

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

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.

Pune

Thanking you

For Kinetic Engineering Limited

Deepal Shah

Company Secretaryinghw

|                                                                           | Kinetic Engineering Limited |             |                |                     |                |               |                       |                    |  |
|---------------------------------------------------------------------------|-----------------------------|-------------|----------------|---------------------|----------------|---------------|-----------------------|--------------------|--|
| - 4                                                                       | =                           |             |                |                     |                |               |                       |                    |  |
| Resolution Required : (Spec                                               | ial)                        |             | 1 - Adoption o | f new set of Memora | ndum of Associ | ation of Comp | any pursuant to the ( | Companies Act 2013 |  |
| Whether promoter/ promoter group are interested in the agenda/resolution? |                             |             | No             | n                   |                |               | N<br>-                |                    |  |
| Category                                                                  | Mode of                     |             |                | •                   |                |               | 7 ×                   |                    |  |
|                                                                           | Voting                      | W           |                | % of Votes Polled   | No. of         | No. of        | % of Votes in         |                    |  |
|                                                                           |                             | No. of      | No. of votes   | on outstanding      | Votes – in     | Votes         | favour on votes       | % of Votes against |  |
| at so                                                                     |                             | shares held | polled         | shares              | favour         | –Against      | polled                | on votes polled    |  |
|                                                                           |                             | [1]         | [2]            | [3]={[2]/[1]}*100   | [4]            | [5]           | [6]={[4]/[2]}*100     | [7]={[5]/[2]}*100  |  |
|                                                                           | E-Voting                    |             | 4471223        | 59.6359             | 4471223        | 0             | 100.0000              | 0.0000             |  |
| Promoter and Promoter                                                     | Poll                        |             | 0              | 0.0000              | Ô              | 0             | 0.0000                | 0.0000             |  |
| Group                                                                     |                             | 7497534     | -              |                     |                |               |                       |                    |  |
| Gloup                                                                     | Postal Ballot               |             | 1849845        | 24.6727             | 1849845        | 0             | 100.0000              | 0.0000             |  |
| 8                                                                         | Total                       |             | 6321068        | 84.3086             | 6321068        | 0             | 100.0000              | 0.0000             |  |
| ai V                                                                      | E-Voting                    |             | 0              | 0.0000              | 0              | 0             | 0.0000                | 0.0000             |  |
|                                                                           | Poll                        |             | 0              | 0.0000              | 0              | O             | 0.0000                | 0.0000             |  |
| Public Institutions                                                       |                             | 0           |                | 6.8                 | *1             |               |                       |                    |  |
|                                                                           | Postal Ballot               |             | 0              | 0.0000              | 0              | - 0           | 0.0000                | 0.0000             |  |
|                                                                           | Total                       |             | 0              | 0.0000              | 0              | 0             | 0.0000                | 0.0000             |  |
|                                                                           | E-Voting                    |             | 202            | 0.0020              | 190            | 12            | 94.0594               | 5.9406             |  |
|                                                                           | Poll                        |             | 0              | 0.0000              | - 0            | 0             | 0.0000                | 0.0000             |  |
| Public Non Institutions                                                   |                             | 10211087    |                |                     |                |               |                       |                    |  |
|                                                                           | 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

|                                                    |                   |                    | Kinetic             | <b>Engineering L</b>                    | imited                         | 11                          |                                      |                                    |
|----------------------------------------------------|-------------------|--------------------|---------------------|-----------------------------------------|--------------------------------|-----------------------------|--------------------------------------|------------------------------------|
| Resolution Required : (Spec                        | ial)              |                    | 2 - Adoption        | of new set of Articles                  | of Association                 | of Company pu               | irsuant to the Compa                 | nies Act 2013                      |
| Whether promoter/ promot<br>the agenda/resolution? | ter group are in  |                    | No                  |                                         |                                |                             | 8                                    |                                    |
| Category                                           | Mode of<br>Voting | No. of shares held | No. of votes        | % of Votes Polled on outstanding shares | No. of<br>Votes – in<br>favour | No. of<br>Votes<br>–Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
|                                                    |                   | [1]                | [2]                 | [3]={[2]/[1]}*100                       | [4]                            | [5]                         | [6]={[4]/[2]}*100                    | [7]={[5]/[2]}*100                  |
|                                                    | E-Voting          |                    | 4471223             | 59.6359                                 | 4471223                        | 0                           | 100.0000                             |                                    |
| Promoter and Promoter                              | Poll              |                    | 0                   | 0.0000                                  | 0                              | 0                           | 0.0000                               | 0.0000                             |
| Group                                              | Postal Ballot     | 7497534            | 1849845             | 24.6727                                 | 1849845                        | 0                           | 100.0000                             | 0.0000                             |
|                                                    | Total             |                    | 6321068             | 84.3086                                 | 6321068                        | 0                           | 100.0000                             |                                    |
| =                                                  | E-Voting<br>Poll  |                    | 0                   | 0.0000                                  | 0                              | 0                           | 0.0000                               | 0.0000                             |
| Public Institutions                                | Postal Ballot     | 0                  | 0                   | 0.0000                                  | - 0                            | 0                           | 0.0000                               | 0.0000                             |
|                                                    | Total             |                    | 0                   | 0.0000                                  | 0                              | 0                           | 0.0000                               | 0.0000                             |
| R .                                                | E-Voting          |                    | 202                 | 0.0020                                  | 190                            | 12                          | 94.0594                              | 5.9406                             |
|                                                    | Poll              |                    | 0                   | 0.0000                                  | 0                              | 0                           | 0.0000                               | 0.0000                             |
| Public Non Institutions                            | Postal Ballot     | 10211087           | 2496<br><b>2698</b> |                                         | 2496<br><b>2686</b>            | 0<br><b>12</b>              | 100.0000<br>99.5552                  |                                    |
| Total                                              | Total             | 17708621           |                     |                                         | 6323754                        | 12                          | 99.9998                              |                                    |

For KINFTIC ENGINEERING LIMITED

| 8                                                                         |                   |          | Kinetic                          | Engineering L                                                                                                                                                             | imited                         |                             |                                      |                                    |  |
|---------------------------------------------------------------------------|-------------------|----------|----------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------|-----------------------------|--------------------------------------|------------------------------------|--|
| Resolution Required : (Speci                                              | ial)              |          | 3- To increase giving securities | - To increase the limits u/s 186(2) of Companies Act, 2013 for extending loans, providing guarantees or iving securities for loans taken by any person or body corporate. |                                |                             |                                      |                                    |  |
| Whether promoter/ promoter group are interested in the agenda/resolution? |                   |          | Yes                              |                                                                                                                                                                           |                                |                             |                                      |                                    |  |
| Category                                                                  | Mode of<br>Voting | No. of   | No. of votes                     | % of Votes Polled on outstanding shares                                                                                                                                   | No. of<br>Votes – in<br>favour | No. of<br>Votes<br>–Against | % of Votes in favour on votes polled | % of Votes against on votes polled |  |
|                                                                           |                   | [1]      | [2]                              | [3]={[2]/[1]}*100                                                                                                                                                         | [4]                            | [5]                         | [6]={[4]/[2]}*100                    | [7]={[5]/[2]}*100                  |  |
|                                                                           | E-Voting          |          | 4471223                          | 59.6359                                                                                                                                                                   | 4471223                        | 0                           | 100.0000                             |                                    |  |
|                                                                           | Poll              |          | 0                                | 0.0000                                                                                                                                                                    | 0                              | 0                           | 0.0000                               | 0.0000                             |  |
| Promoter and Promoter<br>Group                                            | Postal Ballot     | 7497534  | 1849845                          | 24.6727                                                                                                                                                                   | 1849845                        | 0                           | 100.0000                             | 0.0000                             |  |
|                                                                           | Total             |          | 6321068                          | 84.3086                                                                                                                                                                   | 6321068                        | 0                           | 100.0000                             | 0.0000                             |  |
|                                                                           | E-Voting          |          | 0                                | 0.0000                                                                                                                                                                    | 0                              | 0                           | 0.0000                               | 0.0000                             |  |
|                                                                           | Poll              |          | 0                                | 0.0000                                                                                                                                                                    | 0                              | 0                           | 0.0000                               | 0.0000                             |  |
| Public Institutions                                                       | Postal Ballot     | 0        | 0                                | 0.0000                                                                                                                                                                    | 0                              | 0                           | 0.0000                               | 0.0000                             |  |
|                                                                           | Total             | 1        | 0                                |                                                                                                                                                                           | 0                              | 0                           | 0.0000                               | 0.0000                             |  |
|                                                                           | E-Voting          |          | 202                              | 0.0020                                                                                                                                                                    | 190                            | 12                          | 94.0594                              | 5.9406                             |  |
|                                                                           | Poll              |          | 0                                | 0.0000                                                                                                                                                                    | 0                              | 0                           | 0.0000                               | 0.0000                             |  |
| Public Non Institutions                                                   | Postal Ballot     | 10211087 | 2496                             | 0.0244                                                                                                                                                                    | 2496                           | 0                           |                                      |                                    |  |
| 5 P                                                                       | Total             |          | 2698                             | 0.0264                                                                                                                                                                    | 2686                           | 12                          |                                      |                                    |  |
| Total                                                                     |                   | 17708621 | 6323766                          | 35.7101                                                                                                                                                                   | 6323754                        | 12                          | 99.9998                              | 0.0002                             |  |

For KINFTIC ENGINEERING LIMITED

|                                                   |                   |                    |               | <b>Engineering L</b>                       |                      |                 |                               |                                      |
|---------------------------------------------------|-------------------|--------------------|---------------|--------------------------------------------|----------------------|-----------------|-------------------------------|--------------------------------------|
| Resolution Required : (Spec                       | ial)              |                    |               | the Resolution No. 4<br>Company held on Se |                      |                 |                               |                                      |
| nesolution nequired : (Spec                       | iaij              |                    | Yes           |                                            |                      |                 |                               |                                      |
| Whether promoter/ promoter the agenda/resolution? | ter group are in  | terested in        |               | 2                                          | ri ji                | = 15            |                               | 11<br>34                             |
| Category                                          | Mode of<br>Voting | No. of             | No. of votes  | % of Votes Polled on outstanding           | No. of<br>Votes – in | No. of<br>Votes | % of Votes in favour on votes | % of Votes against                   |
|                                                   | ar <sub>2</sub>   | shares held<br>[1] | polled<br>[2] | shares<br>[3]={[2]/[1]}*100                | favour<br>[4]        | -Against<br>[5] | polled<br>[6]={[4]/[2]}*100   | on votes polled<br>[7]={[5]/[2]}*100 |
| 8 3                                               | E-Voting          |                    | 4471223       | 59.6359                                    | 4471223              | 0               | 100.0000                      | 0.0000                               |
| Promoter and Promoter                             | Poll              | 7497534            | 0             | 0.0000                                     | 0                    | 0               | 0.0000                        | 0.0000                               |
| Group                                             | Postal Ballot     | 1:                 | 1849845       | 24.6727                                    | 1849845              | 0               | 100.0000                      | 0.0000                               |
|                                                   | Total             |                    | 6321068       | 84.3086                                    | 6321068              | - 0             | 100.0000                      | 0.0000                               |
| 4,                                                | E-Voting          | :1                 | 0             | 0.0000                                     | 0                    | 0               | 0.0000                        | 0.0000                               |
| Public Institutions                               | Poll              | 0                  | 0             | 0.0000                                     | 0                    | 0               | 5                             |                                      |
|                                                   | Postal Ballot     |                    | 0             | 0.0000                                     | 0                    | 0               |                               |                                      |
|                                                   | Total             |                    | 0             | 0.0000                                     | 0                    | 0               |                               |                                      |
|                                                   | E-Voting          |                    | 202           | 0.0020                                     | 190                  | 12              | 94.0594                       |                                      |
|                                                   | Poll              |                    | 0             | 0.0000                                     | 0                    | 0               | 0.0000                        | 0.0000                               |
| Public Non Institutions                           | Postal Ballot     | 10211087           | 2496          | 0.0244                                     | 2496                 | 0               |                               |                                      |
|                                                   | Total             |                    | 2698          | 0.0264                                     | 2686                 | 12              | 99.5552                       |                                      |
| Total                                             |                   | 17708621           | 6323766       | 35.7101                                    | 6323754              | 12              | 99.9998                       | 0.0002                               |

FOR KINETIC ENGINEERING LIMITED

|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                   |             | Kinetic      | <b>Engineering L</b>                        | imited                         |                             | g II II II                           | 0.                                 |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------|-------------|--------------|---------------------------------------------|--------------------------------|-----------------------------|--------------------------------------|------------------------------------|
| Resolution Required : (Spec                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | al)               |             |              | the Resolution No. 1 pertaining to Issue of |                                |                             |                                      | ostal Ballot dated                 |
| Whether promoter/ promoter pro | er group are in   | terested in | No           |                                             |                                | = v <sub>2</sub>            | 292<br>(III III                      |                                    |
| Category                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | Mode of<br>Voting | No. of      | No. of votes | % of Votes Polled on outstanding shares     | No. of<br>Votes – in<br>favour | No. of<br>Votes<br>–Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                   | [1]         | [2]          | [3]={[2]/[1]}*100                           | [4]                            | [5]                         | [6]={[4]/[2]}*100                    | [7]={[5]/[2]}*100                  |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | E-Voting          |             | 4471223      | 59.6359                                     | 4471223                        | 0                           | 100.0000                             | 0.0000                             |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | Poll              |             | 0            | 0.0000                                      | 0                              | 0                           | 0.0000                               | 0.0000                             |
| Promoter and Promoter<br>Group                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | Postal Ballot     | 7497534     | 1849845      | 24.6727                                     | 1849845                        | 0                           | 100.0000                             |                                    |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | Total             |             | 6321068      | 84.3086                                     | 6321068                        | 0                           | 100.0000                             |                                    |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | E-Voting<br>Poll  |             | 0            | 0.0000                                      | 0                              | 0                           | 0.0000<br>0.0000                     | 0.0000                             |
| Public Institutions                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | Postal Ballot     | 0           | 0            | 0.0000                                      | 0                              | 0                           | 0.0000                               | 0.0000                             |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | Total             |             | 0            | 0.0000                                      | 0                              | 0                           | 0.0000                               | 0.0000                             |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | E-Voting          |             | 202          | 0.0020                                      | 190                            | 12                          | 94.0594                              | 5.9406                             |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | Poll              |             | 0            | 0.0000                                      | . 0                            | -, 0                        | 0.0000                               | 0.0000                             |
| Public Non Institutions                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | Postal Ballot     | 10211087    | 2496         | 0.0244                                      | 2496                           | 0                           | 100.0000                             | 0.0000                             |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | Total             | 11          | 2698         | 0.0264                                      | 2686                           | 12                          | 99.5552                              | 0.4448                             |
| Total                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | 1                 | 17708621    | 6323766      | 35.7101                                     | 6323754                        | 12                          | 99.9998                              | 0.0002                             |

For KINETIC ENGINEERING LIMITED

|                                |                   |             | Kinetic                            | <b>Engineering L</b>                           | imited                         |                             |                                    |                                    |
|--------------------------------|-------------------|-------------|------------------------------------|------------------------------------------------|--------------------------------|-----------------------------|------------------------------------|------------------------------------|
| Resolution Required : (Speci   | al)               |             | 6. To reiterate<br>June 12, 2016 ¡ | the Resolution No. 2 poertaining to Issue of F | passed by the more share       | embers of the               | e Company through P<br>ntial Basis | ostal Ballot dated                 |
| Whether promoter/ promot       |                   | terested in | Yes                                | e<br>e                                         |                                | ii.                         | 10<br>( 10 m)<br>( 10 m)           | 2 2                                |
| Category                       | Mode of<br>Voting | No. of      | No. of votes                       | % of Votes Polled<br>on outstanding<br>shares  | No. of<br>Votes – in<br>favour | No. of<br>Votes<br>–Against | polled                             | % of Votes against on votes polled |
|                                | K                 | [1]         | [2]                                | [3]={[2]/[1]}*100                              | [4]                            | [5]                         | [6]={[4]/[2]}*100                  | [7]={[5]/[2]}*100                  |
|                                | E-Voting          | <u>[-</u> ] | 4471223                            | 59.6359                                        | 4471223                        | 0                           | 100.0000                           |                                    |
|                                | Poll              |             | 0                                  | 0.0000                                         | 0                              | 0                           | 0.0000                             | 0.0000                             |
| Promoter and Promoter<br>Group | Postal Ballot     | 7497534     | 1849845                            | 24.6727                                        | 1849845                        | = 0                         | 100.0000                           |                                    |
|                                | Total             |             | 6321068                            | 84.3086                                        | 6321068                        | 0                           | 100.0000                           |                                    |
|                                | E-Voting          |             | 0                                  | 0.0000                                         | 0                              | 0                           | 0.0000                             |                                    |
|                                | Poll              |             | 0                                  | 0.0000                                         | 0                              | 0                           | 0.0000                             | 0.0000                             |
| Public Institutions            | Postal Ballot     | c           | 0                                  | 0.0000                                         | 0                              | 0                           | 0.0000                             | 0.0000                             |
| 0                              | Total             | 6"          | 0                                  |                                                | 0                              | . 0                         | 0.0000                             |                                    |
|                                | E-Voting          |             | 202                                |                                                |                                | 12                          | 94.0594                            |                                    |
| 6 6 8                          | Poll              | -           | 0                                  |                                                | . 0                            | 0                           | 0.0000                             | 0.0000                             |
| Public Non Institutions        | Postal Ballot     | 10211087    |                                    |                                                | 2496                           | C                           |                                    |                                    |
|                                | Total             | 1           | 2698                               | 0.0264                                         | 2686                           | 12                          |                                    |                                    |
| Total                          | Total             | 1770862     | 6323766                            | 35.7101                                        | 6323754                        | 12                          | 99.999                             | 0.0002                             |

For KINETIC ENGINEERING LIMITED

|                                                                           |                   |                    | Kinetic      | <b>Engineering L</b>                                                                                                                                                          | imited                                |                             | -                                    | *                                  |  |
|---------------------------------------------------------------------------|-------------------|--------------------|--------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------|-----------------------------|--------------------------------------|------------------------------------|--|
| Resolution Required : (Spec                                               | ial)              |                    |              | 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          | r'es                                                                                                                                                                          |                                       |                             |                                      |                                    |  |
| Category                                                                  | Mode of<br>Voting | No. of shares held | No. of votes | % of Votes Polled on outstanding shares                                                                                                                                       | No. of<br>Votes – in<br>favour        | No. of<br>Votes<br>–Against | % of Votes in favour on votes polled | % of Votes against on votes polled |  |
|                                                                           |                   | [1]                | [2]          | [3]={[2]/[1]}*100                                                                                                                                                             | [4]                                   | . [5]                       | [6]={[4]/[2]}*100                    | [7]={[5]/[2]}*100                  |  |
|                                                                           | E-Voting          |                    | 4471223      | 59.6359                                                                                                                                                                       | 4471223                               | 0                           | 100.0000                             |                                    |  |
| D                                                                         | Poll              |                    | 0            | 0.0000                                                                                                                                                                        | 0                                     | 0                           | 0.0000                               | 0.0000                             |  |
| Promoter and Promoter<br>Group                                            | Postal Ballot     | 7497534            | 1849845      | 24.6727                                                                                                                                                                       | 1849845                               | 0                           | 100.0000                             | 0.0000                             |  |
|                                                                           | Total             |                    | 6321068      | 84.3086                                                                                                                                                                       | 6321068                               | 0                           | 100.0000                             | 0.0000                             |  |
|                                                                           | E-Voting          |                    | 0            | 0.0000                                                                                                                                                                        | 0                                     | 0                           | 0.0000                               | 0.0000                             |  |
|                                                                           | Poll              |                    | 0            | 0.0000                                                                                                                                                                        | 0                                     | 0                           | 0.0000                               | 0.0000                             |  |
| Public Institutions                                                       | Postal Ballot     | 0                  | 0            | 0.0000                                                                                                                                                                        | · · · · · · · · · · · · · · · · · · · | 0                           | 0.0000                               | 0.0000                             |  |
|                                                                           | Total             | 1                  | 0            | 0.0000                                                                                                                                                                        | 0                                     | 0                           | 0.0000                               | 0.0000                             |  |
| ·                                                                         | E-Voting          |                    | 202          | 0.0020                                                                                                                                                                        | 190                                   | 12                          | 94.0594                              | 5.9406                             |  |
|                                                                           | Poll              | 9                  | 0            | 0.0000                                                                                                                                                                        | .0                                    | 3 0                         | 0.0000                               | 0.0000                             |  |
| Public Non Institutions                                                   | Postal Ballot     | 10211087           | 2496         | 0.0244                                                                                                                                                                        | 2496                                  | 0                           | 100.0000                             | 0.0000                             |  |
|                                                                           | Total             | 1                  | 2698         |                                                                                                                                                                               | 2686                                  | 12                          | 99.5552                              |                                    |  |
| Total                                                                     | TOLAI             | 17708621           |              |                                                                                                                                                                               | 6323754                               | 12                          |                                      |                                    |  |

FOR KINFTIC ENGINEERING LIMITED



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: 3<sup>rd</sup> 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.

C.P.No:

For Dinesh Birla & Associates

**Company Secretaries** 

Dines 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:

- 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.
- 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

Voted in favour of the resolution;

| Postal Ballot Voting  | Number of members who | Number of votes cast | % of total number   |
|-----------------------|-----------------------|----------------------|---------------------|
|                       | voted                 | by them              | 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 | Number of votes cast | % of total number of valid votes cast |  |
|-----------------------|-----------------------|----------------------|---------------------------------------|--|
|                       | voted                 | by them              |                                       |  |
| 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 | Total number of votes cast by them |
|-----------------------|-------------------------------|------------------------------------|
|                       | votes were declared invalid   |                                    |
| Physical              | 0                             | 0                                  |
| Electronic (e-voting) | 0                             | 0                                  |
| Total                 | 0                             | 0                                  |

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

Voted in favour of the resolution;

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

II. \_\_\_\_ Voted against the resolution;

| ٠ – | Total abanist the res | olution,              |                      |                     |  |
|-----|-----------------------|-----------------------|----------------------|---------------------|--|
| 1   | Postal Ballot Voting  | Number of members who | Number of votes cast | % of total number   |  |
|     |                       | voted                 | by them              | of valid votes cast |  |
| L   | Physical              | 0                     | 0                    | 0                   |  |
|     | Electronic (e-voting) | ronic (e-voting) 1    |                      | 0.00019             |  |
|     | Total                 | 1                     | 12                   | 0.00019             |  |

III. Invalid Votes;

| ··· _ | invalia votes,        |                               |                                    |
|-------|-----------------------|-------------------------------|------------------------------------|
| ſ     | Postal Ballot Voting  | Total number of members whose | Total number of votes cast by them |
| L     |                       | votes were declared invalid   |                                    |
|       | 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

Voted in favour of the resolution;

| Postal Ballot Voting  | Number of members who | Number of votes cast | % of total number   |
|-----------------------|-----------------------|----------------------|---------------------|
|                       | voted                 | by them              | 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;

| voted against the re  | 70,41,011             |                      |                     |
|-----------------------|-----------------------|----------------------|---------------------|
| Postal Ballot Voting  | Number of members who | Number of votes cast | % of total number   |
|                       | voted                 | by them              | of valid votes cast |
| Physical              | 0                     | 0                    | 0                   |
| Electronic (e-voting) | 1                     | 12                   | 0.00019             |
| Total                 | 1                     | 12                   | 0.00019             |

III. Invalid Votes;

| • | mirana rocco,         |                               |                                    |
|---|-----------------------|-------------------------------|------------------------------------|
| Γ | Postal Ballot Voting  | Total number of members whose | Total number of votes cast by them |
| 1 |                       | votes were declared invalid   |                                    |
| T | Physical              | 0                             | 0                                  |
| Ī | Electronic (e-voting) | 0                             | 0                                  |
| ı | 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:

| TOTAL IN THE CONTROL OF THE CONTROL |                       |                       |                      |                     |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------|-----------------------|----------------------|---------------------|
| Г                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | Postal Ballot Voting  | Number of members who | Number of votes cast | % of total number   |
| 1                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |                       | voted                 | by them              | of valid votes cast |
| ı                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | Physical              | 6                     | 18,52,341            | 29.29174            |
| ı                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | 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 | Number of votes cast | % of total number   |
|---|-----------------------|-----------------------|----------------------|---------------------|
|   |                       | voted                 | by them              | of valid votes cast |
|   | Physical              | 0                     | 0                    | 0                   |
| Γ | Electronic (e-voting) | 1                     | 12                   | 0.00019             |
|   | Total                 | 1                     | 12                   | 0.00019             |

III. Invalid Votes;

| • _ | invalia votos,                                     |                             |                                    |  |  |
|-----|----------------------------------------------------|-----------------------------|------------------------------------|--|--|
| Γ   | Postal Ballot Voting Total number of members whose |                             | Total number of votes cast by them |  |  |
|     |                                                    | votes were declared invalid | _                                  |  |  |
| Γ   | Physical                                           | 0                           | 0                                  |  |  |
| Γ   | Electronic (e-voting)                              | 0                           | 0                                  |  |  |
| Γ   | Total                                              | 0                           | 0                                  |  |  |

<u>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</u>

Voted in favour of the resolution;

| roted in layout or the rotelland, |                       |                      |                     |
|-----------------------------------|-----------------------|----------------------|---------------------|
| Postal Ballot Voting              | Number of members who | Number of votes cast | % of total number   |
|                                   | voted                 | by them              | 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;

| voted against the resolution, |                       |                      |                     |
|-------------------------------|-----------------------|----------------------|---------------------|
| Postal Ballot Voting          | Number of members who | Number of votes cast | % of total number   |
|                               | voted                 | by them              | 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 | Total number of votes cast by them |
|-----------------------|-------------------------------|------------------------------------|
|                       | votes were declared invalid   |                                    |
| 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

Voted in favour of the resolution;

| Postal Ballot Voting  | Number of members who | Number of votes cast | % of total number   |
|-----------------------|-----------------------|----------------------|---------------------|
| rostar ballot voting  | voted                 | by them              | 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;

|   | voted against the resolution,                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                       |                      |                     |  |
|---|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------|----------------------|---------------------|--|
| ĺ | Postal Ballot Voting                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | Number of members who | Number of votes cast | % of total number   |  |
|   | 28.1 · 20.5 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 50.1 · 5 | voted                 | by them              | of valid votes cast |  |
|   | Physical                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | 0                     | 0                    | 0                   |  |
| Ì | Electronic (e-voting)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | 1                     | 12                   | 0.00019             |  |
| 1 | Total                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | 1                     | 12                   | 0.00019             |  |

III. Invalid Votes;

| ٠ | ilivaliu votes,       |                               |                                    |
|---|-----------------------|-------------------------------|------------------------------------|
| ſ | Postal Ballot Voting  | Total number of members whose | Total number of votes cast by them |
|   |                       | votes were declared invalid   |                                    |
|   | 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

Voted in favour of the resolution;

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

III. Invalid Votes;

| • |                       |                               |                                    |
|---|-----------------------|-------------------------------|------------------------------------|
| ٢ | Postal Ballot Voting  | Total number of members whose | Total number of votes cast by them |
| 1 |                       | votes were declared invalid   |                                    |
| Γ | Physical              | 0                             | 0                                  |
| Γ | Electronic (e-voting) | 0                             | 0                                  |
|   | Total                 | 0                             | 0                                  |
| - |                       |                               |                                    |

## Notes:

- i) Based on the data furnished to me and verified by me as above, the aforesald 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.

- 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.

SEAS ALIG

C.P.No:

Thanking you, Yours faithfully,

For Dinesh Birla & Associates

**Company Secretaries** 

Dinesh 5 Birla Proprietor

Membership No.: FCS-7658

COP No. 13029

Date: 3<sup>rd</sup> April, 2018

Place: Pune