

E:KRBL/BIBHU/STK_EX_1920/45 14 September 2019

	The General Manager Department of Corporate Services	National Stock Ex Limited	change of India
	BSE Limited	"Exchange Plaza", C-	1. Block-G
	Floor 25, Phiroze Jeejeebhoy	Bandra-Kurla Comple	
V	Towers	Bandra (E)	
	Dalal Street	Mumbai-400051	
	Mumbai – 400 001		
	Scrip Code: 530813	Symbol: KRBL	Series: Eq.

Dear Sir/Madam,

Sub: Voting Results along with the Scrutinizer's Report with respect to 26th Annual General Meeting of KRBL Limited

We are pleased to submit herewith the following documents with respect to the 26th Annual General Meeting of the members of KRBL Limited as held on Friday, 13 September 2019, at 11.00 A.M., at Sri Sathya Sai International Centre, Pragati Vihar, Lodhi Road, New Delhi-110 003:

- (1) Voting Results declared by Company Secretary as authorised by the Chairman.
- (2) Combined Scrutinizer Report in respect of passing of Resolution(s) through electronic mode and poll conducted at the 26th Annual General Meeting of the Company, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully' For KRBL Limited

Raman Sapra Company Secretary

Encl.: As Above.



E:KRBL/BIBHU/STK_EX_1920/45 14 September 2019

The General Manager		National Stock Exc	hange of India
Department of Corporate Services		Limited	
BSE Limited		"Exchange Plaza", C-1	, Block-G
Floor 25, Phiroze Jeejeebhoy		Bandra-Kurla Complex	
Towers	V	Bandra (E)	
Dalal Street		Mumbai-400051	
Mumbai – 400 001		4	
Scrip Code: 530813		Symbol: KRBL	Series: Eq.

Dear Sir/Madam,

Sub: Voting Results along with the Scrutinizer's Report with respect to 26th Annual General Meeting of KRBL Limited

We are pleased to submit herewith the following documents with respect to the 26th Annual General Meeting of the members of KRBL Limited as held on Friday, 13 September 2019, at 11.00 A.M., at Sri Sathya Sai International Centre, Pragati Vihar, Lodhi Road, New Delhi-110 003:

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- (2) Combined Scrutinizer Report in respect of passing of Resolution(s) through electronic mode and poll conducted at the 26th Annual General Meeting of the Company, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully' For KRBL Limited

Raman Sapra Company Secretary

Encl.: As Above.

Corporate Office : C-32, 5th & 6th Floor, Sector-62, Noida-201301, Gautambudh Nagar, (U.P.), INDIA. Regd. Office : 5190, Lahori Gate, Delhi - 110 006, INDIA. Tel. : +91-11-23968328, Fax : +91-11-23968327, CIN No. L01111DL1993PLC052845 Tel. : +91-120-4060300, Fax : +91-120-4060398. E-mail : mails@krblindia.com. Visit us at : www.krblrice.com WORLD'S LARGEST RICE MILLERS & BASMATI RICE EXPORTERS



RESULT OF ELECTRONIC VOTING AND POLL CONDUCTED PURSUANT TO THE PROVISIONS OF SECTION 108 OF THE COMPANIES ACT, 2013 READ WITH RULE 20 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 FOR THE 26TH ANNUAL GENERAL MEETING OF MEMBERS OF KRBL LIMITED AS HELD ON FRIDAY, 13 SEPTEMBER 2019, AT SRI SATHYA SAI INTERNATIONAL CENTRE, PRAGATI VIHAR, LODHI ROAD, NEW DELHI-110 003, COMMENCED AT 11.00 A.M. AND CONCLUDED AT 02.00 P.M.

ORDINARY BUSINESSES

Resolution No. 1 To consider and adopt the Audited Financial Statement (including Audited Consolidated Financial Statement) of the Company for the financial year ended 31 March 2019, together with the Reports of the Board of Directors and Auditors thereon.

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	% of total number of valid votes cast	% of total no. of shares of the Company
111	55310387	53	122690402	178000789	99.99	75.62

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	Members/	cast	Total no. of votes cast through E- voting and poll	% of total number of valid votes cast	% of total no. of shares of the Company
1	50	0	0	50	0.00	0.00

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E- voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll
0	0	4	1976	1976

RESULT

As the number of votes cast in favour of the resolution were more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

Corporate Office : C-32, 5th & 6th Floor, Sector-62, Noida-201301, Gautambudh Nagar, (U.P.), IND Regd. Office : 5190, Lahori Gate, Delhi - 110 006, INDIA. Tel. : +91-11-23968328, Fax : +91-11-23968327, CIN No. L0 FipL DEW.cos Tel. : +91-120-4060300, Fax : +91-120-4060398. E-mail : mails@krblindia.com. Visit us at : www.krblindie.com WORLD'S LARGEST RICE MILLERS & BASMATI RICE EXPORTERS Resolution No. 2 – To declare a final dividend of Rs. 2.50 per equity share on 23,53,89,392 equity shares of Re. 1/- each for the financial year ended 31 March 2019.

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	% of total number of valid votes cast	% of total no. of shares of the Company
112	55326087	52	122690401	178016488	99.99	75.63

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	% of total number of valid votes cast	% of total no. of shares of the Company
1	50	1	1	51	0.00	0.00

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E- voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll
0	0	4	1976	1976

RESULT

As the number of votes cast in favour of the resolution were more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

<u>Resolution No. 3 – To appoint a Director in place of Ms. Priyanka Mittal (DIN: 00030479),</u> who retires by rotation at this AGM and being eligible, offers herself for re-appointment.

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	% of total number of valid votes cast	% of total no. of shares of the Company
50	49042262	52	122690401	171732663	96.47	72.96



(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	% of total number of valid votes cast	% of total no. of shares of the Company
63	6283875	1	1	6283876	3.53	2.67

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E- voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll
0	0	4	1976	1976

RESULT

As the number of votes cast in favour of the resolution were more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

<u>Resolution No. 4 – Confirmation for appointment of M/s. Walker Chandiok & Co, LLP,</u> <u>Chartered Accountants as Statutory Auditors of the Company.</u>

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	% of total number of valid votes cast	shares of
110	55325367	52	122690401	178015768	99.99	75.63

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	% of total number of valid votes cast	% of total no. of shares of the Company
3	770	1	1	771	0.00	0.00

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E- voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) Poll	Total no. of votes cast through E- voting and poll
0	0	4	1976	1976



RESULT

As the number of votes cast in favour of the resolution were more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 4 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

SPECIAL BUSINESSES

Resolution No. 5 – Ratification and confirmation of remuneration of Cost Auditors for the financial year 2019-20.

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	% of total number of valid votes cast	% of total no. of shares of the Company
107	55325343	52	122690401	178015744	99.99	75.63

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	% of total number of valid votes cast	% of total no. of shares of the Company
6	794	1	1	795	0.00	0.00

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E- voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll
0	0	4	1976	1976

RESULT

As the number of votes cast in favour of the resolution were more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 5 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.



<u>Resolution No. 6 – Re-appointment of Mr. Devendra Kumar Agarwal (DIN: 06754542) as</u> an Independent Non-Executive Director.

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	% of total number of valid votes cast	% of total no. of shares of the Company
110	55325382	52	122690401	178015783	99.99	75.63

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	% of total number of valid votes cast	% of total no. of shares of the Company
3	755	1	1	756	0.00	0.00

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E- voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) Poll	Total no. of votes cast through E- voting and poll
0	0	4	1976	1976

RESULT

As the number of votes cast in favour of the resolution were three times more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 6 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

Resolution No. 7 – Re-appointment of Mr. Ashwani Dua (DIN: 01097653) as an Independent Non-Executive Director.

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	% of total number of valid votes cast	% of total no. of shares of the Company
58	49885010	52	122690401	172575411	96.94	73.31



(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	% of total number of valid votes cast	% of total no. of shares of the Company
54	5441112	1	1	5441113	3.06	2.31

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E- voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll
0	0	4	1976	1976

RESULT

As the number of votes cast in favour of the resolution were three times more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 7 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

<u>Resolution No. 8 – Re-appointment of Mr. Shyam Arora (DIN: 00742924) as an</u> <u>Independent Non-Executive Director.</u>

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	% of total number of valid votes cast	% of total no. of shares of the Company
104	55129906	52	122690401	177820307	99.88	75.54

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	% of total number of valid votes cast	% of total no. of shares of the Company
9	196231	1	1	196232	0.12	0.08

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E- voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll
0	0	4	1976	1976



RESULT

As the number of votes cast in favour of the resolution were three times more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 8 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

<u>Resolution No. 9 – Re-appointment of Mr. Vinod Ahuja (DIN: 00030390) as an Independent</u> <u>Non-Executive Director.</u>

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	% of total number of valid votes cast	% of total no. of shares of the Company
104	55129906	52	122690401	177820307	99.88	75.54

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	% of total number of valid votes cast	% of total no. of shares of the Company
9	196231	1	1	196232	0.12	0.08

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E- voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll
0	0	4	1976	1976

RESULT

As the number of votes cast in favour of the resolution were three times more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 9 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

<u>Resolution No. 10 – Re-appointment of Mr. Anil Kumar Mittal (DIN: 00030100) as</u> <u>Chairman & Managing Director of the Company and revision in remuneration.</u>

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	% of total number of valid votes cast	% of total no. of shares of the Company
103	55095679	52	122690401	177786080	99.87	75.53

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	cast	Total no. of votes cast through E- voting and poll	% of total number of valid votes cast	% of total no. of shares of the Company
10	230458	1	1	230459	0.13	0.10

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E- voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll
0	0	4	1976	1976

RESULT

As the number of votes cast in favour of the resolution were three times more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 10 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

Resolution No. 11 – Re-appointment of Mr. Arun Kumar Gupta (DIN: 00030127) as Joint Managing Director of the Company and revision in remuneration.

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	% of total number of valid votes cast	% of total no. of shares of the Company
109	55325367	52	122690401	178015768	99.99	75.63



(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	% of total number of valid votes cast	% of total no. of shares of the Company
4	770	1	1	771	0.00	0.00

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E- voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll
0	0	4	1976	1976

RESULT

As the number of votes cast in favour of the resolution were three times more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 11 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

Resolution No. 12 – Re-appointment of Mr. Anoop Kumar Gupta (DIN: 00030160) as Joint Managing Director of the Company and revision in remuneration.

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	% of total number of valid votes cast	% of total no. of shares of the Company
106	55057366	52	122690401	177747767	99.84	75.51

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	% of total number of valid votes cast	% of total no. of shares of the Company
7	268771	1	1	268772	0.16	0.11



(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E- voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) Poll	Total no. of votes cast through E- voting and poll
0	0	4	1976	1976

RESULT

As the number of votes cast in favour of the resolution were three times more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 12 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

Thanking you

Yours Sincerely For KRBL Limited LIN NEW DELHI Raman Sapra **Company Secretary** Date : Noida, Uttar Pradesh Place : 14 September 2019

DMK ASSOCIATES

COMBINED SCRUTINIZER REPORT FOR REMOTE E-VOTING & POLL FOR M/s KRBL LIMITED

To,

The Chairman/ Company Secretary M/s KRBL Limited 5190, Lahori Gate Delhi-110006

Sub: Combined Scrutinizer Report in respect of passing of Resolution(s) through electronic mode and poll conducted at the 26thAnnual General Meeting of M/s KRBL Limited ("the Company") held on13thday of September, 2019

Dear Sir,

The Board of Directors of the Company at its meeting held on Thursday, August01, 2019has appointed us as Scrutinizer pursuant to section 108 of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014 and all other provision as applicable, to conduct the e-voting and voting through ballot paper process for 26thAnnualGeneral Meeting of the Company held on Friday, September 13, 2019 in fair and transparent manner.

The Company has engaged Central Depository Services (India) Limited (CDSL) as the service provider, for extending the facility of electronic voting to the shareholders of the Company. The e-voting process was started on Tuesday, the10th day of September, 2019 at 09:00 A.M. to Thursday, the 12th day of September, 2019 upto 05:00 P.M. The e-voting results were unblocked by us on 13thSeptember, 2019 in the presence of two witnesses.

At the 26thAnnual General Meeting of the Company held on September 13, 2019, the Chairman of the Company had suo-moto called for a poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process.



31/36, Basement, Old Rajinder Nagar, New Delhi-110060 Telephone : 91-011-42432721 Mob. : 9871315000, 9810480983 E-mail : deepak.kukreja@dmkassociates.in Website : www.dmkassociates.in

As on September 5, 2019, the cut-off date, there were 34,174Shareholders of the Company who were entitled to vote on the resolutions placed for the approval of the shareholders through e-voting/ballot papers as well as poll conducted at the 26th Annual General Meeting of the Company.

ORDINARY BUSINESS

RESOLUTION NO. 1 – ORDINARY RESOLUTION

To consider and adopt the Audited Financial Statement (including Audited Consolidated Financial Statement) of the Company for the financial year ended 31 March 2019, together with the Reports of the Board of Directors and Auditors thereon

(I) VOTED IN FAVOUROFTHE RESOLUTION:

No. of Members voted in E- voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	% of total number of valid votes cast
111	55310387	53	122690402	178000789	99.99

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E- voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	% of total number of valid votes cast
1	50	0	0	50	0.00

Combined Scrutinizer's Report – KRBL Limited

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(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll
0	0	4	1976	1976

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

RESOLUTION NO.2 – ORDINARY RESOLUTION

To declare a final dividend of Rs. 2.50 per equity share on 23, 53, 89, 892 equity shares of Rs. 1/- each for the financial year ended 31 March 2019.

(I) VOTED IN FAVOUR OFTHE RESOLUTION:

No. of Members voted in E- voting	No. of votes Cast (Shares)-E Voting	No. of Members/Pr oxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	% of total number of valid votes cast
112	55326087	52	122690401	178016488	99.99

(II) VOTED AGAINST THE RESOLUTION:

Combined Scrutinizer's Report – KRBL Limited

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No. of Members voted in E- voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	% of total number of valid votes cast
1	50	. 1	1	51	0.00

(III) INVALID VOTES OF THE RESOLUTION:

No. of Memb in E-v	oers voted	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll
	0	0	4	1976	1976

RESULT

As the numbers of votes cast in favour of the resolution were more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

RESOLUTION NO. 3 – ORDINARY RESOLUTION

To appoint a Director in place of Ms. Priyanka Mittal (DIN: 00030479), who retires by rotation at this AGM and being eligible, offers herself for re-appointment.

(I) VOTED IN FAVOUR OFTHE RESOLUTION:

No. of Members voted in E- voting	No. of votes Cast (Shares)-E Voting	No. of Members/P roxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	% of total number of valid votes cast
50	49042262	52	122690401	171732663	96.47

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(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E- voting	No. of votes Cast (Shares)- E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	% of total number of valid votes cast
63	6283875	1	1	6283876	3.53

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll
0	0	4	1976	1976

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

RESOLUTION NO.4 –ORDINARY RESOLUTION

<u>Confirmation for appointment of M/s. Walker Chandiok & Co LLP, Chartered</u> <u>Accountants as Statutory Auditors of the Company</u>

(I) VOTED IN FAVOUR OFTHE RESOLUTION:

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No. of Members voted in E- voting	No. of votes Cast (Shares)-E Voting	No. of Members/Pr oxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	% of total number of valid votes cast
110	55325367	52	122690401	178015768	99.99

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E- voting	No. of votes Cast (Shares)- E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	% of total number of valid votes cast
3	770	1	1	771	0.00

(III) INVALID VOTES OF THE RESOLUTION:

Members voted(Shares)-Ein E-votingVoting		No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll
0	0	4	1976	1976

RESULT

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As the numbers of votes cast in favour of the resolution were more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 4 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

SPECIAL BUSINESS

RESOLUTION NO. 5 – ORDINARY RESOLUTION

Ratification and confirmation of remuneration of Cost Auditors for the financial year 2019-20.

(I) VOTED IN FAVOUR OFTHE RESOLUTION:

No. of Members voted in E- voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	% of total number of valid votes cast
107	55325343	52	122690401	178015744	99.99

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E- voting	oers Cast Members/ in E- (Shares)-E Proxies		No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	% of total number of valid votes cast
6	794	1	1	795	0.00

(III) INVALID VOTES OF THE RESOLUTION:

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No. of Membo in E-vo	ers voted oting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll
	0	0	4	1976	1976

RESULT

As the numbers of votes cast in favour of the resolution were more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 5 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

RESOLUTION NO. 6 – SPECIAL RESOLUTION

<u>Re-appointment of Mr. Devendra Kumar Agarwal (DIN: 06754542) as an</u> <u>Independent Non-Executive Director.</u>

(I) VOTED IN FAVOUR OFTHE RESOLUTION:

Members Cast voted in E- (Shares)-E		No. of Members/Pr oxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	% of total number of valid votes cast
110	55325382	52	122690401	178015783	99.99

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E- voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	% of total number of valid votes cast
		N			* - s

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3	755	1	×., 1	756	0.00
	ан 1947 - Алан Салан Сал 1947 - Алан Салан Сал				

(III) INVALID VOTES OF THE RESOLUTION:

I	No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll
	0	0	4	1976	1976

RESULT

As the number of votes cast in favour of the resolution were three times more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 6 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

RESOLUTION NO. 7 – SPECIAL RESOLUTION

<u>Re-appointment of Mr. Ashwani Dua (DIN:01097653) as an Independent Non-Executive Director.</u>

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No.	of	No. of votes	No.	of	No.	of vote	es Total no	o. of	% of total
Members		Cast	Mem	bers/Pro	cast	(Shares)	- votes cas	t	number of
voted in	E-	(Shares)-E	xies	voted -	Poll		through	E-	valid votes
voting		Voting	Poll				voting	and	cast
		1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1	51				poll		
					×				·

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		r.			
58	49885010	52	122690401	172575411	96.94

(II) VOTED AGAINST THE RESOLUTION:

Members	E-	Cast		No. of votes cast (Shares) – Poll		number of valid votes
54		5441112	1	1	5441113	3.06

(III) INVALID VOTES OF THE RESOLUTION:

No. of voted voting	Memb in	 No. of votes C (Shares)-E Voting				Total no. of votes cast through E-voting and poll
28 - 11 	0	0		4	1976	1976

RESULT

As the numbers of votes cast in favour of the resolution were three times more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 7-as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

RESOLUTION NO. 8 – SPECIAL RESOLUTION

<u>Re-appointment of Mr. Shyam Arora (DIN: 00742924) as an Independent Non-Executive Director.</u>

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No. of Members voted in E- voting	No. of votes Cast (Shares)-E Voting		No. of votes cast (Shares) – Poll		number of valid votes
104	55129906	52	122690401	177820307	99.88

(I) VOTED IN FAVOUR OF THE RESOLUTION:

(II) VOTED AGAINST THE RESOLUTION:

	No. of votes Cast (Shares)-E Voting	Members/ Proxies voted	cast (Shares) – Poll		number of valid votes
9	196231	1	1	196232	0.12

(III) INVALID VOTES OF THE RESOLUTION:

No. of voted voting		E-	No. of votes (Shares)-E Voting				No. of votes (Shares) – Poll	0	f vote ast	
	i t			a.		, ,		E	hrough -voting nd poll	
, 97 	0	i.	0		8	4	1976		1976	

RESULT

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As the number of votes cast in favour of the resolution were three times more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 8 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

RESOLUTION NO. 9 – SPECIAL RESOLUTION

<u>Re-appointment of Mr. Vinod Ahuja (DIN: 00030390) as an Independent Non-</u> <u>Executive Director.</u>

(I) VOTED IN FAVOUR OF THE RESOLUTION:

	Cast				number of valid votes
, 104	55129906	52	122690401	177820307	99.88

(II) VOTED AGAINST THE RESOLUTION:

	U U U U U U U U U U U U U U U U U U U	Members/ Proxies voted	cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	number of valid votes
9	196231	1	1	196232	0.12

(III) INVALID VOTES OF THE RESOLUTION:

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No. of voted voting		E-	No. of votes ((Shares)-E Voting	No. of N Proxies Poll				1200	no. votes
 	•) \	20			Ъ.			throu E-vot and p	ing
	0	×.	0		4		1976	19	76

RESULT

As the numbers of votes cast in favour of the resolution were three times more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 9 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

RESOLUTION NO. 10 – SPECIAL RESOLUTION

<u>Re-appointment of Mr. Anil Kumar Mittal (DIN: 00030100) as Chairman &</u> Managing Director of the Company and revision in remuneration.

(I) VOTED IN FAVOUR OF THE RESOLUTION:

					number of valid votes
103	55095679	52	122690401	177786080	99.87

(II) VOTED AGAINST THE RESOLUTION:

No.	of	No.	of	votes	No.	of	No. of vo	tes	Total	no.	of	%	of
Members		Cast	(Sha	res)-E	Member	rs/	cast		votes	9	cast	tota	1
voted in	E-	Votin	g		Proxies	voted	(Shares)	_	throug	h	E-	nun	ıber
voting					– Poll		Poll		voting		and	of	valid
									poll			vote	es
												cast	

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				-	
10	230458	1	1	230459	0.13

(III) INVALID VOTES OF THE RESOLUTION:

No. of voted voting		rs No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	(Shares) – Poll	of votes cast
					through E-voting and poll
	0	0	4	1976	1976

RESULT

As the numbers of votes cast in favour of the resolution were three times more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 10 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

RESOLUTION NO. 11 – SPECIAL RESOLUTION

<u>Re-appointment of Mr. Arun Kumar Gupta (DIN: 00030127) as Joint</u> Managing Director of the Company and revision in remuneration.

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members voted in E- voting					number of valid votes
109	55325367	52	122690401	178015768	99.99

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No. Members voted in voting	No. of votes Cast (Shares)-E Voting	Members/ Proxies voted	cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	number of valid votes
4	770	1	1	771	0.00

(II) VOTED AGAINST THE RESOLUTION:

(III) INVALID VOTES OF THE RESOLUTION:

No. of voted voting			No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast
voting		Voting	I OII		through E-voting and poll
	0	0	4	1976	1976

RESULT

As the number of votes cast in favour of the resolution was three times more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 11 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

RESOLUTION NO. 12 – SPECIAL RESOLUTION

<u>Re-appointment of Mr. Anoop Kumar Gupta (DIN: 00030160) as Joint Managing</u> <u>Director of the Company and revision in remuneration.</u>

(I) **VOTED IN FAVOUR OF THE RESOLUTION:**

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3.	Members voted in E-	(Shares)-E		S		number of valid votes
	106	55057366	52	122690401	177747767	99.84

(II) VOTED AGAINST THE RESOLUTION:

No. Members voted in voting	Cast (Sha	ares)-E	Member	rs/ voted	cast	Total no. of votes cast through E- voting and poll	number of valid votes
7	2687	71	1		1	268772	0.16

(III) INVALID VOTES OF THE RESOLUTION:

No. of voted voting		E-	No. of votes Ca (Shares)-E Voting		No. of votes cast (Shares) – Poll	Total no. of votes cast
						through E-voting and poll
¢	0		0	4	1976	1976

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RESULT

As the numbers of votes cast in favour of the resolution were three times more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 12 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

The relevant records relating to E - Voting and Poll were sealed and handed over to the Company Secretary/Director authorized by the Board of the Company for safe keeping.

Thanking you

Yours Sincerely

The

For DMK ASSOCIATES COMPANY SECRETARIES



DEEPAK KUKREJA PARTNER 31/36, Basement, Old Rajinder Nagar Delhi - 110060 FCS No: 4140 CP No: 8265

Date : September 14, 2019 Place : New Delhi



Signed by Chairman/Company Secretary

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