

BHANDARI & ASSOCIATES

Company Secretaries

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Consolidated Scrutinizer's Report for Remote E-voting & Ballot-Voting at the 36th 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 36th 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, Partner of Bhandari & Associates, Company Secretaries, 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 and in accordance with regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the resolutions contained in the notice of the 36th Annual General Meeting (AGM) of the shareholders of the Company, held on Wednesday, the July 31, 2019 at Hotel Karl Residency, 36, Lallubhai Park Road, Andheri (West), Mumbai- 400 058.

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 Link Intime India Private Limited ("Link Intime") [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 availed the e-voting facility offered by "Link Intime" for conducting remote e-voting by the shareholders of the Company. 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 had not cast their votes through remote e-voting facility.
- (ii) The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper "Business Standard" and a vernacular newspaper "Sakal" of wide circulation in their respective editions dated July 09, 2019.
- (iii) The shareholders of the Company holding shares as on the "cut-off" date of July 24, 2019 were entitled to vote on the resolutions as contained in the Notice of the AGM.
- (iv) As prescribed in the Rules, remote e-voting facility was kept open for three days from Sunday, July 28, 2019 at 09.00 a.m. till Tuesday, July 30, 2019 at 5.00 pm. and thereafter voting portal was blocked forthwith.
- (v) On Wednesday, July 31, 2019 after the conclusion of AGM and time fixed for closing of the ballot voting by the Chairman, the Ballot voting papers were counted and diligently scrutinized. The ballot papers were reconciled with records maintained by M/s. Sharex Dynamic (India) Pvt. Ltd. (Registrar and Transfer Agent), thereafter the votes cast through remote e-voting process were unblocked by me in the presence of witness: - Ms. Sheetal Duggar and Mr. Saurabh Somani.
- (vi) I have scrutinized and verified the remote e-voting votes based on the data generated from "Link Intime" e-voting portal and Ballot Votes casted at the AGM venue.

I herewith submit my consolidated report on results 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 Financial Year ended 31st March, 2019, together with the Reports of the Board of Directors and the 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 | 35 | 15,699 | 100 |
| Remote e-voting | 34 | 1,95,61,793 | 100 |
| Total | 69 | 1,95,77,492 | 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 | 0 | 0 | 0 |
| Remote e-voting | 2 | 2 | 0 (Negligible) |
| Total | 2 | 2 | 0 (Negligible) |

(iii) Invalid Votes:

| Mode of voting | Number of Members voted (in person or by proxy) | Number of votes cast by Members |
|----------------------|---|---------------------------------|
| Ballot-voting at AGM | 1 | 2 |
| Remote e-voting | 0 | 0 |
| Total | 1 | 2 |



Item No. 2: As an Ordinary Resolution

Re-appointment of Mrs. Ekta A. Kabra (DIN: 07088898) as a Director, who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, seeks 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 | 35 | 15,699 | 100 |
| Remote e-voting | 30 | 1,28,41,147 | 100 |
| Total | 65 | 1,28,56,846 | 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 | 0 | 0 | 0 |
| Remote e-voting | 2 | 2 | 0 (Negligible) |
| Total | 2 | 2 | 0 (Negligible) |

(iii) Invalid Votes:

| Mode of voting | Number of Members voted (in person or by proxy) | Number of votes cast by Members |
|----------------------|---|---------------------------------|
| Ballot-voting at AGM | 1 | 2 |
| Remote e-voting | 0 | 0 |
| Total | 1 | 2 |



Item No. 3: As an Ordinary Resolution

Appointment of M/s. A. G. Ogale & Co., Chartered Accountants, Firm Registration No. 114115W as Statutory Auditors of the Company to hold Office from the conclusion of the 36th AGM till the conclusion of the 41st AGM 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 | 35 | 15,699 | 100 |
| Remote e-voting | 34 | 1,95,61,793 | 100 |
| Total | 69 | 1,95,77,492 | 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 | 0 | 0 | 0 |
| Remote e-voting | 2 | 2 | 0 (Negligible) |
| Total | 2 | 2 | 0 (Negligible) |

(iii) Invalid Votes:

| Mode of voting | Number of Members voted (in person or by proxy) | Number of votes cast by Members |
|----------------------|---|---------------------------------|
| Ballot-voting at AGM | 1 | 2 |
| Remote e-voting | 0 | 0 |
| Total | 1 | 2 |



Item No. 4: As an Ordinary Resolution

Ratification of the remuneration payable to M/s. Urvashi Kamal Mehta & Co., Cost Accountants (Firm Registration No. : 001817), appointed by the Board of Directors of the Company for the financial year ending March 31, 2020.

(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 | 35 | 15,699 | 100 |
| Remote e-voting | 34 | 1,95,61,793 | 100 |
| Total | 69 | 1,95,77,492 | 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 | 0 | 0 | 0 |
| Remote e-voting | 2 | 2 | 0 (Negligible) |
| Total | 2 | 2 | 0 (Negligible) |

(iii) Invalid Votes:

| Mode of voting | Number of Members voted (in person or by proxy) | Number of votes cast by Members |
|----------------------|---|---------------------------------|
| Ballot-voting at AGM | 1 | 2 |
| Remote e-voting | 0 | 0 |
| Total | 1 | 2 |



Item No. 5: As a Special Resolution

Re-appointment of Mr. Shreevallabh G. Kabra (DIN: 00015415) as Chairman & Managing Director of the Company, for a period of 5 (five) years with effect from April 01, 2019 and payment of remuneration to him.

(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 | 35 | 15,699 | 100 |
| Remote e-voting | 32 | 1,51,06,255 | 100 |
| Total | 67 | 1,51,21,954 | 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 | 0 | 0 | 0 |
| Remote e-voting | 2 | 2 | 0 (Negligible) |
| Total | 2 | 2 | 0 (Negligible) |

(iii) Invalid Votes:

| Mode of voting | Number of Members voted (in person or by proxy) | Number of votes cast by Members |
|----------------------|---|---------------------------------|
| Ballot-voting at AGM | 1 | 2 |
| Remote e-voting | 0 | 0 |
| Total | 1 | 2 |



Item No. 6: As a Special Resolution

Re-appointment of Mr. Mahaveer Prasad Taparia (DIN: 00112461) as an Independent Non-Executive Director of the Company, for a period of two consecutive years w.e.f. September 09, 2019.

(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 | 35 | 15,699 | 100 |
| Remote e-voting | 34 | 1,95,61,793 | 100 |
| Total | 69 | 1,95,77,492 | 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 | 0 | 0 | 0 |
| Remote e-voting | 2 | 2 | 0 (Negligible) |
| Total | 2 | 2 | 0 (Negligible) |

(iii) Invalid Votes:

| Mode of voting | Number of Members voted (in person or by proxy) | Number of votes cast by Members |
|----------------------|---|---------------------------------|
| Ballot-voting at AGM | 1 | 2 |
| Remote e-voting | 0 | 0 |
| Total | 1 | 2 |



Item No. 7: As a Special Resolution

Re-appointment of Mr. Yagneshkumar B. Desai (DIN: 00021202) as an Independent Non-Executive Director of the Company, for a period of two consecutive years w.e.f. September 09, 2019.

(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 | 35 | 15,699 | 100 |
| Remote e-voting | 34 | 1,95,61,793 | 100 |
| Total | 69 | 1,95,77,492 | 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 | 0 | 0 | 0 |
| Remote e-voting | 2 | 2 | 0 (Negligible) |
| Total | 2 | 2 | 0 (Negligible) |

(iii) Invalid Votes:

| Mode of voting | Number of Members voted (in person or by proxy) | Number of votes cast by Members |
|----------------------|---|---------------------------------|
| Ballot-voting at AGM | 1 | 2 |
| Remote e-voting | 0 | 0 |
| Total | 1 | 2 |



Item No. 8: As a Special Resolution

Re-appointment of Mr. Nihalchand C. Chauhan (DIN: 00021782) as an Independent Non-Executive Director of the Company, for a period of two consecutive years w.e.f. September 09, 2019.

(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 | 35 | 15,699 | 100 |
| Remote e-voting | 34 | 1,95,61,793 | 100 |
| Total | 69 | 1,95,77,492 | 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 | 0 | 0 | 0 |
| Remote e-voting | 2 | 2 | 0 (Negligible) |
| Total | 2 | 2 | 0 (Negligible) |

(iii) Invalid Votes:

| Mode of voting | Number of Members voted (in person or by proxy) | Number of votes cast by Members |
|----------------------|---|---------------------------------|
| Ballot-voting at AGM | 1 | 2 |
| Remote e-voting | 0 | 0 |
| Total | 1 | 2 |



Item No. 9: As a Special Resolution

Payment of the aggregate annual remuneration to the Executive Directors, viz. Mr. Shreevallabh G. Kabra, Promoter, Mr. Anand S. Kabra and Mrs. Ekta A. Kabra, both members of the promoter group exceeding 5 per cent of the net profits of the Company as calculated under Section 198 of the Companies Act, 2013, till the expiry of their respective term as Executive Director(s).

(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 | 35 | 15,699 | 100 |
| Remote e-voting | 34 | 1,95,61,793 | 100 |
| Total | 69 | 1,95,77,492 | 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 | 0 | 0 | 0 |
| Remote e-voting | 2 | 2 | 0 (Negligible) |
| Total | 2 | 2 | 0 (Negligible) |

(iii) Invalid Votes:

| Mode of voting | Number of Members voted (in person or by proxy) | Number of votes cast by Members |
|----------------------|---|---------------------------------|
| Ballot-voting at AGM | 1 | 2 |
| Remote e-voting | 0 | 0 |
| Total | 1 | 2 |



Item No. 10: As a Special Resolution

Change in place of keeping the Register of Members, Index of Members and other such records as may be required to be maintained under Section 88 of the Companies Act, 2013, at the office of the Registrar and Transfer Agent (RTA) of the Company viz. Sharex Dynamic (India) Pvt. Ltd.

(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 | 35 | 15,699 | 100 |
| Remote e-voting | 34 | 1,95,61,793 | 100 |
| Total | 69 | 1,95,77,492 | 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 | 0 | 0 | 0 |
| Remote e-voting | 2 | 2 | 0 (Negligible) |
| Total | 2 | 2 | 0 (Negligible) |

(iii) Invalid Votes:

| Mode of voting | Number of Members voted (in person or by proxy) | Number of votes cast by Members |
|----------------------|---|---------------------------------|
| Ballot-voting at AGM | 1 | 2 |
| Remote e-voting | 0 | 0 |
| Total | 1 | 2 |



- (vii) All the Resolutions mentioned in the AGM notice dated May 28, 2019 as per the details above stand passed with the requisite majority.
- (viii) 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 | August 1, 2019

Sheetal

Witness 1: SHEETAL DUGGAR

Saurabh Somani

Witness 2: SAURABH SOMANI

COUNTER SIGNED BY:
For Kabra Extrusiontechnik Limited

K. K. K. K.

Company Secretary
(Under Authority by Chairman)

