

**neha doshi & co.**  
**Company Secretaries**

**COMBINED SCRUTINIZER'S REPORT FOR E-VOTING AND POLL**

[Pursuant to rule section 108 and 109 of the Companies Act, 2013 and rule 20 and 21 (2) of the Companies (Management and Administration) Rules, 2014 - As amended]

To,  
The Chairman,  
Kay Power and Paper Limited  
(L21099MH1991PLC061709)  
Gat No. 454/457, At Post Borgaon,  
Dist - Satara, Maharashtra, India 415519

Dear Sir,

**Subject : Passing of resolution through Electronic means and Poll conducted at the 25<sup>th</sup> Annual General Meeting of the Equity Shareholders of Kay Power and Paper Limited held on 19<sup>th</sup> September 2016 at Registered Office of the Company at 3.00 pm.**

I Mrs. Neha Doshi, Practising Company Secretary, Proprietor of M/s Neha Doshi & Co., Company Secretaries, Satara have been appointed by the Board of Directors of the company, Kay Power and Paper Limited, (L21099MH1991PLC061709), as a Scrutinizer(s) for the purpose of Remote e-voting process held between 16<sup>th</sup> September, 2016 (09.00 am to 18<sup>th</sup> September, 2016 (05.00 pm) and poll taken on the below mentioned resolution(s), at 25<sup>th</sup> Annual General Meeting of the Equity Shareholders of Kay Power and Paper Limited held on 19<sup>th</sup> September 2016 at Registered Office of the Company at 3.00 pm, and submit our report as under on the resolutions No. 1 to 6 as set out in the Notice dated 20<sup>th</sup> July, 2016, convening the said meeting.



**Responsibility of the Management:**

The management of the company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made there under in relation to exercising of voting rights through electronic means and poll on the Resolution(s) as set out in the Notice convening the 25<sup>th</sup> Annual General Meeting dated 19<sup>th</sup> September, 2016.

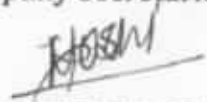
**Responsibility as a Scrutinizer :**

My responsibility as a Scrutinizer for the e-voting process and for the poll at the 25<sup>th</sup> Annual General Meeting, is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the Resolution(s) set out in the Notice, convening the 25<sup>th</sup> Annual General Meeting, based on the reports generated from the e-voting system, provided by Central Depository Services Limited (CDSL), the Authorised Agency engaged by the Company for providing e-voting facilities and also at the time of poll at the 25<sup>th</sup> Annual General Meeting.

In view of the above, I hereby submit my consolidated report, on the result of the E-voting, together with that of the Poll in respect of the said Resolutions as under;



For Neha Doshi & Co.  
Company Secretaries

  
CS NEHA DOSHI  
PROPRIETOR

Date : 21/09/2016

Place: Satara

**KAY POWER AND PAPER LIMITED**  
**VOTING RESULT OF 25TH ANNUAL GENERAL MEETING HELD ON 19TH SEPTEMBER, 2016**

Date of the AGM/EGM	19th September, 2016
Total number of shareholders on record date	5336
No. of shareholders present in the meeting either in person or through proxy:	37
Promoters and Promoter Group:	11
Public	26
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	Not Applicable
Public	

**Resolution No. 1 Consider and adopt: Audited Financial Statement, Reports of the Board of Directors and Auditors for the financial year ended 31st March 2016**

Promoter /Public	Mode of Voting	No of Shares Held (1)	No. of Votes polled (2)	% of votes Polled on outstanding shares (3) = [(2)/(1)]*100	Ordinary Resolution		% of votes in favour on votes polled (6) = [(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
					Yes	No		
Promoters and Promoters Group	E-voting	4752647	4752647	100	0	0	100	0
	Poll		0	0	0	0	0	0
	Total	4752647	4752647	100	0	0	100	0
Public - Institutional Holders	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public - other	E-voting		3287	0.06	0	0	100	0
	Poll	5887353	7200	0.12	0	0	100	0
	Total		10487	0.178	0	0	100	0
Total		10640000	4763134	44.77	0	0	100	0



**Resolution No. 2 Re-appointment of Mrs. Deepa Agarwal (DIN: 00452947), who retires by retires by rotation**

Resolution Required		Whether promoter/ promoter group are interested in the agenda/ resolution?		Yes		No		
Promoter /Public	Mode of Voting	No of Shares Held (1)	No. of Votes polled (2)	% of votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. votes - Favour (4)	No. of votes - Against (5)	% of votes in favour on votes polled (6) = [(4)/(2)]*100	% of votes against on votes polled (7) = [(5)/(2)]*100
Promoters and Promoters Group	E-voting	4752647	4752647	100	4752647	0	100	0
	Poll		0	0	0	0	0	0
	Total		4752647	100	4752647	0	100	0
Public - Institutional Holders	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public - other	E-voting		3287	0.06	3287	0	100	0
	Poll	5887353	7200	0.12	7200	0	100	0
	Total		10487	0.178	10487	0	100	0
Total		10640000	4763134	44.77	4763134	0	100	0

**Resolution No. 3 Appointment of statutory Auditors for the financial year 2016-17 and fixing their remuneration**

Resolution Required		Whether promoter/ promoter group are interested in the agenda/ resolution?		Yes		No		
Promoter /Public	Mode of Voting	No of Shares Held (1)	No. of Votes polled (2)	% of votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. votes - Favour (4)	No. of votes - Against (5)	% of votes in favour on votes polled (6) = [(4)/(2)]*100	% of votes against on votes polled (7) = [(5)/(2)]*100
Promoters and Promoters Group	E-voting	4752647	4752647	100	4752647	0	100	0
	Poll		0	0	0	0	0	0
	Total		4752647	100	4752647	0	100	0
Public - Institutional Holders	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public - other	E-voting		3287	0.06	3287	0	100	0
	Poll	5887353	7200	0.12	7200	0	100	0
	Total		10487	0.178	10487	0	100	0
Total		10640000	4763134	44.77	4763134	0	100	0



**Resolution No. 4 To approve re-appointment of Mr. Niraj Chandra, Chairman and Managing Director of the Company**

Resolution Required				Special Resolution				
Whether promoter/ promoter group are interested in the agenda/ resolution?				Yes				
Promoter / Public	Mode of Voting	No of Shares Held (1)	No. of Votes polled (2)	% of votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. votes - Favour (4)	No. of votes - Against (5)	% of votes in favour on votes polled (6) = [(4)/(2)]*100	% of votes against on votes polled (7) = [(5)/(2)]*100
Promoters and Promoters Group	E-voting	4752647	4752647	100	4752647	0	100	0
	Poll		0	0	0	0	0	0
	Total		4752647	100	4752647	0	100	0
Public - Institutional Holders	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public - other	E-voting		3287	0.06	3287	0	100	0
	Poll	5887353	7200	0.12	7200	0	100	0
	Total		10487	0.178	10487	0	100	0
Total		10640000	4763134	44.77	4763134	0	100	0

**Resolution No. 5 Approval for Material Related Party Transaction**

Resolution Required				Special Resolution				
Whether promoter/ promoter group are interested in the agenda/ resolution?				Yes				
Promoter / Public	Mode of Voting	No of Shares Held (1)	No. of Votes polled (2)	% of votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. votes - Favour (4)	No. of votes - Against (5)	% of votes in favour on votes polled (6) = [(4)/(2)]*100	% of votes against on votes polled (7) = [(5)/(2)]*100
Promoters and Promoters Group	E-voting	4752647	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public - Institutional Holders	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public - other	E-voting		3287	0.06	3287	0	100	0
	Poll	5887353	7200	0.12	7200	0	100	0
	Total		10487	0.178	10487	0	100	0
Total		10640000	10487	0.10	10487	0	100	0



**Resolution No. 6** Maintaining and keeping the Company's registers required to be maintained under Section 88 of the Companies Act, 2013 and copies of annual returns filed under Section 92 of the Companies Act, 2013 or any one or more of them, at a place other than Company's Registered Office

Resolution Required		Whether promoter / promoter group are interested in the agenda/ resolution?				Special Resolution		
		No						
Promoter / Public	Mode of Voting	No of Shares Held (1)	No. of Votes polled (2)	% of votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. votes - Favour (4)	No. of votes - Against (5)	% of votes in favour on votes polled (6) = [(4)/(2)]*100	% of votes against on votes polled (7) = [(5)/(2)]*100
Promoters and Promoters Group	E-voting	4752647	4752647	100	4752647	0	100	0
	Poll		0	0	0	0	0	0
	Total		4752647	100	4752647	0	100	0
Public - Institutional Holders	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public - other	E-voting		3287	0.06	3287	0	100	0
	Poll	5887353	7200	0.12	7200	0	100	0
	Total		10487	0.178	10487	0	100	0
Total		10640000	4763134	44.77	4763134	0	100	0

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

