

KDDL Limited

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Ref: KDDL/CS/2021-22/89

Date: 19th January, 2022

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: Consolidated Report of Scrutinizer on voting results of Extra Ordinary General Meeting (EGM) of the Company held on Tuesday, 18th January, 2022

Dear Sir/ Madam,

We are enclosing herewith consolidated report of Scrutinizer on voting results of Extra Ordinary General Meeting (EGM) of the Company held on Tuesday, 18th January, 2022 through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

Please take the above information 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,
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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

Extra Ordinary General Meeting of the Equity Shareholders of KDDL Limited held on Tuesday, the 18th January, 2022 at 9.30 A.M. 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 remote e-voting and e-voting during the meeting process 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 Extra Ordinary General Meeting (EOGM) of the Equity Shareholders of KDDL Limited held on 18th January, 2022 at 9.30 A.M. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).
2. The notice dated 27th December, 2021, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions proposed at the Meeting of the Company through electronic mode to those Members whose email addresses are registered with the Company/Depositories, in compliance with the Ministry of Corporate Affairs' Circulars dated 8th April, 2020, 13th April, 2020, and 23rd June, 2021 (collectively referred to as "MCA Circulars") and SEBI Circular dated 12th May, 2020 and 15th January, 2021.
3. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through remote e-voting and e-voting during the meeting the shareholders on the resolutions proposed in the Notice of the Extra Ordinary 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 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 on the



resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL).

4. The Company had arranged the services of NSDL for extending the facility of remote e-voting to the Members of the Company from 14th January, 2022 (from 10.00 A.M.) to 17th January, 2022 (upto 5.00 P.M.). The e-voting results were unblocked by me on 18th January, 2022 in the presence of two witnesses.
5. During the EOGM of the Company held on 18th January, 2022, 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.

The consolidated results of voting are as under:

SPECIAL BUSINESS:

(1) As a Special Resolution- Item no. 1

To approve the change in Share Capital of Ethos Limited, a material subsidiary 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/V otes	No. of Members	No. of shares/Vot es
Detail of voting	67	9043410	65	9043108	2	302	-	--
% to total valid votes				99.997%		0.003%		

Resolution has requisite majority.

(2) As a Special Resolution- Item no. 2

To approve the alteration in Main Objects Clause of the Memorandum of Association of Ethos Limited

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/V otes	No. of Members	No. of shares/Vot es
Detail of voting	67	9043410	66	9043408	1	2	-	--
% to total valid votes				99.999%		0.001%		

Resolution has requisite majority.



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

To approve the offer to sell the trademarks belonging to KDDL Limited for the retail business

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/V otes	No. of Members	No. of shares/Votes
Detail of voting	66	9043385	64	9043083	2	302	-	--
% to total valid votes				99.997%		0.003%		

Resolution has requisite majority.

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

6. I hereby confirm that the electronic data, registers 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 EOGM.

Thanking you,

Yours Sincerely,

Ajay K Arora
Company Secretary in Practice
CP No. 993
FCS No. 2191
Date: 18.01.2022
Place : Chandigarh
UDIN: F002191C002201291

Note: This report is based on the votes casted in through remote E-Voting and e-voting at the EoGM. 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.