

Voting Results of 35th Annual General Meeting held on 23rd September, 2017

Date of the AGM	23.09.2017
Total number of shareholders on record date	2042
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	14 4
No. of shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	Facility not provided

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2017 and Report of Board of Directors and Auditor's thereon.

Resolution required: (Ordinary/Special)	Ordinary Resolution							
Whether promoter/promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour	No. of votes against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	-	326000	100	326000	Nil	100	Nil
	Poll	-	Nil	Nil	Nil	Nil	Nil	Nil
	Total	326000	326000	100	326000	Nil	100	Nil
Public Institutions	E-Voting	-	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	-	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public Non	E-Voting	-	21900	4.18	21900	Nil	100	Nil



Institutions	Poll	-	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	524100	21900	4.18	21900	Nil	100	Nil	Nil
Total		850100	347900	40.92	347900	Nil	100	Nil	Nil

2. To declare dividend on Preference Shares for F.Y. 2014-15, 2015-16 and 2016-17.

Resolution required: (Ordinary/Special)			Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?			No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled	
Promoter and Promoter Group	E-Voting	-	326000	100	326000	Nil	100	Nil	
	Poll	-	Nil	Nil	Nil	Nil	Nil	Nil	
	Total	326000	326000	100	326000	Nil	100	Nil	
Public Institutions	E-Voting	-	Nil	Nil	Nil	Nil	Nil	Nil	
	Poll	-	Nil	Nil	Nil	Nil	Nil	Nil	
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil	
Public Non Institutions	E-Voting	-	21900	4.18	21900	Nil	100	Nil	
	Poll	-	Nil	Nil	Nil	Nil	Nil	Nil	
	Total	524100	21900	4.18	21900	Nil	100	Nil	
Total		850100	347900	40.92	347900	Nil	100	Nil	



3. To appoint a Director in place of Shri Dinesh Khandelwal (DIN: 00161831), who retires by rotation and being eligible offers himself for re-appointment.

Resolution required: (Ordinary/Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		Yes						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter and Promoter Group	E-Voting	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	Poll	-	Nil	Nil	Nil	Nil	Nil	Nil
	Total	326000	284000	87.12	284000	Nil	100	Nil
Public Institutions	E-Voting	-	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	-	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public Non Institutions	E-Voting	-	21900	4.18	21900	Nil	100	Nil
	Poll	-	Nil	Nil	Nil	Nil	Nil	Nil
	Total	524100	21900	4.18	21900	Nil	100	Nil
Total		850100	305900	35.98	305900	Nil	100	Nil



4. To appoint M/s Gupta Vaish & Co., Chartered Accountants as Statutory Auditors and to fix their remuneration.

Resolution required: (Ordinary/Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter and Promoter Group	E-Voting	-	326000	100	326000	Nil	100	Nil
	Poll	-	Nil	Nil	Nil	Nil	Nil	Nil
	Total	326000	326000	100	326000	Nil	100	Nil
Public Institutions	E-Voting	-	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	-	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public Non Institutions	E-Voting	-	21900	4.18	21900	Nil	100	Nil
	Poll	-	Nil	Nil	Nil	Nil	Nil	Nil
	Total	524100	21900	4.18	21900	Nil	100	Nil
Total		850100	347900	40.92	347900	Nil	100	Nil

All resolutions as set out in the Notice of 35th Annual General Meeting were duly approved by the shareholders with requisite majority.



BANTHIA & COMPANY

COMPANY SECRETARIES

G. K. BANTHIA

261, Z-1, Barra-II,
Kanpur - 208 027
Ph. (O/R) 2612511, 2612434
Fax (P.P.) 2305993

Ref. No:.....

Date:.....

Report of Scrutinizer

The Chairman

September 24, 2017


Khandelwal Extractions Ltd.

51/47, Naya Ganj

Kanpur 208001

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e voting conducted as per section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management And Administration) Rules 2014 as amended by the Companies(Management And Administration) Rules, 2015 /amended on date and voting by Ballot at the Annual General Meeting of the Company held on Saturday, the 23rd day of September 2017.

1. I, G K Banthia Practicing Company Secretary CP No.1405, appointed the Scrutinizer as per Board of Directors Resolution of August 16, 2017, for the purpose of voting by electronic means in terms of section 108 of the Companies Act 2013 read with Rule 20 & 21 of Companies (Management And Administration) Rules 2015./amended on date, in respect of the 04 items (resolutions) referred to in the subsequent paragraphs, for the purpose of scrutinizing in fair and transparent manner the remote e voting process, ballot forms as may be received from shareholders at the 35th Annual General Meeting of the Company held on September 23, 2017 as per Notice dt. August 16, 2017.
2. The Management is responsible to ensure the compliance with the requirements of the Companies Act 2013, and applicable Rules for conducting voting by electronic means and ballot papers at the annual general meeting on the resolutions contained in the Notice of the Annual General Meeting of the Company. My responsibility as scrutinizer for e-voting and ballot papers is restricted to make a scrutinizer's report on the vote cast whether in favour or against the resolutions as per **Annexure**, based on reports generated from the e voting system provided by CDSL, to provided e-voting facilities, engaged by the Company and of the voting through ballot papers at the AGM.
3. The Notices of the Thirty Fifth Annual General Meeting were dispatched on August 25, 2017 by courier 
4. The public advertisement with respect to dispatch of Notice of the Annual General Meeting and conducting of voting through electronic means was published in "The Pioneer" English News Paper and "Jansatta" Hindi News Paper on August 30, 2017.



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5. The members were given an option to vote electronically on e-voting platform, provided by the CDSL with which the company had made necessary arrangement as well as by Ballot to those who had not cast their earlier through remote e voting facility.
6. The Shareholders holding the shares on "cut off" date i.e. September 17, 2017, were eligible to cast vote on the proposed resolutions No.1 to 04 as mentioned in the Notice dt. August 16, 2017.
7. The e voting period commenced on 10.00 a.m. September 20, 2017 and closed on September 22, 2017, at 5.00 p.m.
8. The electronic votes cast accordingly were taken into account and at the end of the said voting period on September 22, 2017 at 5.00 p.m. and the CDSL portal was blocked thereafter.
9. The votes cast by e voting were unblocked on September 24 after 6:00 p.m. in the presence of two witnesses Mr. Neeraj Jain and Mr. Gopesh Sahu who are not in the employment of the company.
10. A register has been maintained electronically to record the assent and dissent votes cast in the respect of the resolutions.
11. Based on the results downloaded as per data provided by CDSL which have been scrutinized by me 27 members have cast their votes by e-voting and have annexed the details and analysis of the e-voting results for each of the 04 resolutions contained in the Notice referred above.
12. No votes were cast through the Ballot Forms at the AGM held on September 23, 2017 at 4.00 p.m. though complete arrangements for the same was made by the Company and announced by the Chairman at the meeting.
13. My consolidated report of the votes cast by the shareholders through remote e voting and physical Ballot at the AGM in respect of the below mentioned 04 resolutions may accordingly be declared and counter signed by the Chairman.
14. All the related papers and the data sheet relating to e-voting in sealed envelope have been handed over to the Company Secretary for safe keeping.

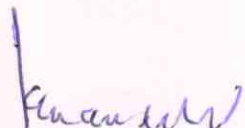
Thanking You,

Yours Faithfully,

For **Banthia And Company**


(G.K. Banthia)
Company Secretary
C.P. No.- 1405


BANTHIA & COMPANY
Company Secretaries
G.K. BANTHIA (PROPRIETOR)
261, Z-1, Barra-II
KANPUR-208 027
C.P. No 1405



BANTHIA & COMPANY

COMPANY SECRETARIES

G. K. BANTHIA

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Date:.....

Annexure to report

The consolidated result of the votes cast by remote e- voting and by Ballot at the AGM of Khandelwal Extractions Limited held on September 23, 2017 is as under:

Ordinary Business:

(A). Item No. 1-

Ordinary Resolution: Adoption of Audited Financial Statement for the Financial Year 2016-17 and the Reports of the Board of Directors and the Auditors thereon.

(I) Voted in favour of the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	27	3,47,900	100
Polling	Nil	Nil	Nil
Combined	27	3,47,900	100

(II) Voted against the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	Nil	Nil	Nil
Polling	Nil	Nil	Nil
Combined	Nil	Nil	Nil

Sanjay Kumar



BANTHIA & COMPANY

COMPANY SECRETARIES

G. K. BANTHIA

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Fax (P.P.) 2305993

Date:.....

(iii) Invalid votes:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	Nil	Nil	Nil
Polling	Nil	Nil	Nil
Combined	Nil	Nil	Nil

(B). Item No. 2:

Ordinary Resolution: - To declare dividend on 30,000 Preference Shares Series-I, 5000 Preference Shares Series-II, @ 12 % for FY 2014-15 to 2016-17. For 5000 Preference Shares Series-III @ 12 % for the Period 10.10.2014 to 31.03.2015, FY 2015-16 to 2016-17.

(I) Voted in favour of the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	27	3,47,900	100
Polling	Nil	Nil	Nil
Combined	27	3,47,900	100

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BANTHIA & COMPANY

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Fax (P.P.) 2305993

Ref. No:.....

Date:.....

(II) Voted against the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	Nil	Nil	Nil
Polling	Nil	Nil	Nil
Combined	Nil	Nil	Nil

(III) Invalid votes:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	Nil	Nil	Nil
Polling	Nil	Nil	Nil
Combined	Nil	Nil	Nil

(C). Item No. 3 :

Ordinary Resolution:- To appoint Director in place of Shri Dinesh Khandelwal (DIN 00161831) retiring by rotation and eligible for reappointment.

(I) Voted in favour of the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	26	3,05,900	100
Polling	Nil	Nil	Nil
Combined	26	3,05,900	100

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Date:.....

(II) Voted against the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	Nil	Nil	Nil
Polling	Nil	Nil	Nil
Combined	Nil	Nil	Nil

(III) Invalid votes:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	Nil	Nil	Nil
Polling	Nil	Nil	Nil
Combined	Nil	Nil	Nil

(D) Item No. 4 :

Ordinary Resolution:- appointment of M/s Gupta Vaish & Co., Chartered Accountants, Kanpur (ICAI Reg. No. 005087C) as Statutory Auditors of the Company for a period of five years from conclusion of 35th AGM till conclusion of 40th AGM.

(I) Voted in favour of the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	27	3,47,900	100
Polling	Nil	Nil	Nil
Combined	27	3,47,900	100

Handwritten signature



BANTHIA & COMPANY

COMPANY SECRETARIES

G. K. BANTHIA

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Date:.....

(II) Voted against the resolution:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	Nil	Nil	Nil
Polling	Nil	Nil	Nil
Combined	Nil	Nil	Nil

(III) Invalid votes:

Method of Voting	Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Postal Ballot	-	-	-
E-voting	Nil	Nil	Nil
Polling	Nil	Nil	Nil
Combined	Nil	Nil	Nil

Note: All the 04 resolutions are accordingly passed with requisite majority.

For Banthia And Company


(G K Banthia)
Company Secretary
C.P. No.- 1405


BANTHIA & COMPANY
Company Secretaries
G.K. BANTHIA (PROPRIETOR)
261, Z-1, Barra-II
KANPUR-208 027
C.P. No 1405

