

neha doshi & co.
Company Secretaries

SCRUTINIZER'S REPORT ON POSTAL BALLOT

To
The Chairman
Kay Power And Paper Limited
Gat No 454/457 At Post Borgaon
Satara 415519

Subject: Consolidated Scrutinizer's report on Postal ballot process conducted through physical ballot & Remote e-Voting pursuant to the provisions of Regulation 44 SEBI (Listing Obligation and disclosure requirements) Regulations, 2015 and section 108 and 110 of the Companies Act, 2013 ('the Act') read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015.

Dear Sir,

I, Mrs. Neha Abhijit Doshi, Practicing Company Secretary at 472/ 44, Shrijay Apts, Kadam Baug, Sadar Bazar, Satara-415501 had been appointed as the Scrutinizer by the Board of M/s Kay Power And Paper Limited (the Company) having its' registered office at Gat No 454/457 At Post Borgaon Satara 415519 vide resolution dated 25th July, 2017, pursuant to the provisions of the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Section 108 and 110 of the Companies Act 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendments Rules, 2015 to conduct the remote e-voting process and to scrutinize physical Postal ballot forms received by the shareholders in respect of the proposed resolution No. 01 & 02 as set out in the notice of Postal ballot dated 25th July, 2017.



As required under Section 108 and Section 110 of the Act, Notice dated 25th July, 2017 along with Explanatory Statement under Section 102 of the Act and the Postal ballot form were dispatched to the shareholders on 23rd August, 2017 along with postage prepared business reply envelopes to its members whose names(s) appeared on the registered of members of the company/ list of beneficiaries as on the cut-off date (record date) i.e. 11th August, 2017 who were entitled to vote on the proposed resolution on Item No. 01 & 02 as set out in the notice of the Postal Ballot.

The company has availed the e-voting facility offered by Central Depository Services (India) Limited for conducting remote e-Voting by the Shareholders of the Company. The remote e-Voting period commenced on Friday, 25th August, 2017 at 9 am and ends on Saturday, 23rd September, 2017 at 5 pm and the remote e-Voting platform was blocked thereafter. The votes cast under remote e-Voting facility were then unblocked by me at 1:30 pm on 27th September, 2017 in the presence of Dhanashri Mane and Yogini Kulkarni who are not in the employment of the company.

I have scrutinized and reviewed the voting through electronic means (remote e-Voting) and physical mode and votes tendered therein based on the data downloaded from the Central Depository Services (India) remote e-Voting platform and the postal ballot form received respectively.

- Particulars of all the postal ballot forms received from the members have been entered in a register, separately maintained for this purpose.
- The Postal ballot forms received the Shareholders were kept under my safe custody.
- The postal ballot forms were duly opened in my presence and in the presence of Dhanashri Mane and Yogini Kulkarni who are not in the employment of the company which were duly Scrutinized and the individual shareholding was matched/ confirmed with the register of members of the Company/ list of beneficiaries as on 11th August, 2017.
- All postal ballot forms received up 23rd September, 2017 (till 05:00 pm) i.e. the last date and time fixed by the company for receipt of the forms were considered for my scrutiny.
- All relevant records of remote e-Voting and ballots will remain in my safe custody until the Chairman considers, approves and signs the minutes of the meeting and the same shall be handed over thereafter to the Chairman/ Company Secretary for safe keeping.



Based on the data uploaded from Central Depository Services (India) Limited, 35 (Thirty Five) members have cast their votes on the remote e-Voting platform and 28 (Twenty Eight) members have casted their vote physically through postal ballot form. I hereby annex the consolidated scrutinizer's report on the resolution on item Nos. 01 and 2 as Annexure-I as set out in the notice of the Postal Ballot.

Note: All the aforesaid Resolutions were passed with Requisite Majority.

For Neha Doshi & Co.
Company Secretaries



CS NEHA DOSHI
PROPRIETOR

Date: 28/09/2017

Place: Satara



ANNEXURE - I

Kay Power and Paper Limited

Resolution Required : (Special)			1 - Resolution Under Section 180 (1) (a) of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013, To Sell, Lease or otherwise dispose off Assets of the Power Division of the Company.					
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
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	4752647	4752647	100.0000	4752647	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4752647	100.0000	4752647	0	100.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	5887353	5112	0.0868	5112	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal Ballot		12632	0.2146	12032	600	95.2502	4.7498
	Total		17744	0.3014	17144	600	96.6186	3.3814
Total		10640000	4770391	44.8345	4769791	600	99.9874	0.0126

Note: All the aforesaid Resolutions were passed with Requisite Majority.

For Kay Power And Paper Limited

Niraj Chandra

NIRAJ CHANDRA
Managing Director



ANNEXURE - I

Kay Power and Paper Limited

Resolution Required : (Special)			2 - Resolution under Section 180(1) (a) of Companies Act 2013, for creation of charge on the assets of the Company					
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	4752647	4752647	100.0000	4752647	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4752647	100.0000	4752647	0	100.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	5887353	5112	0.0868	5112	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		12832	0.2180	12432	400	96.8828	3.1172
	Total		17944	0.3048	17544	400	97.7708	2.2292
Total		10640000	4770591	44.8364	4770191	400	99.9916	0.0084

Note: All the aforesaid Resolutions were passed with Requisite Majority.

For Kay Power And Paper Limited

NIRAJ CHANDRA
 Managing Director

