

E:KRBL/BIBHU/STK\_EX\_2021/45  
01 October 2020



✓	<b>The General Manager</b> <b>Department of Corporate Services</b> <b>BSE Limited</b> <b>Floor 25, Phiroze Jeejeebhoy Towers</b> <b>Dalal Street</b> <b>Mumbai – 400 001</b>	<b>National Stock Exchange of India Limited</b> <b>“Exchange Plaza”, C-1, Block-G</b> <b>Bandra-Kurla Complex</b> <b>Bandra (E)</b> <b>Mumbai-400051</b>
	<b>Scrip Code: 530813</b>	<b>Symbol: KRBL</b> <b>Series: Eq.</b>

Dear Sir/Madam,

**Sub: Scrutinizer's Report with respect to 27<sup>th</sup> Annual General Meeting ('AGM') of KRBL Limited.**

Please find enclosed herewith Consolidated Scrutinizer's Report in respect of passing of Resolution(s) through remote e-voting and e-voting during the 27<sup>th</sup> AGM of the Company, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

This is for your information and record.

Thanking you,

Yours faithfully  
For KRBL Limited

  
**Raman Sapra**  
**Company Secretary**

Encl.: As Above

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**Company Secretary**

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# DMK ASSOCIATES

## COMPANY SECRETARIES



### CONSOLIDATED SCRUTINIZER'S REPORT OF KRBL LIMITED

To,

The Chairman,  
KRBL Limited  
5190, Lahori Gate,  
Delhi-110006

Sub: Consolidated Scrutinizer's Report on e-voting 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 as amended from time to time for the 27<sup>th</sup> Annual General Meeting of KRBL Limited held on Wednesday, 30<sup>th</sup> September 2020 at 12:00 Noon (IST) through Video Conferencing ("VC") / Other Audio Visual means ("OAVM").

Dear Sir,

- 1) The Board of the Company at its meeting held on Tuesday, 11 August 2020 appointed me as Scrutinizer pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and all other provision as applicable, to scrutinize the Remote e-voting and e-voting conducted at its 27<sup>th</sup> Annual General Meeting ("AGM") in fair and transparent manner.
- 2) The Company had engaged Central Depository Services (India) Limited ("CDSL") as the service provider, for extending the facility of electronic voting (Remote e-voting and e-voting facility provided during the AGM) to the Shareholders of the Company.
- 3) The Remote e-voting process was started on Sunday, 27<sup>th</sup> September 2020 from 9:00 A.M. and ended on Tuesday, 29<sup>th</sup> September 2020 at 5.00 P.M.
- 4) On completion of e-voting during the AGM, the report on e-voting done at the AGM and the votes cast under Remote e-voting facility prior to the AGM were unblocked by me in the presence of two witnesses not in the employment of the company and were counted.



**DMKASSOCIATES  
COMPANY SECRETARIES**

- 5) I have scrutinized and reviewed the Remote e-voting and e-voting facility provided to Shareholders during the AGM and votes cast therein based on the data downloaded from the CDSL e-voting system.
- 6) As on 23 September 2020 the cut-off date there were 41,672 Shareholders of the Company who were entitled to vote on the resolutions placed for the approval of the Shareholders through Remote e-voting as well as e-voting facility provided at the 27<sup>th</sup> AGM of the Company.
- 7) The Management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013 and rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to e-voting on the resolutions contained in Notice calling AGM.
- 8) My responsibility as Scrutinizer for e-voting process (Remote e-voting and e-voting facility provided during the AGM) is restricted to making Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by CDSL.
- 9) I now submit my Consolidated Report as under on the result of the Remote e-voting and e-voting done during the AGM in respect of the said resolutions.

**ORDINARY BUSINESS:**

**RESOLUTION NO. 1 – ORDINARY RESOLUTION**

**TO CONSIDER AND ADOPT THE STANDALONE AND CONSOLIDATED AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31 MARCH 2020, TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.**

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

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
213	171634847	99.999



**(II) VOTED AGAINST THE RESOLUTION:**

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
10	1009	0.001

**(III) INVALID VOTES OF THE RESOLUTION:**

Number of Members whose votes were declared as invalid	No. of invalid votes Cast
0	0

**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 CONFIRM PAYMENT OF INTERIM DIVIDEND OF Rs.2.80 PER EQUITY SHARE ON 23,53,89,892 EQUITY SHARES OF RS.1 EACH, ALREADY PAID DURING THE YEAR AS THE FINAL DIVIDEND FOR THE FINANCIAL YEAR 2019-2020.**

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

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
214	171650547	99.999

**(II) VOTED AGAINST THE RESOLUTION:**

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
10	1009	0.001



**(III) INVALID VOTES OF THE RESOLUTION:**

Number of Members whose votes were declared as invalid	No. of invalid votes Cast
0	0

**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. 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 MR. ANIL KUMAR MITTAL (DIN: 00030100), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.**

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

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
204	171053994	99.652

**(II) VOTED AGAINST THE RESOLUTION:**

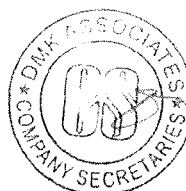
Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
20	597562	0.348

**(III) INVALID VOTES OF THE RESOLUTION:**

Number of Members whose votes were declared as invalid	No. of invalid votes Cast
0	0

**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.



SPECIAL BUSINESS:

RESOLUTION NO. 4- ORDINARY RESOLUTION

RATIFICATION AND CONFIRMATION OF REMUNERATION OF COST  
AUDITORS FOR THE FINANCIAL YEAR 2020-2021.

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
210	171649399	99.999

(II) VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
14	2157	0.001

(III) INVALID VOTES OF THE RESOLUTION:

Number of Members whose votes were declared as invalid	No. of invalid votes Cast
0	0

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. 4 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

RESOLUTION NO. 5- ORDINARY RESOLUTION

APPOINTMENT OF MS. PRIYANKA SARDANA (DIN: 00049811) AS AN  
INDEPENDENT NON-EXECUTIVE DIRECTOR WHO WAS APPOINTED AS AN  
ADDITIONAL DIRECTOR.



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

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
208	171364788	99.833

**(II) VOTED AGAINST THE RESOLUTION:**

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
16	286768	0.167

**(III) INVALID VOTES OF THE RESOLUTION:**

Number of Members whose votes were declared as invalid	No. of invalid votes Cast
0	0

**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. 5 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

**RESOLUTION NO. 6- ORDINARY RESOLUTION**

**REVISION IN REMUNERATION OF MS. PRIYANKA MITTAL (DIN: 00030479),  
WHOLE TIME DIRECTOR OF THE COMPANY.**

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

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
207	171649081	99.999

**(II) VOTED AGAINST THE RESOLUTION:**

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
17	2475	0.001



**(III) INVALID VOTES OF THE RESOLUTION:**

Number of Members whose votes were declared as invalid	No. of invalid votes Cast
0	0

**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. 6 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

**RESOLUTION NO. 7- ORDINARY RESOLUTION**

**REVISION IN REMUNERATION OF MR. ASHISH MITTAL, HOLDING OFFICE OR PLACE OF PROFIT IN THE COMPANY.**

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

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
188	38997269	99.999

**(II) VOTED AGAINST THE RESOLUTION:**

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
17	2475	0.001

**(III) INVALID VOTES OF THE RESOLUTION:**

Number of Members whose votes were declared as invalid	No. of invalid votes Cast
0	0

**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. 7 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

**RESOLUTION NO.8- ORDINARY RESOLUTION**

**REVISION IN REMUNERATION OF MR. KUNAL GUPTA, HOLDING OFFICE  
OR PLACE OF PROFIT IN THE COMPANY.**

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

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
188	38997269	99.999

**(II) VOTED AGAINST THE RESOLUTION:**

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
17	2475	0.001

**(III) INVALID VOTES OF THE RESOLUTION:**

Number of Members whose votes were declared as invalid	No. of invalid votes Cast
0	0

**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. 8 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

**RESOLUTION NO.9- ORDINARY RESOLUTION**

**REVISION IN REMUNERATION OF MR. AKSHAY GUPTA, HOLDING OFFICE  
OR PLACE OF PROFIT IN THE COMPANY**

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

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
188	38997269	99.999

**(II) VOTED AGAINST THE RESOLUTION:**

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
17	2475	0.001

**(III) INVALID VOTES OF THE RESOLUTION:**

Number of Members whose votes were declared as invalid	No. of invalid votes Cast
0	0

**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. 9 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

**RESOLUTION NO.10- ORDINARY RESOLUTION**

**REVISION IN REMUNERATION OF MR. AYUSH GUPTA, HOLDING OFFICE  
OR PLACE OF PROFIT IN THE COMPANY.**

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

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
188	38997269	99.999

**(II) VOTED AGAINST THE RESOLUTION:**

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
17	2475	0.001

**(III) INVALID VOTES OF THE RESOLUTION:**

Number of Members whose votes were declared as invalid	No. of invalid votes Cast
0	0

**DMK ASSOCIATES  
COMPANY SECRETARIES**




**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. 10 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

10. The electronic data and other relevant records relating to e-voting are under my safe custody until the Chairman considers, approves and sign the minutes of AGM and the same will be handed over to the Company Secretary/Director authorized by the Board for safe keeping.

Thanking you

Yours Sincerely

<p><b>FOR DMK ASSOCIATES COMPANY SECRETARIES</b></p>   <p><b>DEEPAK KUKREJA</b> PARTNER B.Com., FCS, LL.B., ACIS (UK), IP. FCS No: 4140 CP No: 8265 UDIN: F004140B000836796</p> <p>Date : 01.10.2020 Place : New Delhi</p>	<p>Counter Signed by</p> <p>For KRBL Limited</p>  <p>Company Secretary</p> <p>Name: <b>RAVIN SAPRA</b> M.No: <b>9233</b> Date: <b>01.10.2020</b> Place: <b>Woida, Uttar Pradesh</b></p>
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