

BHANDARI & ASSOCIATES

Company Secretaries

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J. B. Nagar, Andheri East. Mumbai- 400 059
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**Consolidated Scrutinizer Report for Remote E-voting & Ballot-Voting at the 34th AGM of
Kabra Extrusiontechnik Limited**
[Pursuant to section 108 of the Companies Act, 2013 and
Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman of 34th Annual General Meeting of
Kabra Extrusiontechnik Limited
(CIN: L28900MH1982PLC028535)
1001, Fortune Terraces, 10th Floor,
Opp Citi Mall, New Link Road,
Andheri (West) Mumbai - 400053

Dear Sir,

I, Manisha Maheshwari, a Company Secretary in Practice, have been appointed as a Scrutinizer by the Board of Directors of Kabra Extrusiontechnik Limited ("the Company") for the purpose of scrutinizing the voting by electronic means ("remote e-Voting") and through Ballot-Voting at Annual General Meeting Venue by the Company pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("Rules") as amended, on the resolutions contained in the notice of the 34th Annual General Meeting (AGM) of the shareholders of the Company, held on Tuesday, July 18, 2017 at Hotel Park View, 37, Lallubhai Park Road, Tata Housing Colony, Andheri (West), Mumbai - 400058.

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



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- (i) The Company has entered into an arrangement with CDSL duly engaged by the Company to provide e-voting facilities to all the shareholders who were eligible to participate in the remote e-Voting. The Company has also provided the Ballot-voting facility at the AGM venue for all those shareholders who were present at the AGM and who have not cast their votes by availing the remote e-voting facilities.
- (ii) The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper "The Business Standard" and a vernacular newspaper "Sakaal" of wide circulation in their respective editions dated June 24, 2017.
- (iii) The cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was Tuesday, July 11, 2017.
- (iv) As prescribed in the Rules, remote e-voting facility was kept open for three days from Saturday, July 15, 2017 at 09.00 a.m. and ends on Monday, July 17, 2017 at 5.00 pm.
- (v) At the end of remote e-voting period on Monday, July 17, 2017, voting portal of CDSL was blocked forthwith.
- (vi) After the time fixed for closing of the ballot voting by the Chairman, ballot box kept for voting was locked in my presence with due identification marks placed by me.
- (vii) On Tuesday July 18, 2017 after the conclusion of AGM, the Ballot voting papers were counted and diligently scrutinized. The ballot papers were reconciled with records maintained by the Registrar and Transfer Agents of the Company, thereafter the votes cast through remote e-voting process were unblocked by me in the presence of witness: - Ms. Divya Shrimali and Ms. Sushmita Lunkad.
- (viii) I have scrutinized and verified the remote e-voting votes based on the data generated from CDSL e-voting portal and Ballot Votes casted at the AGM venue.

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



Item No. 1: As an Ordinary Resolution

Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the year ended 31st March, 2017, and the Reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
Ballot-voting at AGM	30	5,919	99.78
Remote e-voting	31	2,22,29,349	100
Total	61	2,22,35,268	100

(ii) Voted against the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
Ballot-voting at AGM	4	13	0.22
Remote e-voting	0	0	0
Total	4	13	0.00 (Negligible)

(iii) Votes Invalid:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members
Ballot-voting at AGM	4	32
Remote e-voting	0	0
Total	4	32



Item No. 2: As an Ordinary Resolution

Declaration of dividend on equity share of face value of Rs. 5/- each for the Financial Year 2016-17.

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

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
Ballot-voting at AGM	30	5,919	99.78
Remote e-voting	31	2,22,29,349	100
Total	61	2,22,35,268	100

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

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
Ballot-voting at AGM	4	13	0.22
Remote e-voting	0	0	0
Total	4	13	0.00 (Negligible)

(iii) Votes Invalid:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members
Ballot-voting at AGM	4	32
Remote e-voting	0	0
Total	4	32



Item No. 3: As an Ordinary Resolution

Re-appointment of Shri Satyanarayan G. Kabra (DIN: 00015930) as a Director, who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
Ballot-voting at AGM	30	5,919	99.78
Remote e-voting	31	2,22,29,349	100
Total	61	2,22,35,268	100

(ii) Voted against the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
Ballot-voting at AGM	4	13	0.22
Remote e-voting	0	0	0
Total	4	13	0.00 (Negligible)

(iii) Votes Invalid:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members
Ballot-voting at AGM	4	32
Remote e-voting	0	0
Total	4	32



Item No. 4: As an Ordinary Resolution

Smt. Jyoti V. Kabra (DIN: 07088904), a Director liable to retire by rotation, does not wish to seek re-appointment as a Director of the Company and the vacancy so caused be not filled.

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
Ballot-voting at AGM	30	5,919	99.78
Remote e-voting	31	2,22,29,349	100
Total	61	2,22,35,268	100

(ii) Voted against the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
Ballot-voting at AGM	4	13	0.22
Remote e-voting	0	0	0
Total	4	13	0.00 (Negligible)

(iii) Votes Invalid:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members
Ballot-voting at AGM	4	32
Remote e-voting	0	0
Total	4	32



Item No. 5: As an Ordinary Resolution

Ratification of the appointment of M/s. Kirtane & Pandit LLP (Firm Registration No 105215W/W100057), Chartered Accountants, who were appointed by the resolution of the Members passed at 31st AGM held on 9th September, 2014 to hold office until the conclusion of the 36th AGM of the Company and to fix their Remuneration.

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
Ballot-voting at AGM	30	5,019	99.74
Remote e-voting	31	2,22,29,349	100
Total	61	2,22,34,368	100

(ii) Voted against the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
Ballot-voting at AGM	4	13	0.26
Remote e-voting	0	0	0
Total	4	13	0.00 (Negligible)

(iii) Votes Invalid:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members
Ballot-voting at AGM	4	32
Remote e-voting	0	0
Total	4	32



Item No. 6: As an Ordinary Resolution

Appointment of Shri Boman Moradian (DIN: 00242123), as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years from the said date i.e. 16th May, 2017 and that he shall not be liable to retire by rotation.

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
Ballot-voting at AGM	30	5,019	99.74
Remote e-voting	31	2,22,29,349	100
Total	61	2,22,34,368	100

(ii) Voted against the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
Ballot-voting at AGM	4	13	0.26
Remote e-voting	0	0	0
Total	4	13	0.00 (Negligible)

(iii) Votes Invalid:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members
Ballot-voting at AGM	4	32
Remote e-voting	0	0
Total	4	32



Item No. 7: As an Ordinary Resolution

Appointment of Smt. Ekta Kabra (DIN: 07088898), as a Director of the Company liable to retire by rotation.

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
Ballot-voting at AGM	30	5,019	99.74
Remote e-voting	31	2,22,29,349	100
Total	61	2,22,34,368	100

(ii) Voted against the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
Ballot-voting at AGM	4	13	0.26
Remote e-voting	0	0	0
Total	4	13	0.00 (Negligible)

(iii) Votes Invalid:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members
Ballot-voting at AGM	4	32
Remote e-voting	0	0
Total	4	32



Item No. 8: As an Ordinary Resolution

Appointment of Smt. Ekta A. Kabra (DIN: 07088898) as a Director - Strategy of the Company, for a period of 5 (five) years with effect from 01st August, 2017 to 31st July, 2022 and payment of remuneration to her

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
Ballot-voting at AGM	30	5,019	99.74
Remote e-voting	31	2,22,29,349	100
Total	61	2,22,34,368	100

(ii) Voted against the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
Ballot-voting at AGM	4	13	0.26
Remote e-voting	0	0	0
Total	4	13	0.00 (Negligible)

(iii) Votes Invalid:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members
Ballot-voting at AGM	4	32
Remote e-voting	0	0
Total	4	32



Item No. 9: As an Ordinary Resolution

Ratification of the remuneration payable to Dhara Shah & Associates, Cost Accountants (Firm Regn. No. : 34932), appointed by the Board of Directors of the Company for the financial year ending 31st March, 2018.

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
Ballot-voting at AGM	30	5,019	99.74
Remote e-voting	31	2,22,29,349	100
Total	61	2,22,34,368	100

(ii) Voted against the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
Ballot-voting at AGM	4	13	0.26
Remote e-voting	0	0	0
Total	4	13	0.00 (Negligible)

(iii) Votes Invalid:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members
Ballot-voting at AGM	4	32
Remote e-voting	0	0
Total	4	32



Item No. 10: As a Special Resolution

Replacement of the Object Clause No. 10 covered under head "the object incidental or ancillary to the attainment of the main object" in the Memorandum of Association of the Company.

(i) Voted in favour of the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
Ballot-voting at AGM	30	5,019	99.74
Remote e-voting	31	2,22,29,349	100
Total	61	2,22,34,368	100

(ii) Voted against the resolution:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members	% of total number of valid votes cast
Ballot-voting at AGM	4	13	0.26
Remote e-voting	0	0	0
Total	4	13	0.00 (Negligible)

(iii) Votes Invalid:

Mode of voting	Number of Members voted (in person or by proxy)	Number of votes cast by Members
Ballot-voting at AGM	4	32
Remote e-voting	0	0
Total	4	32



- (ix) All the Resolutions mentioned in the AGM notice dated June 16, 2017 as per the details above stand passed with the requisite majority.
- (x) The Electronic data and all other relevant records relating to the Ballot-voting and e-voting is under my safe custody and all will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You,

Yours Faithfully,
For Bhandari & Associates
Company Secretaries

Manisha

Manisha Maheshwari
Partner
ACS No. 30224
C. P. No. 11031



Mumbai | July 20, 2017

Witness 1:

Divya

Divya Shrivastava

Witness 2:

S.S. Lunekar

Sushmita Lunekar

COUNTER SIGNED BY:
For Kabra Extrusiontechnik Limited

[Signature]

Company Secretary
(Under Authority by Chairman)*

