

# **BHANDARI & ASSOCIATES**

Company Secretaries

901, Kamla Executive Park, Off. Andheri Kurla Road,  
J. B. Nagar, Andheri East. Mumbai- 400 059  
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## **Consolidated Scrutinizer Report for Remote E-voting & Ballot-Voting at the 33<sup>rd</sup> 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 33<sup>rd</sup> 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, S.N. Bhandari, 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 to be carried 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 33<sup>rd</sup> Annual General Meeting (AGM) of the shareholders of the Company, held on Thursday, July 21, 2016 at Hotel Karl Residency, 36, Lallubhai Park Road, Next to Lallubhai Park, 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.



**B&A**

- (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 30, 2016.
- (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 Thursday, July 14, 2016.
- (iv) As prescribed in the Rules, remote e-voting facility was kept open for three days from Monday, July 18, 2016 at 10.00 a.m. till Wednesday, July 20, 2016 at 5.00 pm.
- (v) At the end of remote e-voting period on Wednesday, July 20, 2016, 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 Thursday July 21, 2016 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. Manisha Maheshwari and Ms. Pooja Soman.
- (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**

To consider and adopt the audited financial statements of the Company for the year ended March 31, 2016, 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	38	12,922	99.91
Remote e-voting	20	2,23,88,597	100
Total	58	2,24,01,519	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	3	12	0.09
Remote e-voting	1	25	0.00 (Negligible)
Total	4	37	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	3	3,065
Remote e-voting	0	0
Total	3	3,065



**Item No. 2: As an Ordinary Resolution**

To confirm the payment of Interim Dividend of Rs. 2.25 per share on equity share of face value of Rs. 5/- each, as dividend for the Financial Year 2015-16.

(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	38	12,922	99.91
Remote e-voting	20	2,23,88,597	100
Total	58	2,24,01,519	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	3	12	0.09
Remote e-voting	1	25	0.00 (Negligible)
Total	4	37	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	3	3,065
Remote e-voting	0	0
Total	3	3,065



**Item No. 3: As an Ordinary Resolution**

To appoint a Director in place of Shri Anand Kabra (DIN :00016010), a Director, liable to retire by rotation in terms of Section 152 (6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.

(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	38	12,922	99.91
Remote e-voting	16	1,96,90,413	100
Total	54	1,97,03,335	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	3	12	0.09
Remote e-voting	1	25	0.00 (Negligible)
Total	4	37	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	3	3,065
Remote e-voting	4	26,98,184
Total	7	27,01,249





**Item No. 4: As an Ordinary Resolution**

To appoint a Director in place of Shri Shreevallabh G. Kabra (DIN 00015415), a Director, liable to retire by rotation in terms of Section 152 (6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.

(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	38	12,922	99.91
Remote e-voting	18	1,96,71,381	100
Total	56	1,96,84,303	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	3	12	0.09
Remote e-voting	1	25	0.00 (Negligible)
Total	4	37	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	3	3,065
Remote e-voting	2	27,17,216
Total	5	27,20,281



**Item No. 5: As an Ordinary Resolution**

To ratify the appointment of M/s. Kirtane & Pandit LLP (Firm Registration No 105215W/W100057), Chartered Accountants, pursuant to the resolution of the Members passed at 31<sup>st</sup> AGM held on 9<sup>th</sup> September, 2014 until the conclusion of the 36<sup>th</sup> 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	37	12,918	99.88
Remote e-voting	20	2,23,88,597	100
Total	57	2,24,01,515	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	16	0.12
Remote e-voting	1	25	0.00 (Negligible)
Total	5	41	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	3	3,065
Remote e-voting	0	0
Total	3	3,065



**Item No. 6: As a Special Resolution**

To appoint Shri Varun Satyanarayan Kabra (DIN: 03376617), as a Director-Business Development for a period of five years w.e.f. 1<sup>st</sup> August, 2016 to 31<sup>st</sup> July, 2021 including 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	38	12,922	99.91
Remote e-voting	19	2,07,17,713	100
Total	57	2,07,30,635	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	3	12	0.09
Remote e-voting	1	25	0.00 (Negligible)
Total	4	37	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	3	3,065
Remote e-voting	1	16,70,884
Total	4	16,73,949





**Item No. 7: As a Special Resolution**

To accord the approval of the members pursuant to section 94 of the Companies Act, 2013 to keep the Register of Members, Index of Members and other such Registers as may be required to be maintained under section 88 of the Companies Act, 2013 be kept at the office of the Registrar and Share 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	37	12,918	99.88
Remote e-voting	20	2,23,88,597	100
Total	57	2,24,01,515	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	16	0.12
Remote e-voting	1	25	0.00 (Negligible)
Total	5	41	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	3	3,065
Remote e-voting	0	0
Total	3	3,065



**Item No. 8: As an Ordinary Resolution**

To ratify and confirm the Remuneration payable to M/s. Dhara Shah & Associates, Cost Accountants (Firm Regn. No. : 34932), appointed by the Board of Directors of the Company for the financial year ending 31<sup>st</sup> March, 2017.

(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	37	12,918	99.88
Remote e-voting	20	2,23,88,597	100
Total	57	2,24,01,515	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	16	0.12
Remote e-voting	1	25	0.00 (Negligible)
Total	5	41	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	3	3,065
Remote e-voting	0	0
Total	3	3,065

Note:

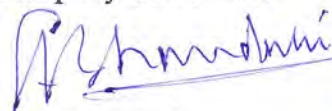
- Once the vote on Resolutions is cast by a Member through remote e-voting, his ballot vote is considered as invalid.
- The ballots are considered as invalid in case the Shareholder's signature is not tallying or has improperly voted or has abstain from voting.



- (ix) All the Resolutions mentioned in the AGM notice dated May 25, 2016 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 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



S. N. Bhandari  
Partner  
Membership No. 761  
COP No. 366



Place: Mumbai  
Date: July 23, 2016

Witness 1: Manisha  
Manisha Maheshwari

Witness 2: Pooja  
( Pooja Soman )

COUNTER SIGNED BY:  
For Kbra Extrusiontechnik Limited

Company Secretary  
(Under Authority by Chairman)