

# **BHANDARI & ASSOCIATES**

Company Secretaries

901, Kamla Executive Park, Off. Andheri Kurla Road,  
J. B. Nagar, Andheri East, Mumbai- 400 059  
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## **Consolidated Scrutinizer Report for Remote E-voting & Ballot-Voting**

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

To,  
The Chairman of 32<sup>nd</sup> Annual General Meeting of  
Kabra Extrusiontechnik Limited  
(CIN: L28900MH1982PLC028535)  
Kolsite House, off Veera Desai Road,  
Andheri (west)  
Mumbai - 400 053

Dear Sir,

I, S.N. Bhandari, a Company Secretary in Practice, have been appointed as a Scrutinizer by the Board of Directors of M/s. Kabra Extrusiontechnik Limited ("the Company") for the purpose of scrutinizing the voting by electronic means ("remote e-Voting") and through the Ballot-Voting at Annual General Meeting Venue carried by the Company pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rule, 2014 ("Rule") as amended, on the resolutions contained in the notice to the 32<sup>nd</sup> Annual General Meeting (AGM) of the members of the Company, held on August 27, 2015 at Hotel Karl Residency, 36, Lallubhai Park Road, Next to Lallubhai Park, Andheri (West), Mumbai - 400 058.

My Responsibility as a scrutinizer for the voting process is restricted to preparing a Scrutinizer Report of the votes cast "in favour" or "against" on the resolution(s) based on the report generated from the e-voting system provided by the Central Depository Services (India) Limited ("CDSL") and on the ballot-voting done by the Shareholders of the company in the AGM.



**B&A**

- (i) The Company has entered into an arrangement with CDSL, duly engaged by the company to provide electronic voting facilities to all the shareholders who were eligible to participate in the remote e-voting. The Company has also provided the Ballot-voting facility at the AGM venue for all those shareholders who are present at the AGM and who have not cast their votes by availing the remote e-voting facilities.
- (ii) The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper "The Financial Express" of wide circulation on 03-August-2015 and a vernacular newspaper "Loksatta" on the 03-August-2015.
- (iii) The cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was Thursday, August 20, 2015.
- (iv) As prescribed in the Rule, remote e-voting facility was kept open for three days from Monday, August 24, 2015, 10.00 am (IST) till Wednesday, August 26, 2015, 5.00 pm (IST).
- (v) At the end of remote e-voting period on Wednesday, August 26, 2015 voting portal of CDSL was blocked forthwith.
- (vi) After the time fixed for closing of the ballot voting by the Chairman, ballot box kept for voting was locked in my presence with due identification marks placed by me.
- (vii) On Thursday, August 27, 2015 after the conclusion of AGM, the Ballot voting papers were counted and diligently scrutinized. The ballot papers were reconciled with records maintained by the Registrar and Transfer Agents of the Company, thereafter the votes cast through remote e-voting process were unblocked by me in the presence of witness: - Ms. Sonali Pawasakar and Ms. Rajni Sharma.
- (viii) I have scrutinized and verified the remote e-voting votes based on the data generated from CDSL e-voting portal.

I now submit my consolidated report on result of the remote e-voting and Ballot-voting at the AGM in respect of said resolutions is as under:



Item No. 1: As an Ordinary Resolution

To consider and adopt the audited financial statements of the Company for the year ended March 31, 2015, the Reports of the Board of Directors and Auditors thereon.

(i) Voted **in favour** of the resolution:

| Mode of voting                | Number of Members voted (in person or by proxy) | Number of votes cast by Members | % of total number of valid votes cast |
|-------------------------------|-------------------------------------------------|---------------------------------|---------------------------------------|
| Through Ballot -voting at AGM | 33                                              | 4,483,280                       | 100.00                                |
| Through remote e-voting       | 29                                              | 17,933,405                      | 100.00                                |
| Total                         | 62                                              | 22,416,685                      | 100.00                                |

(ii) Voted **against** the resolution:

| Mode of voting                | Number of Members voted (in person or by proxy) | Number of votes cast by Members | % of total number of valid votes cast |
|-------------------------------|-------------------------------------------------|---------------------------------|---------------------------------------|
| Through Ballot -voting at AGM | NIL                                             | NIL                             | NIL                                   |
| Through remote e-voting       | NIL                                             | NIL                             | NIL                                   |
| Total                         | NIL                                             | NIL                             | NIL                                   |

(iii) Votes Invalid:

| Mode of voting                | Number of Members voted (in person or by proxy) | Number of votes cast by Members |
|-------------------------------|-------------------------------------------------|---------------------------------|
| Through Ballot -voting at AGM | NIL                                             | NIL                             |
| Through remote e-voting       | NIL                                             | NIL                             |
| Total                         | NIL                                             | NIL                             |



Item No. 2: As an Ordinary Resolution

To declare a dividend on Equity Shares;

(i) Voted **in favour** of the resolution:

| Mode of voting                | Number of Members voted (in person or by proxy) | Number of votes cast by Members | % of total number of valid votes cast |
|-------------------------------|-------------------------------------------------|---------------------------------|---------------------------------------|
| Through Ballot -voting at AGM | 33                                              | 4,483,280                       | 100.00                                |
| Through remote e-voting       | 29                                              | 17,933,405                      | 100.00                                |
| Total                         | 62                                              | 22,416,685                      | 100.00                                |

(ii) Voted **against** the resolution:

| Mode of voting                | Number of Members voted (in person or by proxy) | Number of votes cast by Members | % of total number of valid votes cast |
|-------------------------------|-------------------------------------------------|---------------------------------|---------------------------------------|
| Through Ballot -voting at AGM | NIL                                             | NIL                             | NIL                                   |
| Through remote e-voting       | NIL                                             | NIL                             | NIL                                   |
| Total                         | NIL                                             | NIL                             | NIL                                   |

(iii) Votes Invalid:

| Mode of voting                | Number of Members voted (in person or by proxy) | Number of votes cast by Members |
|-------------------------------|-------------------------------------------------|---------------------------------|
| Through Ballot -voting at AGM | NIL                                             | NIL                             |
| Through remote e-voting       | NIL                                             | NIL                             |
| Total                         | NIL                                             | NIL                             |



Item No. 3: As an Ordinary Resolution

To appoint a Director in place of Shri Satyanarayan G. Kabra (DIN : 00015930), a Director, liable to retire by rotation in terms of Section 152 (6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.

(i) Voted **in favour** of the resolution:

| Mode of voting                | Number of Members voted (in person or by proxy) | Number of votes cast by Members | % of total number of valid votes cast |
|-------------------------------|-------------------------------------------------|---------------------------------|---------------------------------------|
| Through Ballot -voting at AGM | 33                                              | 4,483,280                       | 100.00                                |
| Through remote e-voting       | 29                                              | 17,933,405                      | 100.00                                |
| Total                         | 62                                              | 22,416,685                      | 100.00                                |

(ii) Voted **against** the resolution:

| Mode of voting                | Number of Members voted (in person or by proxy) | Number of votes cast by Members | % of total number of valid votes cast |
|-------------------------------|-------------------------------------------------|---------------------------------|---------------------------------------|
| Through Ballot -voting at AGM | NIL                                             | NIL                             | NIL                                   |
| Through remote e-voting       | NIL                                             | NIL                             | NIL                                   |
| Total                         | NIL                                             | NIL                             | NIL                                   |

(iii) Votes Invalid:

| Mode of voting                | Number of Members voted (in person or by proxy) | Number of votes cast by Members |
|-------------------------------|-------------------------------------------------|---------------------------------|
| Through Ballot -voting at AGM | NIL                                             | NIL                             |
| Through remote e-voting       | NIL                                             | NIL                             |
| Total                         | NIL                                             | NIL                             |



Item No. 4: As an Ordinary Resolution

To ratify the appointment of M/s. Kirtane & Pandit LLP (Previously known as Kirtane & Pandit) (Firm Registration No 105215W/ W100057), Chartered Accountants, to hold office from the conclusion of 31st AGM until the conclusion of the 36th AGM of the Company.

(i) Voted **in favour** of the resolution:

| Mode of voting               | Number of Members voted (in person or by proxy) | Number of votes cast by Members | % of total number of valid votes cast |
|------------------------------|-------------------------------------------------|---------------------------------|---------------------------------------|
| Through Ballot-voting at AGM | 33                                              | 4,483,280                       | 100.00                                |
| Through remote e-voting      | 29                                              | 17,933,405                      | 100.00                                |
| Total                        | 62                                              | 22,416,685                      | 100.00                                |

(ii) Voted **against** the resolution:

| Mode of voting                | Number of Members voted (in person or by proxy) | Number of votes cast by Members | % of total number of valid votes cast |
|-------------------------------|-------------------------------------------------|---------------------------------|---------------------------------------|
| Through Ballot -voting at AGM | NIL                                             | NIL                             | NIL                                   |
| Through remote e-voting       | NIL                                             | NIL                             | NIL                                   |
| Total                         | NIL                                             | NIL                             | NIL                                   |

(iii) Votes Invalid:

| Mode of voting                | Number of Members voted (in person or by proxy) | Number of votes cast by Members |
|-------------------------------|-------------------------------------------------|---------------------------------|
| Through Ballot -voting at AGM | NIL                                             | NIL                             |
| Through remote e-voting       | NIL                                             | NIL                             |
| Total                         | NIL                                             | NIL                             |



Item No. 5: As an Ordinary Resolution

To appoint Shri Bajrang Lal Bagra (DIN: 00090596) as an Independent Director of the Company.

(i) Voted **in favour** of the resolution:

| Mode of voting                | Number of Members voted (in person or by proxy) | Number of votes cast by Members | % of total number of valid votes cast |
|-------------------------------|-------------------------------------------------|---------------------------------|---------------------------------------|
| Through Ballot -voting at AGM | 33                                              | 4,483,280                       | 100.00                                |
| Through remote e-voting       | 29                                              | 17,933,405                      | 100.00                                |
| Total                         | 62                                              | 22,416,685                      | 100.00                                |

(ii) Voted **against** the resolution:

| Mode of voting                | Number of Members voted (in person or by proxy) | Number of votes cast by Members | % of total number of valid votes cast |
|-------------------------------|-------------------------------------------------|---------------------------------|---------------------------------------|
| Through Ballot -voting at AGM | NIL                                             | NIL                             | NIL                                   |
| Through remote e-voting       | NIL                                             | NIL                             | NIL                                   |
| Total                         | NIL                                             | NIL                             | NIL                                   |

(iii) Votes Invalid:

| Mode of voting                | Number of Members voted (in person or by proxy) | Number of votes cast by Members |
|-------------------------------|-------------------------------------------------|---------------------------------|
| Through Ballot -voting at AGM | NIL                                             | NIL                             |
| Through remote e-voting       | NIL                                             | NIL                             |
| Total                         | NIL                                             | NIL                             |



Item No. 6: As an Ordinary Resolution

To appoint Shri Varun Satyanarayan Kabra (DIN: 03376617), as a Director of the Company who will be liable to retire by rotation.

(i) Voted **in favour** of the resolution:

| Mode of voting                | Number of Members voted (in person or by proxy) | Number of votes cast by Members | % of total number of valid votes cast |
|-------------------------------|-------------------------------------------------|---------------------------------|---------------------------------------|
| Through Ballot -voting at AGM | 33                                              | 4,483,280                       | 100.00                                |
| Through remote e-voting       | 29                                              | 17,933,405                      | 100.00                                |
| Total                         | 62                                              | 22,416,685                      | 100.00                                |

(ii) Voted **against** the resolution:

| Mode of voting               | Number of Members voted (in person or by proxy) | Number of votes cast by Members | % of total number of valid votes cast |
|------------------------------|-------------------------------------------------|---------------------------------|---------------------------------------|
| Through Ballot-voting at AGM | NIL                                             | NIL                             | NIL                                   |
| Through remote e-voting      | NIL                                             | NIL                             | NIL                                   |
| Total                        | NIL                                             | NIL                             | NIL                                   |

(iii) Votes Invalid:

| Mode of voting                | Number of Members voted (in person or by proxy) | Number of votes cast by Members |
|-------------------------------|-------------------------------------------------|---------------------------------|
| Through Ballot -voting at AGM | NIL                                             | NIL                             |
| Through remote e-voting       | NIL                                             | NIL                             |
| Total                         | NIL                                             | NIL                             |



Item No. 7: As an Ordinary Resolution

To appoint Smt. Jyoti Varun Kabra (DIN: 07088904) as a Director of the Company.

(i) Voted **in favour** of the resolution:

| Mode of voting                | Number of Members voted (in person or by proxy) | Number of votes cast by Members | % of total number of valid votes cast |
|-------------------------------|-------------------------------------------------|---------------------------------|---------------------------------------|
| Through Ballot -voting at AGM | 33                                              | 4,483,280                       | 100.00                                |
| Through remote e-voting       | 29                                              | 17,933,405                      | 100.00                                |
| Total                         | 62                                              | 22,416,685                      | 100.00                                |

(ii) Voted **against** the resolution:

| Mode of voting                | Number of Members voted (in person or by proxy) | Number of votes cast by Members | % of total number of valid votes cast |
|-------------------------------|-------------------------------------------------|---------------------------------|---------------------------------------|
| Through Ballot -voting at AGM | NIL                                             | NIL                             | NIL                                   |
| Through remote e-voting       | NIL                                             | NIL                             | NIL                                   |
| Total                         | NIL                                             | NIL                             | NIL                                   |

(iii) Votes Invalid:

| Mode of voting          | Number of Members voted (in person or by proxy) | Number of votes cast by Members |
|-------------------------|-------------------------------------------------|---------------------------------|
| Through e-voting at AGM | NIL                                             | NIL                             |
| Through remote e-voting | NIL                                             | NIL                             |
| Total                   | NIL                                             | NIL                             |



Item No. 8: As an Ordinary Resolution

To ratify and confirm the appointment of M/s. Dhara Shah & Associates, Cost Accountants (Firm Regn. No. : 34932), for the financial year ending 31st March, 2016.

(i) Voted **in favour** of the resolution.

| Mode of voting                | Number of Members voted (in person or by proxy) | Number of votes cast by Members | % of total number of valid votes cast |
|-------------------------------|-------------------------------------------------|---------------------------------|---------------------------------------|
| Through Ballot -voting at AGM | 33                                              | 4,483,280                       | 100.00                                |
| Through remote e-voting       | 29                                              | 17,933,405                      | 100.00                                |
| Total                         | 62                                              | 22,416,685                      | 100.00                                |

(ii) Voted **against** the resolution:

| Mode of voting                | Number of Members voted (in person or by proxy) | Number of votes cast by Members | % of total number of valid votes cast |
|-------------------------------|-------------------------------------------------|---------------------------------|---------------------------------------|
| Through Ballot -voting at AGM | NIL                                             | NIL                             | NIL                                   |
| Through remote e-voting       | NIL                                             | NIL                             | NIL                                   |
| Total                         | NIL                                             | NIL                             | NIL                                   |

(iii) Votes Invalid:

| Mode of voting                | Number of Members voted (in person or by proxy) | Number of votes cast by Members |
|-------------------------------|-------------------------------------------------|---------------------------------|
| Through Ballot -voting at AGM | NIL                                             | NIL                             |
| Through remote e-voting       | NIL                                             | NIL                             |
| Total                         | NIL                                             | NIL                             |



Item No. 9: As an Ordinary Resolution

To enter into a contract or arrangement with respect to the transactions of sale or supply of plastic extrusion machinery and allied equipments to M/s Plastiblends India Limited (PBI) and purchase of raw materials from PBI, for manufacturing operation, undertaken / to be undertaken, in its ordinary course of business on an arm's length basis during the financial year 2015-16.

(i) Voted **in favour** of the resolution:

| Mode of voting                | Number of Members voted (in person or by proxy) | Number of votes cast by Members | % of total number of valid votes cast |
|-------------------------------|-------------------------------------------------|---------------------------------|---------------------------------------|
| Through Ballot -voting at AGM | 33                                              | 4,483,280                       | 100.00                                |
| Through remote e-voting       | 28                                              | 17,106,033                      | 100.00                                |
| Total                         | 61                                              | 21,589,313                      | 100.00                                |

(ii) Voted **against** the resolution:

| Mode of voting                | Number of Members voted (in person or by proxy) | Number of votes cast by Members | % of total number of valid votes cast |
|-------------------------------|-------------------------------------------------|---------------------------------|---------------------------------------|
| Through Ballot -voting at AGM | NIL                                             | NIL                             | NIL                                   |
| Through remote e-voting       | NIL                                             | NIL                             | NIL                                   |
| Total                         | NIL                                             | NIL                             | NIL                                   |

(iii) Votes Invalid:

| Mode of voting                | Number of Members voted (in person or by proxy) | Number of votes cast by Members |
|-------------------------------|-------------------------------------------------|---------------------------------|
| Through Ballot -voting at AGM | NIL                                             | NIL                             |
| Through remote e-voting       | 1                                               | 827,372                         |
| Total                         | 1                                               | 827,372                         |



Item No. 10: As a Special Resolution

To alter Articles of Association of the Company in substitution and to the entire exclusion of the regulations contained in the existing Articles of Association of the Company.

(i) Voted **in favour** of the resolution:

| Mode of voting                | Number of Members voted (in person or by proxy) | Number of votes cast by Members | % of total number of valid votes cast |
|-------------------------------|-------------------------------------------------|---------------------------------|---------------------------------------|
| Through Ballot -voting at AGM | 33                                              | 4,483,280                       | 100.00                                |
| Through remote e-voting       | 29                                              | 17,933,405                      | 100.00                                |
| Total                         | 62                                              | 22,416,685                      | 100.00                                |

(ii) Voted **against** the resolution:

| Mode of voting                | Number of Members voted (in person or by proxy) | Number of votes cast by Members | % of total number of valid votes cast |
|-------------------------------|-------------------------------------------------|---------------------------------|---------------------------------------|
| Through Ballot -voting at AGM | NIL                                             | NIL                             | NIL                                   |
| Through remote e-voting       | NIL                                             | NIL                             | NIL                                   |
| Total                         | NIL                                             | NIL                             | NIL                                   |

(iii) Votes Invalid:

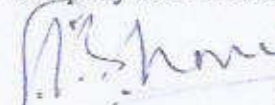
| Mode of voting                | Number of Members voted (in person or by proxy) | Number of votes cast by Members |
|-------------------------------|-------------------------------------------------|---------------------------------|
| Through Ballot -voting at AGM | NIL                                             | NIL                             |
| Through remote e-voting       | NIL                                             | NIL                             |
| Total                         | NIL                                             | NIL                             |



- (ix) The Electronic data and all other relevant records relating to the Ballot-voting is under my safe custody and all will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You,

Yours Faithfully,  
For Bhandari & Associates  
Company Secretaries



S. N. Bhandari  
Membership No. 761  
COP No. 366



Mumbai | August 28, 2015

Witness 1 :

  
(Sonali B. Pawaskar)

Witness 2 :

  
(Rajni Sharma)