



**R.C. Tarpara & Associates**

Company Secretaries

**Consolidated Scrutinizer's Report on**  
**Remote e-voting and e-voting during AGM**

To  
**The Chairman of**

23<sup>rd</sup> Annual General Meeting of the Equity Shareholders of **Kiri Industries Limited ("the Company")** held on Tuesday, September 28, 2021 at 02.30 p.m. through Video Conferencing ("VC").

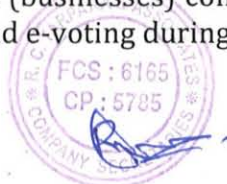
**Sub: Consolidated Scrutinizer's Report on remote e-voting and e-voting during AGM for the 23<sup>rd</sup> Annual General Meeting of the Company.**

Dear Sir,

I, Rajesh C. Tarpara, Proprietor of R. C. Tarpara & Associates, Company Secretaries, have been appointed as Scrutinizer of Kiri Industries Limited, ("**the Company**") for the purpose of scrutinizing the e-voting process ("**remote-e-voting**") under the provisions of Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and e-voting during AGM as per General Circular No. 20/2020 read with General Circular No. 14/2020, General Circular No. 17/2020 and General Circular No. 02/2021 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Securities and Exchange Board of India (SEBI) Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 and Circular No. SEBI/HO/CFD/CMD2/ CIR/P/2021/11 on the resolutions contained in the Notice of 23<sup>rd</sup> Annual General Meeting ("**AGM**") of the Company held on Tuesday, September 28, 2021 at 02:30 p.m. through Video Conferencing ("**VC**").

I submit my report as under:

1. The management of the company is responsible to ensure the compliance with the requirements of (i) The Companies Act, 2013 and rules made there under (ii) The SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 and (iii) Secretarial Stranded -2 on general meeting issued by Institute of Company Secretaries, relating to the e-voting facility for the Shareholders through VC and remote e-voting facility. My responsibility as the scrutinizer is restricted to give Consolidated Report on the votes cast by members for the resolutions (businesses) contained in the notice dated August 10, 2021 through remote e-voting and e-voting during AGM through VC.



2. The Company has availed e-voting facility offered by Central Depository Services (India) Limited ("CDSL") for conducting remote e-voting and e-voting during AGM by the shareholders of the Company. The voting period for the remote e-voting commenced on Saturday, September 25, 2021 at 9:00 a.m. and ended on Monday, September 27, 2021 at 5:00 p.m. for all the resolutions set forth in the said AGM Notice.
3. During the AGM, e-voting facility was provided to the shareholders present in the AGM and the e-voting system was started.
4. The shareholders holding shares as on the "cut off" date i.e. **Tuesday, September 21, 2021** were entitled to vote on the proposed resolutions (items No. 1 to 4 as set out in the Notice of the 23<sup>rd</sup> AGM of the Company).
5. The votes were unblocked on September 28, 2021 upon conclusion of AGM in the presence of two witnesses 1. Ms. Shivangi Singh and 2. Mr. Mayur Nakrani who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

*Shivangi*

Name: Ms. Shivangi Singh

*Mayur*

Name: Mr. Mayur Nakrani

6. The register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of name, address, Folio No. or Client ID of the shareholders, No. of shares held by them and nominal value of such shares. There were no shares with differential voting rights in the Company, hence there is no requirement of maintaining of the list of shares with differential voting rights.
7. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e voting website of Central Depository Services Limited ( <https://www.evotingindia.com>):



8. Based on such reports, the results of the e-voting are as under:

**Resolution No. 1:**

**To receive, consider and adopt the Audited (Standalone and Consolidated) Financial Statements for the year ended on March 31, 2021, together with the Reports of the Directors and Auditors thereon:**

*(As an Ordinary Resolution)*

Voting Method	Total Votes	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes
		No. of Shares	% of total number of valid votes cast	No. of Shares	% of total number of valid votes cast	No. of Shares
Remote E-Voting	26292991	26292921	100.00%	70	0.00%	0
E-voting during AGM	0	0	0.00%	0	0.00%	0
<b>Total</b>	<b>26292991</b>	<b>26292921</b>	<b>100.00%</b>	<b>70</b>	<b>0.00%</b>	<b>0</b>

*Note: 1 (One) Shareholder holding 15,939 Equity Shares did not cast its vote on this resolution.*

**Resolution No. 2:**

**To re-appoint a Director in place of Mr. Manish Kiri (DIN: 00198284), who retires by rotation and being eligible, offers himself for re-appointment:**

*(As an Ordinary Resolution)*

Voting Method	Total Votes	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes
		No. of Shares	% of total number of valid votes cast	No. of Shares	% of total number of valid votes cast	No. of Shares
Remote E-Voting	26308930	26306062	99.99%	2868	0.01%	0
E-voting during AGM	0	0	0.00%	0	0.00%	0
<b>Total</b>	<b>26308930</b>	<b>26306062</b>	<b>99.99%</b>	<b>2868</b>	<b>0.01%</b>	<b>0</b>





**Resolution No. 3:**

**To declare Dividend of INR 0.015/- (@0.15%) per share of INR 10/- each on 43,33,500 Cumulative Redeemable Preference shares of the Company for the Financial Year ended March 31, 2021:**

*(As an Ordinary Resolution)*

Voting Method	Total Votes	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes
		No. of Shares	% of total number of valid votes cast	No. of Shares	% of total number of valid votes cast	No. of Shares
Remote E-Voting	26308930	26308815	100.00%	115	0.00%	0
E-voting during AGM	0	0	0	0	0	0
<b>Total</b>	<b>26308930</b>	<b>26308815</b>	<b>100.00%</b>	<b>115</b>	<b>0.00%</b>	<b>0</b>

**Resolution No. 4:**

**To ratify the remuneration of Cost Auditors of the Company for F.Y. 2021-22:**

*(As an Ordinary Resolution)*

Voting Method	Total Votes	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes
		No. of Shares	% of total number of valid votes cast	No. of Shares	% of total number of valid votes cast	No. of Shares
Remote E-Voting	26308930	26308565	100.00%	365	0.00%	0
E-voting during AGM	0	0	0	0	0	0
<b>Total</b>	<b>26308930</b>	<b>26308565</b>	<b>100.00%</b>	<b>365</b>	<b>0.00%</b>	<b>0</b>



9. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary of the company for safe keeping.

Thanking you,

Yours faithfully,

**For R.C. Tarpara & Associates  
Company Secretaries**

  
**Rajesh C. Tarpara  
Proprietor**

**FCS: 6165, COP: 5785**

**UDIN: F006265C001034016**



**Place: Ahmedabad**

**Dated: 29/09/2021**

Countersigned by

  
**Manish Kiri**

**Chairman to the 23<sup>rd</sup> AGM**

