



KALYANI COMMERCIALS LIMITED

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

CIN: L65923DL1985PLC021453

E-mail: kalyanicommercialslimited@gmail.com

Website-www.kalyanicommercials.com

Ph. 011- 43063223, 011-47060223

Ref: 3009/KCL/NSE/2021-22

September 30, 2021

To
The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai- 400051
(NSE Symbol: KALYANI)

Subject: Submission of Scrutinizer Report and Voting Results of 36th Annual General Meeting of Kalyani Commercial Limited ("the Company")

Dear Sir/ Ma'am,

In Compliance with Regulation 44 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 we hereby submit Scrutinizer Report and Voting Results on the resolution passed by the members of the Company at the 36th Annual General Meeting of the Company held on Tuesday the 28th day of September, 2021 at 11:00 A.M. at registered office of the Company situated at BG-223, Sanjay Gandhi Transport Nagar, GT Karnal Road, New Delhi-110042.

Further pursuant to Section 108 read with Rule 20 of the Companies Act, 2013 the voting results are uploaded on the website of the Company and the same can be accessed by clicking on following link:
<http://kalyanicommercials.com/>

Kindly take note of the same and oblige.

Thanking You

Yours faithfully
For KALYANI COMMERCIALS LIMITED
For Kalyani Commercial Limited

Nikita *Company Secretary*
(Company Secretary & Compliance Officer)
Off. Add.: BG-223, Sanjay Gandhi Transport Nagar,
GT Karnal Road, New Delhi-110042



GA & ASSOCIATES

Company Secretaries LLP

To
The Chairman
Kalyani Commercials Limited
CIN: L65923DL1985PLC021453
BG-223, Sanjay Gandhi Transport
Nagar, GT Karnal Road, Delhi-110042

Subject: Submission of Scrutinizer Report for 36th Annual General Meeting of Kalyani Commercials Limited ("Company") held on Tuesday the 28th day of September, 2021.

Dear Sir,

At the outset, I would like to thank you for appointing me as the Scrutinizer for the remote e-voting and voting by members, at the 36th Annual General Meeting (AGM) of your Company held on Tuesday, the 28th day of September, 2021 at 11:00 A.M. at registered office of the Company situated at BG-223, Sanjay Gandhi Transport Nagar, GT Karnal Road, New Delhi-110042.

I am pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

**For GA & Associates,
Company Secretaries LLP**
For GA & Associates Company Secretaries LLP


Designated Partner

Place: New Delhi
Date: 30.09.2021

AKANKSHA CHAUDHARY
(Designated Partner)
Membership No.: A34992
C.P. No.: 22174
UDIN: A034992C001045628

Regd. Off: A-5, Pota Cabin, 3rd Floor, Defence Colony, New Delhi-110024,
Ph: 011-46772203/04/05
Website-www.groverahuja.com
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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,
GT Karnal Road, New Delhi-110042

Subject: Report on the resolution(s) passed through poll conducted at 36th Annual General Meeting ("AGM") and remote E-Voting of Kalyani Commercials Limited held on Tuesday, the 28th day of September, 2021 at 11:00 A.M at the registered office of the Company.

Dear Sir


I, **Akanksha Chaudhary**, Designated Partner of **GA & Associates, Company Secretaries LLP** have been appointed as the Scrutinizer by the Board of Directors of **Kalyani Commercials Limited** vide resolution passed on 03rd day of September, 2021 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the e-Voting process commenced from 25th September, 2021 at 09:00 A.M. to 27th September, 2021 till 05:00 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 03rd September, 2021, based on the reports generated from the e-Voting system provided by National Securities Depositories Limited (NSDL), the authorized agency engaged by the Company to provide e-Voting facilities and scrutiny of the ballot process held at the AGM 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. 21st September, 2021) as mentioned in the Notice and Publication in the newspaper.

The e-votes casted were unblocked on Tuesday, 28th September, 2021 in the presence of 2 witnesses, Ms. Ankita and Ms. Parul Saini, 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. Ankita

Signature: 
Name: Ms. Parul Saini

Regd. Off: A-5, Pota Cabin, 3rd Floor, Defence Colony, New Delhi-110024,
Ph: 011-46772203/04/05

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For GA & Associates Company Secretaries LLP



Designated Partner

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 process 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

Approval and Adoption of Consolidated and Standalone Audited Financial Statements as on 31st March, 2021 along with reports of the Board of Directors and Auditors thereon:

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
5	531,900	100

Out of 5 members who voted, 0 members voted through e-voting and all 5 members voted through Poll Process.

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: 06620217) who retires by rotation and being eligible, 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
5	531,900	100

Out of 5 members who voted, 0 members voted through e-voting and all 5 members voted through Poll Process.

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

For GA & Associates Company Secretaries !! P.



Designated Partner.

iii. **Invalid votes:**

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

Item No. 3: Special Resolution

Appointment of Ms. Nikhita Agarwal (DIN: 07834481) as an Independent Director of the Company:

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
5	531,900	100

Out of 5 members who voted, 0 members voted through e-voting and all 5 members voted through Poll Process.

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: 01341113) as the Managing Director of the Company designated as Key Managerial Personnel of the Company:

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
5	531,900	100

Out of 5 members who voted, 0 members voted through e-voting and all 5 members voted through Poll Process.

For GA & Associates Company Secretaries LLP



Designated Partner

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 the Whole Time Director of the Company designated as Key Managerial Personnel of the Company:

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

Number of members voted	Number of votes casted by them	% of total number of valid votes cast
5	531,900	100

Out of 5 members who voted, 0 members voted through e-voting and all 5 members voted through Poll Process.

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/Poll 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 voting at AGM shall be communicated to the stock exchange by the Company where its shares are presently listed.

I further report that Rule 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.

For GA & Associates Company Secretaries I.I.P

Designated Partner

I further report that at the AGM venue all the COVID 19 precautions were taken care by the Company in the best interest of all the present members and invitees for their safety.

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 GA & Associates Company Secretaries LLP

For GA & Associates Company Secretaries LLP

AKANKSHA CHAUDHARY Designated Partner

(Designated Partner)

Membership No.:A34992

C.P. No.: 22174

UDIN: A034992C001045628

Date: 30.09.2021

Place: New Delhi

Combined Results of the Votes casted through remote e-Voting and Ballot papers:

Name of the Company	Kalyani Commercials Limited
Date and Time of the AGM	28 th September, 2021, 11:00 A.M.
Total number of shareholders on record date (Cut-off date - 21 st September, 2021)	487 Shareholders
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	4
Public:	1
No. of shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	0
Public:	0

1. Approval and Adoption of Consolidated and Standalone Audited Financial Statements as on 31st March, 2021 along with 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	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	531,400	0	0	0	0	0	0
	Poll		531,400	100	531,400	0	100	0
	Sub-Total	531,400	531,400	100	531,400	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Sub-Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	468600	0	0.11	500	0	100	0
	Poll		500	0.11	500	0	100	0
	Sub-Total	468,600	500	0.11	500	0	100	0
TOTAL		1,000,000	531,900	53.19	531,900	0	100	0

Note: There are NIL invalid and abstained votes.

2. Appointment of Ms. Manushree Agarwal (DIN: 06620217) who retires by rotation and being eligible, offers herself for re-appointment:

For GA & Associates Company Secretaries LLP



Designated Partner

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	531,400	0	0	0	0	0	0
	Poll		531,400	100	531,400	0	100	0
	Sub-Total	531,400	531,400	100	531,400	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Sub-Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	468600	0	0	0	0	0	0
	Poll		500	0.11	500	0	100	0
	Sub-Total	468,600	500	0.11	500	0	100	0
TOTAL		1,000,000	531,900	53.19	531,900	0	100	0

Note: There are NIL invalid and abstained votes.

3. Appointment of Ms. Nikhita Agarwal (DIN: 07834481) as an Independent Director of the Company.

Resolution Required: (Ordinary/Special)					Special 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	531,400	0	0	0	0	0	0
	Poll		531,400	100	531,400	0	100	0
	Sub-Total	531,400	531,400	100	531,400	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0

For GA & Associates Company Secretaries



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	Sub-Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	468600	0	0	0	0	0	0
	Poll		500	0.11	500	0	100	0
	Sub-Total	468,600	500	0.11	500	0	100	0
TOTAL		1,000,000	531,900	53.19	531,900	0	100	0

Note: There are NIL invalid and abstained votes.

4. Re-appointment of Mr. Shankar Lal Agarwal (DIN: 01341113) as the Managing Director of the Company designated as Key Managerial Personnel of the Company

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	531,400	0	0	0	0	0	0
	Poll		531,400	100	531,400	0	100	0
	Sub-Total	531,400	531,400	100	531,400	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Sub-Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	468600	0	0	0	0	100	0
	Poll		500	0.11	500	0	100	0
	Sub-Total	468,600	500	0.11	500	0	100	0
TOTAL		1,000,000	531,900	53.19	531,900	0	100	0

Note: There are NIL invalid and abstained votes.

5. Re-appointment of Mr. Sourabh Agarwal (DIN: 02168346) as the Whole Time Director of the Company designated as Key Managerial Personnel of the Company

Resolution Required: (Ordinary/Special)					Ordinary Resolution			
Whether promoter/ promoter group/ are interested in the agenda/ resolution:					No			
Category	Mode	No. of	No. of votes	% of votes	No. of	No. of	% of Votes	% of Votes

For GA & Associates Company Secretaries Ltd.



Designated Partner

	of voting	shares held	polled	polled on outstanding shares	Votes in favour	Votes against	in favour on votes polled	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	531,400	0	0	0	0	0	0
	Poll		531,400	100	531,400	0	100	0
	Sub-Total	531,400	531,400	100	531,400	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Sub-Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	468600	0	0	0	0	0	0
	Poll		500	0.11	500	0	100	0
	Sub-Total	468,600	500	0.11	500	0	100	0
TOTAL		1,000,000	531,900	53.19	531,900	0	100	0

Note: There are NIL invalid and abstained votes.

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

For GA & Associates, Company Secretaries LLP
For GA & Associates Company Secretaries LLP

Akanksha

Designated Partner

AKANKSHA CHAUDHARY
(Designated Partner)

Membership No.: A34992

C.P. No.: 22174

UDIN: A034992C001045628

Place: New Delhi

Date: 30.09.2021

COUNTER SIGNED BY CHAIRMAN OF AGM:

S-7

SOURABH AGARWAL
(Whole Time Director)

DIN: 02168346

Off. Add.: BG-223, Sanjay Gandhi Transport Nagar,
GT Karnal Road, New Delhi-110042