



Form No. MGT-13

REPORT OF SCRUTINIZER

[Pursuant to section 108 & 109 of the Companies Act, 2013 and Rule 21(2) of the
Companies (Management and Administration) Rules, 2014]

To

The Chairperson of the Forty Sixth Annual General Meeting (AGM) of the Members
of “ **KPT Industries Limited** ” held on Friday, August 12, 2022, at 12.00 P.M.

Sir,

I, V. Sreedharan, Partner of V. Sreedharan and Associates, Company Secretaries, Bengaluru was appointed as Scrutinizer pursuant to Section 108 & 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in compliance with the General circulars issued by the Ministry of Corporate Affairs ('MCA') and circulars issued by the Securities and Exchange Board of India ('SEBI') for the purpose of:

- (i) Scrutinizing the remote e-voting process and
- (ii) Scrutinizing the voting done through ballot process at the AGM.



Both the above-mentioned voting is done under the provisions of Section 108 & 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013, Rules and circulars issued by MCA and SEBI relating to conducting of AGM through VC/OAVM and voting by electronic means for the resolutions contained in the Notice of the Forty Sixth Annual General Meeting dated May 27, 2022. My responsibility as a Scrutinizer for the voting process is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favor" and/or "against" the resolution stated in the Notice of the AGM, based on the report generated from the e-voting system provided by Central Depository Services (India) Limited, the Agency Authorized under the Rules and engaged by the Company to provide remote e-voting facilities.

I submit my report as under:

1. The remote E-Voting period remained open from 9.00 A.M. Tuesday, August 09, 2022, up to 5.00 P.M. Thursday, August 11, 2022.
2. The Annual Report, the Notice of Annual General Meeting, the e-voting instructions slip and the polling paper in Form No. MGT-12 were sent by the electronic mode (e-mail) to those members whose email addresses were registered with the Company / Depository Participants / Depositories and through courier to those members whose email addresses were not registered with the Company / Depository Participants / Depositories.
3. The voting rights were reckoned as on Friday, August 05, 2022, being the Cut-off date for the purpose of deciding the entitlements of Members at the remote e-voting.



4. After the conclusion of the AGM, the votes cast through remote e-voting were unblocked on August 12, 2022, at 12:26 P.M.
5. After declaration of voting by the Chairperson, the Shareholders present at the AGM voted through ballot process.
6. As per the information given by the Company / RTA, the names of the Shareholders who had voted by remote e-voting through the facility provided by Central Depository Services (India) Limited had been blocked and only those Members who were present at the AGM and who had not voted on remote e-voting were allowed to cast their votes through ballot process during the AGM.
7. Based on the data provided by Central Depository Services (India) Limited e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:



a) **RESOLUTION NO. 1:**

To receive, consider and adopt the Financial Statements for the year ended on 31st March, 2022 and the Board's & Auditor's Reports, thereon:

(i) Voted in favour of Resolution:

Particulars	Remote E-voting	Ballot process at the AGM	Total
Number of Members voted	14	13	27
Number of votes cast by them	14,89,534	3,710	14,93,244
% of total number of valid votes cast	100	100	100

(ii) Voted against the Resolution:

Particulars	Remote E-voting	Ballot process at the AGM	Total
Number of Members voted	0	0	0
Number of votes cast by them	0	0	0
% of total number of valid votes cast	0	0	0

(iii) Invalid Votes - NIL



b) RESOLUTION NO. 2:

To declare dividend for the financial year ended on 31st March, 2022:

(i) Voted in favour of Resolution:

Particulars	Remote E-voting	Ballot process at the AGM	Total
Number of Members voted	14	13	27
Number of votes cast by them	14,89,534	3,710	14,93,244
% of total number of valid votes cast	100	100	100

(ii) Voted against the Resolution:

Particulars	Remote E-voting	Ballot process at the AGM	Total
Number of Members voted	0	0	0
Number of votes cast by them	0	0	0
% of total number of valid votes cast	0	0	0

(iii) Invalid Votes - NIL



c) **RESOLUTION NO.3:**

To appoint a Director in place of Mr.Dilip Kulkarni, Director (DIN: 00184727), who retires by rotation and, being eligible, seeks re-appointment:

(i) Voted in favour of Resolution:

Particulars	Remote E-voting	Ballot process at the AGM	Total
Number of Members voted	14	13	27
Number of votes cast by them	14,89,534	3,710	14,93,244
% of total number of valid votes cast	100	100	100

(ii) Voted **against** the Resolution:

Particulars	Remote E-voting	Ballot process at the AGM	Total
Number of Members voting	0	0	0
Number of votes cast by them	0	0	0
% of total number of valid votes cast	0	0	0

(iii) Invalid Votes - NIL



d) RESOLUTION NO.4:

To appoint a Director in place of Mrs. Prabha Kulkarni (DIN: 00053598), who retires by rotation and, being eligible, seeks re-appointment:

(i) Voted in favour of Resolution:

Particulars	Remote E-voting	Ballot process at the AGM	Total
Number of Members voted	14	13	27
Number of votes cast by them	14,89,534	3,710	14,93,244
% of total number of valid votes cast	100	100	100

(ii) Voted against the Resolution:

Particulars	Remote E-voting	Ballot process at the AGM	Total
Number of Members voted	0	0	0
Number of votes cast by them	0	0	0
% of total number of valid votes cast	0	0	0

(iii) Invalid Votes - NIL



e) **RESOLUTION NO.5:**

To appoint Statutory Auditors of the Company and to fix their remuneration:

(i) Voted in favour of Resolution:

Particulars	Remote E-voting	Ballot process at the AGM	Total
Number of Members voted	14	13	27
Number of votes cast by them	14,89,534	3,710	14,93,244
% of total number of valid votes cast	100	100	100

(ii) Voted against the Resolution:

Particulars	Remote E-voting	Ballot process at the AGM	Total
Number of Members voted	0	0	0
Number of votes cast by them	0	0	0
% of total number of valid votes cast	0	0	0

(iii) Invalid Votes - NIL



8. A list of Equity Shareholders who voted "FOR" and "AGAINST" the resolutions (Both through Remote E-voting and Ballot process at the AGM) has been handed over to the Company Secretary.
9. The electronic data and all other relevant records relating to the e-voting shall remain in our safe custody and shall be handed over to the Company Secretary for preserving safely after the Chairperson considers, approves, and signs the Minutes of the aforesaid Annual General Meeting.

Thanking You,

Yours faithfully,

For V. Sreedharan & Associates

V. Sreedharan
Partner
F.C.S.-2347 : C.P. No. 833



Date: August 12, 2022

Place: Shirol, Maharashtra

UDIN: F002347D000784997

Peer Review Certificate No: 589/2019