



KALYANI COMMERCIALS LIMITED

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

CIN: L51909DL1985PLC021453

E-mail: kalyanicommercialslimited@gmail.com

Website: www.kalyanicommercialsLtd.com

Ph.: 011- 43063223, 011-47060223

September 2, 2017

To,
National Stock Exchange of India Limited
Exchange Plaza, C - 1, Block - G
Bandra Kurla Complex, Bandra
Mumbai - 400051

Scrip Code: KALYANI

Sub: Submission of Voting Results & Scrutinizer Report of 32nd Annual General Meeting of Kalyani Commercials Limited held on September 1, 2017

Dear Sir,

Pursuant to applicable provisions of Companies Act 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the 32nd AGM of Kalyani Commercials Limited (the Company) was held on Friday, September 1, 2017 at 9:00 A.M at BG-223, Sanjay Gandhi Transport Nagar, GT Karnal Road, New Delhi-110 042.

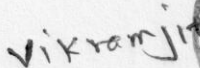
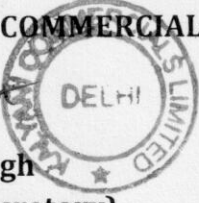
All the proposed resolutions as set out in the AGM Notice were passed with the requisite majority. In this regard, we enclose herewith:

- i. Details regarding the Voting Results as required under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- ii. Scrutinizer Report on remote e-voting and poll conducted at the AGM pursuant to sec 108 of the Companies Act, 2013 read with rules made thereunder.

You are requested to kindly take the same into your records and oblige.

Thanking you.

For KALYANI COMMERCIALS LIMITED



Vikramjit Singh
(Company Secretary)

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

Encl: as above



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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 AGM	1 st September, 2017
Total number of shareholders on record date (Cut-off date - 26th August, 2017)	494
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	4
Public:	22
No. of shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	0
Public:	0

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2017 and the Reports of the Board of Director's and Auditor's thereon.

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	(4)	No. of Votes - against	(5)	% of Votes in favour on votes polled (6)= [(4)/{(2)}]*100	(7)= [(5)/{(2)}]*100
Promoter and Promoter Group	E-Voting	531400	0	0	0	0	0	0	0	0
	Poll		531400	100	531400	0	100	0		
	Sub- Total		531400	100	531400	0	100	0		
	E-Voting		0	0	0	0	0	0		
Public- Institutions	Poll	0	0	0	0	0	0	0	0	0
	Sub- Total		0	0	0	0	0	0		
	E-Voting		111800	23.86	111800	0	100	0		
	Poll		66900	14.28	66900	0	100	0		
Public- Non Institutions	Sub- Total	468600	178700	38.14	178700	0	100	0	0	
TOTAL		1000000	710100	71.01	710100	0	100	0	0	

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

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2. To appoint a Director in place of Mr. Nitesh Gupta (DIN: 02768050), who retires by rotation and being eligible, offers himself for appointment.

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 (4)	No. of Votes - against (5)	% 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	531400	0	0	0	0	0	0	0	0
	Poll		531400	100	531400	0	100	0	0	0
	Sub-Total		531400	100	531400	0	100	0	0	0
Public- Institutions	E-Voting	468600	0	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	0	0
	Sub-Total		0	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	111800	111800	23.86	111800	0	100	0	0	0
	Poll		66900	14.28	66900	0	100	0	0	0
	Sub-Total		178700	38.14	178700	0	100	0	0	0
TOTAL		1000000	710100	71.01	710100	0	100	0	0	0

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

3. To re-appoint M/s. M.C. Bhandari & Co, Chartered Accountants as the statutory auditors of the Company for a period of five years.

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 (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100		
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100		



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Promoter and Promoter Group	E-Voting								
	Poll	531400	0	0	0	0	0	0	0
Public- Institutions	Sub- Total	531400	100	531400	0	100	0	100	0
	E-Voting	0	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0	0
	Sub- Total	0	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	468600	111800	23.86	111800	0	100	0	0
	Poll	66900	14.28	66900	0	100	0	100	0
	Sub- Total	178700	38.14	178700	0	100	0	100	0
	Sub- Total	1000000	710100	71.01	710100	0	100	0	0
TOTAL									

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

4. Re-appointment of Mr. Shankar Lal Agarwal (DIN: 01341114) as Managing Director of the Company for the period of five years, whose office shall not be liable to be retire by rotation.

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 (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		0	0	0	0	0	0
	Poll	531400	531400	100	531400	0	100	0
	Total	531400	531400	100	531400	0	100	0
	E-Voting		0	0	0	0	0	0
Public- Institutions	Poll		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
	E-Voting		111800	23.86	111800	0	100	0
	Poll		66900	14.28	66900	0	100	0
Public- Non Institutions	Total	468600	178700	38.14	178700	0	100	0
	E-Voting		111800	23.86	111800	0	100	0
	Poll		66900	14.28	66900	0	100	0
	Total	1000000	710100	71.01	710100	0	100	0
TOTAL								

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



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5. Re-appointment of Mr. Sourabh Agarwal (DIN: 02168346) as Whole Time Director of the Company, for the period of five years, whose office shall be liable to be retire by rotation.

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 (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		(1)	(2)		(4)	(5)		
	E-Voting		0	0	0	0	0	0
	Poll	531400	531400	100	531400	0	100	0
	Total	531400	531400	100	531400	0	100	0
Public- Institutions	E-Voting		0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
	E-Voting		111800	23.86	111800	0	100	0
Public- Non Institutions	Poll	468600	66900	14.28	66900	0	100	0
	Total	468600	178700	38.14	178700	0	100	0
	TOTAL	1000000	710100	71.01	710100	0	100	0

*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.**

On behalf of the Board
For KALYANI COMMERCIALS LIMITED

Sourabh Agarwal
Whole Time Director
DIN: 02168346



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



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 Commercials Limited
BG - 223, Sanjay Gandhi Transport Nagar,
G. T. Karnal Road, New Delhi - 110 042.

Subject: Report on resolution(s) passed through poll conducted at 32nd Annual General Meeting (AGM) and remote E-voting of Kalyani Commercials Limited held on 1st September, 2017 at 9:00 A.M. at registered office of the Company.

Dear Sir,

I, Jayanti Sharma, on behalf of, M/s Grover Ahuja and Associates, Practicing Company Secretaries, have been appointed as the Scrutinizer by the Board of Directors of Kalyani Commercials Limited vide resolution dated 4th August, 2017 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 28th August, 2017 commenced from 09:00 A.M. to 31st August, 2017 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.

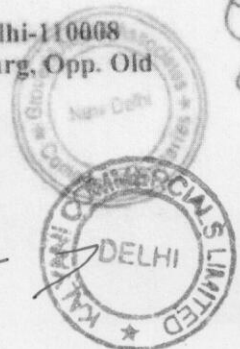
My responsibility as a scrutinizer is restricted to making a Scrutinizer's report of the votes cast by the members for the resolutions contained in the Notice dated 4th August, 2017, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency engaged by the Company to provide e-Voting facilities and scrutiny of the ballot process held on 1st September, 2017 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. 26th August, 2017) as mentioned in the Notice and Publication in the news paper.

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

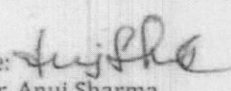
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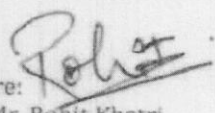
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Kalyani Commercials Limited

The e-votes cast were unblocked on Friday, 1st September, 2017 in the presence of 2 witnesses, Mr. Anuj Sharma and Mr. Rohit Khatri, 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: Mr. Anuj Sharma

Signature: 
Name: Mr. Rohit Khatri

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 Audited Financial Statements for the financial year ended on 31st March, 2017:

i. Voted in favour of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
49	710100	100

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

To appoint a Director in place of Mr. Nitesh Gupta (DIN: 02768050), who retires by rotation and being eligible, offers himself for 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
49	710100	100

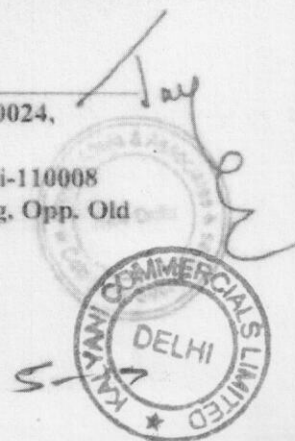
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Kalyani Commercials Limited

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. 3: Ordinary Resolution

To re-appoint M/s. M.C. Bhandari & Co., Chartered Accountants as the Statutory Auditors of the Company for a period of five years.

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
49	710100	100

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. 4: Ordinary Resolution

Re-appointment of Mr. Shankar Lal Agarwal (DIN: 01341114) as Managing Director of the Company for the period of five years, whose office shall not be liable to be retire by rotation.

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
49	710100	100

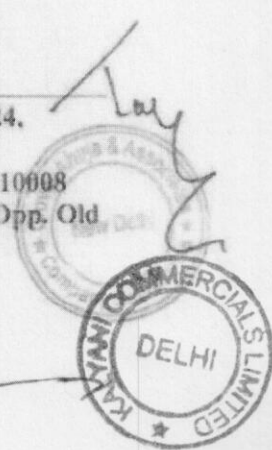
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Kalyani Commercials Limited

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. 5: Ordinary Resolution

Re-appointment of Mr. Sourabh Agarwal (DIN: 02168346) as Whole Time Director of the Company, for the period of five years, whose office shall be liable to be retire by rotation.

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
49	710100	100

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

All 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.

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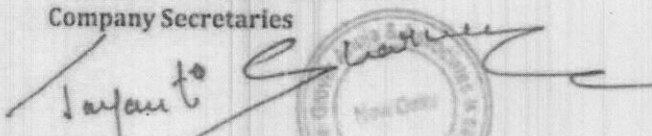


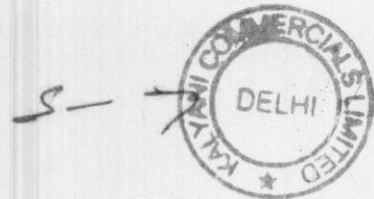
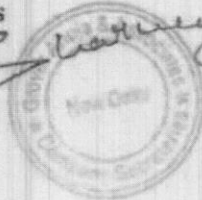
Kalyani Commercials Limited

I pay my sincere thanks to the management of the Company for giving me the opportunity to act 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: 1st September, 2017
Place: New Delhi

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GROVER AHUJA & ASSOCIATES

Company Secretaries

Combined Results of the votes (Electronic and Physical)

Annexure

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2017 and the Reports of the Board of Directors and Auditors thereon.

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
		(1)	(2)		(4)	(5)		
Promoter and Promoter Group	E-Voting		0	0	0	0	0	0
	Poll	531400	531400	100	531400	0	100	0
	Sub- Total		531400	100	531400	0	100	0
	E-Voting		0	0	0	0	0	0
Public- Institutions	Poll	0	0	0	0	0	0	0
	Sub- Total		0	0	0	0	0	0
	E-Voting		111800	23.86	111800	0	100	0
Public- Non Institutions	Poll	468600	66900	14.28	66900	0	100	0
	Sub- Total		178700	38.14	178700	0	100	0
TOTAL		1000000	710100	71.01	710100	0	100	0

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

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2. To appoint a Director in place of Mr. Nitesh Gupta (DIN: 02768050), who retires by rotation and being eligible, offers himself for appointment.

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		0	0	0	0	0	0
	Poll	531400	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
	Sub-Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting		0	0	0	0	0	0
	Poll	468600	111800	23.86	111800	0	100	0
	Sub-Total		66900	14.28	66900	0	100	0
TOTAL			178700	38.14	178700	0	100	0
			710100	71.01	710100	0	100	0

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3. To re-appoint M/s. M.C. Bhandari & Co., Chartered Accountants as the statutory auditors of the Company for a period of five years.

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		0	0	0	0	0	0
	Poll	531400	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		111800	23.86	111800	0	100	0
	Poll	468600	66900	14.28	66900	0	100	0
	Sub- Total		178700	38.14	178700	0	100	0
TOTAL		1000000	710100	71.01	710100	0	100	0

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

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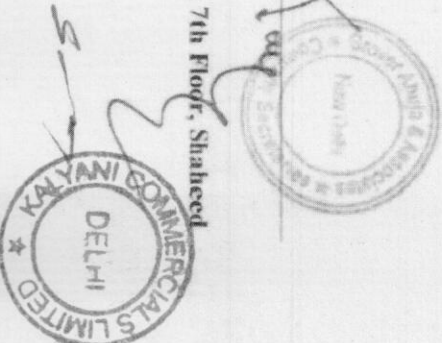
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4. Re-appointment of Mr. Shankar Lal Agarwal (DIN: 01341114) as Managing Director of the Company for the period of five years, whose office shall not be liable to be retire by rotation.

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 (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		0	0	0	0	0	0
	Poll	531400	531400	100	531400	0	100	0
	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
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting		111800	23.86	111800	0	100	0
	Poll	468600	66900	14.34	66900	0	100	0
	Total		178700	38.14	178700	0	100	0
TOTAL		1000000	710100	71.01	710100	0	100	0

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

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5. Re-appointment of Mr. Sourabh Agarwal (DIN: 02168316) as Whole Time Director of the Company, for the period of five years, whose office shall be liable to be retire by rotation.

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 (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		0	0	0	0	0	0
	Poll	531400	531400	100	531400	0	100	0
	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
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting		111800	23.86	111800	0	100	0
	Poll	468600	66900	14.28	66900	0	100	0
	Total		178700	38.14	178700	0	100	0
TOTAL		1000000	710100	71.01	710100	0	100	0

* 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.**

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