



GROVER AHUJA & ASSOCIATES

Company Secretaries

Form MGT-13

Consolidated Scrutinizer's Report

[Pursuant to Section 108 & 109 of the Companies Act 2013 and Rule 20 & Rule 21 of the Companies (Management and Administration) Rules, 2014]

To
The Chairman,
Kalyani Commercial Limited
B-223, Sanjay Gandhi Transport Nagar,
G. T. Karnal Road, New Delhi -110 042

Subject: Report on resolution passed through poll conducted at the 33rd Annual General Meeting (AGM) and remote E-voting of Kalyani Commercial Limited ('the Company') held on 6th August, 2018 at 9:00 A.M. at registered office of the Company.

Dear Sir,

I, Jayanti Sharma, on behalf of, Grover Ahuja and Associates, Practicing Company Secretaries, have been appointed as the Scrutinizer by the Board of Directors of Kalyani Commercial Limited vide resolution No. 04 dated 9th July, 2018 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process held between 3rd August, 2018 commenced from 09:00 A.M. to 5th August, 2018 till 5:00 P.M. and to act as the scrutinizer for the Ballot conducted at the meeting.

The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the Rules made there under and (ii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to voting including voting by electronic means and (iii) Secretarial Standard-2 issued by ICSI.

My responsibility as a scrutinizer is restricted to making a Scrutinizer's report of the votes casted by the members for the resolution contained in the Notice dated 9th July, 2018, based on the reports generated from the E-voting system provided by National Securities Depository Limited (NSDL), the authorized agency engaged by the Company to provide E-voting facilities and scrutiny of the ballot process held on 6th August, 2018 at 9:00 A.M. at the Annual General Meeting of the Company.

E-Voting facility was offered to only those members whose name was in the register of members on the cut-off date (i.e. 31st July, 2018) as mentioned in the Notice and Newspaper Publication of the same.

The E-votes cast were unblocked on Monday, 6th August, 2018 in the presence of 2 witnesses, Ms. Parul Mittal and Mr. Karan Dhingra, who were not in the employment of the Company. They have signed below in confirmation of the e-votes being unblocked in their presence.

Signature: 
Name: Ms. Parul Mittal

Signature: 
Name: Mr. Karan Dhingra

Head Office: D-176, Lower Ground Floor, Defence Colony, New Delhi-110024,
Ph: 41633301, 011-46772201-07

Branch Office: 119, First Floor, Deepshikha Building, Rajendra Palace, Delhi-110008 Mumbai Office: 63
Rajgir Chambers, 7th Floor, Shaheed Bhagat Singh Marg, Opp. Old Customs House, Mumbai

Web Site: www.groverahuja.com;
E mail: info@groverahuja.in



On the basis of the data downloaded from official website of NSDL for the purpose of e-voting and the votes counted in the ballot conducted at the AGM, I submit herewith the combined report on e-voting together with that of the Ballot as under:

Item No. 1: Ordinary Resolution

Adoption of Consolidated/ Standalone Audited Financial Statements for the financial year ended on 31st March, 2018.

i. Voted **in favour** of the resolution:

Number of members voted*	Number of votes casted by them	% of total number of valid votes cast
52	679400	100

**Note: out of 52 Members who have casted their votes, 25 members voted through Ballot Process & 27 members casted their votes by electronic means.*

ii. Voted **against** the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
0	0	0

iii. **Invalid** votes:

Number of members voted	Number of votes casted by them
0	0

Item No. 2: Ordinary Resolution

Appointment of Ms. Manushree Agarwal (DIN No: 06620217), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and offers herself for re-appointment.

i. Voted **in favour** of the resolution:

Number of members voted*	Number of votes casted by them	% of total number of valid votes cast
52	679400	100

**Note: out of 52 Members who have casted their votes, 25 members voted through Ballot Process & 27 members casted their votes by electronic means.*

ii. Voted **against** the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
0	0	0

Head Off: D-176, Lower Ground Floor, Defence Colony, New Delhi-110024,
Ph: 41633301, 011-46772201-07

Branch Off.: 119, First Floor, Deepshikha Building, Rajendra Palace, Delhi-110008 Mumbai Office: 601,
Rajgir Chambers, 7th Floor, Shaheed Bhagat Singh Marg, Opp. Old Customs House, Mumbai
Web Site: www.groverahuja.com
E mail: info@groverahuja.in



iii. Invalid votes:

Number of members voted	Number of votes casted by them
0	0

The Resolutions stand passed under E-voting and Ballot with the requisite majority.

The combined result of the votes (electronic and physical) is annexed as **Annexure** with this report.

I further report that the Chairman or any other person as authorized may declare and confirm the above results of E-voting as well as Ballot Process. The results of the E-voting and Ballot Process Voting shall be communicated to the stock exchange by the Company where its shares are presently listed.

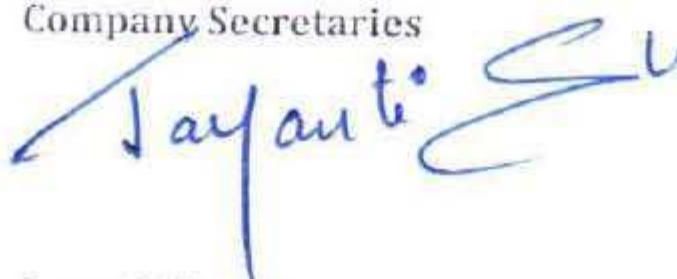
I further report that Rule No. 20 and 21 of the Companies (Management and Administration) Rules, 2014, have been duly complied with. The polling papers and other relevant records relating to E-voting and Ballot will be handed over to the Chairman for safe keeping after the Chairman approves and signs the minutes of the meeting.

I pay my sincere thanks to the management of the Company for giving me the opportunity to act as the scrutinizer for the purpose of E-voting and Ballot Process.

Thanking You.

Yours faithfully,

For Grover Ahuja and Associates
Company Secretaries

Jayanti Sharma

COP No. 12794

Membership No. 22180

Date: 6th August, 2018

Place: New Delhi



Head Off: D-176, Lower Ground Floor, Defence Colony, New Delhi-110024,

Ph: 41633301, 011-46772201-07

Branch Off.: 119, First Floor, Deepshikha Building, Rajendra Palace, Delhi-110008 Mumbai Office: 63,
Rajgir Chambers, 7th Floor, Shaheed Bhagat Singh Marg, Opp. Old Customs House, Mumbai

Web Site: www.groverahuja.com

E mail: info@groverahuja.in



GROVER AHUJA & ASSOCIATES

Company Secretaries

Combined Results of the votes (Electronic and Physical)

Annexure

1. Adoption of Consolidated/ Standalone Audited Financial Statements for the financial year ended on 31st March, 2018

Resolution Required: (Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter group/ are interested in the agenda/ resolution:				No				
Category	Mode of voting	No. of shares held	No. of votes polled*	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting Poll Sub- Total	531400	0	0	0	0	0	0
			531400	100	531400	0	100	0
			531400	100	531400	0	100	0
Public- Institutions	E-Voting Poll Sub- Total	0	0	0	0	0	0	0
			0	0	0	0	0	0
			0	0	0	0	0	0
Public- Non Institutions	E-Voting Poll Sub- Total	468600	92400	19.71	92400	0	100	0
			55600	11.86	55600	0	100	0
			148000	31.58	148000	0	100	0
TOTAL		1000000	679400	67.94	679400	0	100	0

Note: No. of votes polled does not include 'no. of votes invalid' and 'no. of votes abstained'.

5-27



5-27



Head Off: D-176, Lower Ground Floor, Defence Colony, New Delhi-110024,

Ph: 41633301, 011-46772201-07

Branch Off: 119, First Floor, Deepshikha Building, Rajendra Palace, Delhi-110008 Mumbai Office: 63, Rajgir Chambers, 7th Floor, Shaheed Bhagat Singh Marg, New Delhi-110024

Old Customs House, Mumbai

Web Site: www.groverahuja.com;

E-mail: info@groverahuja.in

2. Appointment of Ms. Manushree Agarwal (DIN No: 06620217), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and offers herself for re-appointment.

Resolution Required: (Ordinary/Special)		Ordinary Resolution						
Whether promoter/ promoter group/ are interested in the agenda/ resolution:		Yes						
Category	Mode of voting	No. of shares held	No. of votes polled*	% of votes polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	[(4)/(2)]*100	[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	531400	0	0	0	0	0	0
	Poll		531400	100	531400	0	100	0
	Sub- Total		531400	100	531400	0	100	0
Public- Institutions	E-Voting		0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Sub- Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting		92400	19.71	92400	0	0	0
	Poll	468600	55600	11.86	55600	0	100	0
	Sub- Total		148000	31.58	148000	0	100	0
TOTAL		1000000	679400	67.94	679400	0	100	0

Note: No. of votes polled does not include votes of promoters and promoter group.

Note: No. of votes polled does not include 'no. of votes invalid' and 'no. of votes abstained'.

CONCLUSION: All the ORDINARY RESOLUTIONS as per the Notice convening the Annual General Meeting have been CARRIED WITH REQUISITE MAJORITY.



Head Office: D-176, Lower Ground Floor, Defence Colony, New Delhi-110024.

Ph: 41633301, 011-46772201-07

Branch Office: 119, First Floor, Deepshikha Building, Rajendra Palace, Delhi-110008 Mumbai Office: 63, Rajgir Chambers, 7th Floor, Shaheed Bhagat Singh

Old Customs House, Mumbai

Web Site: www.groverahuja.com

E mail: info@groverahuja.in





KALYANI COMMERCIALS LIMITED

Regd off: BG-223, Sanjay Gandhi Transport Nagar, GT Karnal Road, Delhi-110042

CIN: L65923DL1985PLC021453

E-mail: kalyanicommercialslimited@gmail.com

Website-www.kalyanicommercialsltd.com

Ph. 011- 43063223, 011-47060223

Voting Results

(Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

Name of the Company	Kalyani Commercial Limited
Date of the Annual General Meeting (AGM)	6 th August, 2018
Total number of shareholders on record date (Cut-off date - 31 st July, 2018)	494
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	4
Public:	490
No. of shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	0
Public:	0

1. Adoption of Consolidated/ Standalone Audited Financial Statements for the financial year ended on 31st March, 2018

Resolution Required: (Ordinary/Special)			Ordinary Resolution					
Whether promoter/ promoter group/ are interested in the agenda/ resolution:			No					
Category	Mode of voting	No. of shares held	No. of votes polled*	% of votes polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0	0	0	0	
	Poll	531400	531400	100	531400	0	100	
	Sub- Total		531400	100	531400	0	100	
Public- Institutions	E-Voting		0	0	0	0	0	
	Poll	0	0	0	0	0	0	
	Sub- Total		0	0	0	0	0	
Public- Non Institutions	E-Voting		92400	19.71	92400	0	100	
	Poll	468600	55600	11.86	55600	0	100	
	Sub- Total		148000	31.58	148000	0	100	
TOTAL		1000000	679400	67.94	679400	0	100	

Note: No. of votes polled does not include 'no. of votes invalid' and 'no. of votes abstained'.



KALYANI COMMERCIALS LIMITED

Regd off: BG-223, Sanjay Gandhi Transport Nagar, GT Karnal Road, Delhi-110042
 CIN: L65923DL1985PLC021453
 E-mail: kalyanicommercialslimited@gmail.com
 Website: www.kalyanicommercialsltd.com
 Ph. 011- 43063223, 011-47060223

2. Appointment of Ms. Manushree Agarwal (DIN No: 06620217), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and off herself for re-appointment.

Resolution Required: (Ordinary/Special)					Ordinary Resolution			
Whether promoter/ promoter group/ are interested in the agenda/ resolution:					Yes			
Category	Mode of voting	No. of shares held	No. of votes polled*	% of votes polled on outstanding shares	No. of Votes - in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting	531400	0	0	0	0	0	0
	Poll		531400	100	531400	0	100	0
Public- Institutions	Sub- Total		531400	100	531400	0	100	0
	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
Public- Non Institutions	Sub- Total		0	0	0	0	0	0
	E-Voting	468600	92400	19.71	92400	0	0	0
	Poll		55600	11.86	55600	0	100	0
TOTAL	Sub- Total	1000000	148000	31.58	148000	0	100	0
Note: No. of votes polled does not include 'no. of votes invalid' and 'no. of votes abstained'.					67.94	0	100	0

CONCLUSION: All the **ORDINARY RESOLUTIONS** as per the Notice convening the Annual General Meeting have been **CARRIED WITH REQUISITE MAJORITY**.
 Notice convening the Annual General Meeting has been **CARRIED WITH REQUISITE MAJORITY**.

ON BEHALF OF THE BOARD
 For KALYANI COMMERCIALS LIMITED


 Vikramjit Singh
 (Company Secretary)

Address: BG-223, Sanjay Gandhi Transport Nagar
 GT Karnal Road, New Delhi- 110 042