e-voting)	1	12	0.00019
Total	1	12	0.00019

III. Invalid Votes;

Postal Ballot Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Physical	0	0
Electronic (e-voting)	0	0
Total	0	0

Notes:

i) Based on the data furnished to me and verified by me as above, the aforesaid resolutions contained in Postal Ballot Notice was passed with the requisite majority of the shareholders as specified under the Companies Act, 2013

ii) The figures in percentage have been rounded off to 5 decimal points.

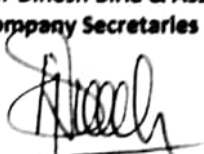


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- iii) The Equity Shareholders holding shares as on February 23, 2018, "cut-off date" was entitled to vote on the resolutions stated in the Notice of the Postal Ballot.
- iv) The Register of Ballots entered and prepared in electronic mode showing Debenture holders who have voted "FOR" and "AGAINST" and e-voting website of the CDSL (<https://www.evotingindia.com>) are being handed over to the Chairman.
- v) The electronic data along with the postal ballots and all other relevant records relating to the e-voting and the Postal Ballot received is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman signs the Minutes.

Thanking you,
Yours faithfully,

For Dinesh Birla & Associates
Company Secretaries



Dinesh B Birla
Proprietor
Membership No.: FCS-7658
COP No. 13029

Date: 3rd April, 2018
Place: Pune