

KDDL Limited

Kamla Centre, SCO 88-89, Sector 8-C, Chandigarh - 160 009, INDIA. Tel: +91 172 2548223/24, 2544378/79
Fax: +91 172 2548302, Website:www.kddl.com CIN-L33302HP1981PLC008123



Ref : KDDL/CS/2020-21/50

Date : 25th September, 2020

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra,
Mumbai - 400 051

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001

Trading Symbol : KDDL

Scrip Code : 532054

Subject: Voting Results – Consolidated Scrutinizer Report

Dear Sir/ Madam,

Pursuant to regulation 44 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform you that the resolutions mentioned in the notice convening 40th Annual General Meeting have been passed by the members of the Company with the requisite majority in 40th Annual General Meeting of the Company held on 23rd September 2020.

In this regard, please find enclosed voting results and consolidated scrutinizer report.

Kindly take the same on record.

Thanking you,

Yours truly

For KDDL Limited

Brahm Prakash Kumar
Company Secretary

AJAY K. ARORA
LL.B., FCS, IP

GST : 04ADSPA8498H1Z3

A. ARORA & CO.

Company Secretaries
&
Insolvency Professional

S.C.O. 64-65, 1ST FLOOR,
SECTOR 17-A, MADHYA MARG,
CHANDIGARH-160 017
Ph.: (O) 2701906
MOBILE : 98140-06492
E-MAIL : ajaykcs@gmail.com

Consolidated Report of Scrutinizer

[Pursuant to section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman,
KDDL Limited

40th Annual General Meeting of the Equity Shareholders of KDDL Limited held on Wednesday, the 23rd September, 2020 at 4.00 P.M at through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

Dear Sir,

1. I, Ajay Kumar Arora, Practicing Company Secretary, at S.C.O. 64-65, 1st Floor, Sector 17 A, Madhya Marg, Chandigarh was appointed as Scrutinizer by the Board of Directors of **KDDL Limited** (the Company) for the purpose of scrutinizing the e-voting process (remote e-voting) and e-voting during the meeting pursuant to section 108 of the Companies Act, 2013 read with rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, as amended, in respect of the below mentioned resolutions proposed at the 40th Annual General Meeting of the Equity Shareholders of KDDL Limited held on Wednesday, the 23rd September, 2020 at 4.00 P.M. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).
2. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and voting during the meeting by the shareholders on the resolutions proposed in the Notice of the 40th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through e-voting process (remote e-voting) and e-voting during the meeting are conducted in a fair and transparent manner and render a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or Company Secretary on the resolutions, based on the reports generated from the electronic voting system provided by Central Depository Securities Limited (CDSL).



3. The Company had arranged the services of CDSL for extending the facility of remote e-voting to the Members of the Company from 19th September, 2020 (from 10.00 A.M.) to 22nd September, 2020 (upto 5.00 P.M.). The remote e-voting and e-voting during meeting results were unblocked by me on 23rd September, 2020 in the presence of two witnesses.
4. At the 40th AGM of the Company held on 23rd September, 2020, the Chairman announced the facility of E-voting during the meeting for the members who have not cast their vote previously through remote e-voting and are attending the Meeting through video conferencing.
5. The e-voting cast by the institutional shareholders who have not provided the related scanned copy of the relevant Board Resolution / Authority Letter, wherever applicable to the Scrutinizer for exercising their votes have been considered as invalid.

The consolidated results of voting are as under:

ORDINARY BUSINESS:

(1) As an Ordinary Resolution-Item no. 1

To receive, consider and adopt the Audited Financial Statements of the Company (Standalone as well as Consolidated) for the financial year ended 31 March, 2020, the reports of the Board of Directors and Auditors thereon.

| Particulars | Consolidated Details of Valid Votes | | Votes Cast in Favour | | Votes Cast Against | | Invalid Votes | |
|------------------------|-------------------------------------|---------------------------------|----------------------|----------------------|--------------------|----------------------|----------------|----------------------|
| | Total No. of Members | Total No. of shares/ votes held | No. of Members | No. of shares/ Votes | No. of Members | No. of shares/ Votes | No. of Members | No. of shares/ Votes |
| Detail of voting | 63 | 5952244 | 62 | 5952239 | 1 | 5 | 1 | 123306 |
| % to total valid votes | | | | 100% | | 0 | | |

(2) As an Ordinary Resolution-Item no. 2

To confirm the payment of Interim Dividend of Rs. 2/- per equity share of face value of Rs. 10 each, for the financial year 2019-20

| Particulars | Consolidated Details of Valid Votes | | Votes Cast in Favour | | Votes Cast Against | | Invalid Votes | |
|------------------------|-------------------------------------|---------------------------------|----------------------|----------------------|--------------------|----------------------|----------------|----------------------|
| | Total No. of Members | Total No. of shares/ votes held | No. of Members | No. of shares/ Votes | No. of Members | No. of shares/ Votes | No. of Members | No. of shares/ Votes |
| Detail of voting | 63 | 5952244 | 62 | 5952239 | 1 | 5 | 1 | 123306 |
| % to total valid votes | | | | 100% | | 0 | | |



(3) As an Ordinary Resolution-Item no. 3

To re- appoint Mr. Vishal Satinder Sood (DIN :01780814), who retires by rotation at this Annual General Meeting and, being eligible, offers himself for re-appointment.

| Particulars | Consolidated Details of Valid Votes | | Votes Cast in Favour | | Votes Cast Against | | Invalid Votes | |
|------------------------|-------------------------------------|---------------------------------|----------------------|----------------------|--------------------|----------------------|----------------|----------------------|
| | Total No. of Members | Total No. of shares/ votes held | No. of Members | No. of shares/ Votes | No. of Members | No. of shares/ Votes | No. of Members | No. of shares/ Votes |
| Detail of voting | 63 | 5952244 | 61 | 5952189 | 2 | 55 | 1 | 123306 |
| % to total valid votes | | | | 100% | | 0 | | |

SPECIAL BUSINESS:

(4) As an Ordinary Resolution-Item no. 4

Authorization for borrowings by way of unsecured fixed deposits from the shareholders of the Company.

| Particulars | Consolidated Details of Valid Votes | | Votes Cast in Favour | | Votes Cast Against | | Invalid Votes | |
|------------------------|-------------------------------------|---------------------------------|----------------------|----------------------|--------------------|----------------------|----------------|----------------------|
| | Total No. of Members | Total No. of shares/ votes held | No. of Members | No. of shares/ Votes | No. of Members | No. of shares/ Votes | No. of Members | No. of shares/ Votes |
| Detail of voting | 63 | 5952244 | 61 | 5952189 | 2 | 55 | 1 | 123306 |
| % to total valid votes | | | | 100% | | 0 | | |

(5) As a Special Resolution-Item no. 5

Re-appointment of Mr. Yashovardhan Saboo (DIN: 00012158) as Chairman and Managing Director of the Company.

| Particulars | Consolidated Details of Valid Votes | | Votes Cast in Favour | | Votes Cast Against | | Invalid Votes | |
|------------------------|-------------------------------------|---------------------------------|----------------------|----------------------|--------------------|----------------------|----------------|----------------------|
| | Total No. of Members | Total No. of shares/ votes held | No. of Members | No. of shares/ Votes | No. of Members | No. of shares/ Votes | No. of Members | No. of shares/ Votes |
| Detail of voting | 63 | 5952244 | 61 | 5952189 | 2 | 55 | 1 | 123306 |
| % to total valid votes | | | | 100% | | 0 | | |



(6) As a Special Resolution-Item no. 6

Re-appointment of Mr. Praveen Gupta (DIN: 01885287) as an Independent Director of the Company.

| Particulars | Consolidated Details of Valid Votes | | Votes Cast in Favour | | Votes Cast Against | | Invalid Votes | |
|------------------------|-------------------------------------|---------------------------------|----------------------|----------------------|--------------------|----------------------|----------------|----------------------|
| | Total No. of Members | Total No. of shares/ votes held | No. of Members | No. of shares/ Votes | No. of Members | No. of shares/ Votes | No. of Members | No. of shares/ Votes |
| Detail of voting | 63 | 5952244 | 61 | 5952189 | 2 | 55 | 1 | 123306 |
| % to total valid votes | | | | 100% | | 0 | | |

(7) As an Ordinary Resolution-Item no. 7

Approval of Material Related Party Transactions.

| Particulars | Consolidated Details of Valid Votes | | Votes Cast in Favour | | Votes Cast Against | | Invalid Votes | |
|------------------------|-------------------------------------|---------------------------------|----------------------|----------------------|--------------------|----------------------|----------------|----------------------|
| | Total No. of Members | Total No. of shares/ votes held | No. of Members | No. of shares/ Votes | No. of Members | No. of shares/ Votes | No. of Members | No. of shares/ Votes |
| Detail of voting | 63 | 5952244 | 61 | 5952189 | 2 | 55 | 1 | 123306 |
| % to total valid votes | | | | 100% | | 0 | | |

(8) As a Special Resolution-Item no. 8

Increase in Authorized Share Capital of the Company and consequent alteration in clause V of Memorandum of Association.

| Particulars | Consolidated Details of Valid Votes | | Votes Cast in Favour | | Votes Cast Against | | Invalid Votes | |
|------------------------|-------------------------------------|---------------------------------|----------------------|----------------------|--------------------|----------------------|----------------|----------------------|
| | Total No. of Members | Total No. of shares/ votes held | No. of Members | No. of shares/ Votes | No. of Members | No. of shares/ Votes | No. of Members | No. of shares/ Votes |
| Detail of voting | 63 | 5952244 | 61 | 5952189 | 2 | 55 | 1 | 123306 |
| % to total valid votes | | | | 100% | | 0 | | |

(9) As an Ordinary Resolution-Item no. 9

Ratification of Remuneration to Cost Auditor for the financial year 2019-20.

| Particulars | Consolidated Details of Valid Votes | | Votes Cast in Favour | | Votes Cast Against | | Invalid Votes | |
|------------------------|-------------------------------------|---------------------------------|----------------------|----------------------|--------------------|----------------------|----------------|----------------------|
| | Total No. of Members | Total No. of shares/ votes held | No. of Members | No. of shares/ Votes | No. of Members | No. of shares/ Votes | No. of Members | No. of shares/ Votes |
| Detail of voting | 63 | 5952244 | 61 | 5952189 | 2 | 55 | 1 | 123306 |
| % to total valid votes | | | | 100% | | 0 | | |



(10) As an Ordinary Resolution-Item no. 10

Ratification of Remuneration to Cost Auditor for the financial year 2020-21

| Particulars | Consolidated Details of Valid Votes | | Votes Cast in Favour | | Votes Cast Against | | Invalid Votes | |
|------------------------|-------------------------------------|---------------------------------|----------------------|----------------------|--------------------|----------------------|----------------|----------------------|
| | Total No. of Members | Total No. of shares/ votes held | No. of Members | No. of shares/ Votes | No. of Members | No. of shares/ Votes | No. of Members | No. of shares/ Votes |
| Detail of voting | 63 | 5952244 | 61 | 5952189 | 2 | 55 | 1 | 123306 |
| % to total valid votes | | | | 100% | | 0 | | |

Based upon the above details of votes cast, the Chairman/ Company Secretary may declare the result.

7. I hereby confirm that the electronic data, and all other relevant records related to remote e-voting and e-voting during the meeting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman consider, approves and signs the minutes of the AGM.

Thanking you,
Yours Sincerely,

Ajay K Arora
Company Secretary in Practice
CP No. 993
FCS No. 2191
Date: 24.09.2020
Place : Chandigarh
UDIN:F002191B000767725

Note: This report is based on the votes casted in through remote E-Voting and Poll. The applicability of the provisions of Section 188 and rules made thereunder regarding the non-voting by the interested parties on the resolutions covered in the Notice, if any, have not been taken into account while compiling this report. The management may declare the result after taking into consideration the applicability of provisions of Section 188.