

# NEERAJ JINDAL & ASSOCIATES.

COMPANY SECRETARIES

(A Peer Reviewed Firm)

# 1970, FIRST FLOOR, TDI CITY

SAPPHIRE FLOORS, SECTOR 110,

MOHALI - 140307.

9855030581.

E-Mail: [neerajjindalcs@gmail.com](mailto:neerajjindalcs@gmail.com)

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## Consolidated Scrutinizer's Report

(Pursuant to Section 108 and Section 109 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014]

Date: November, 26<sup>th</sup>, 2024

To,

The Chairman,

**Extra Ordinary General Meeting of Equity Shareholders of KCK INDUSTRIES LIMITED held on Monday, November 25th, 2024 at 11.00 AM through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM") in respect of the resolutions (businesses) contained in the Notice dated 28th October, 2024**

Scrip ID: KCK

Dear Ma'am,

I, Neeraj Jindal, Company Secretary in Practice, having office at # 1970, FIRST FLOOR, TDI CITY SAPPHIRE FLOORS, SECTOR 110, MOHALI – 140307, have been appointed as Scrutinizer by the authority of the Board of Directors of **KCK INDUSTRIES LIMITED (the Company)** having its registered office at PLOT NO 484B, VILLAGE DARIA KHATAUNI NO 95, KHASRA 9/7, Chandigarh for the purpose of scrutinizing the voting through remote e-voting prior to EOGM and e-voting provided to shareholders during the EOGM conducted through Video Conferencing /other Audio Visual Means (VC/OAVM) on the below mentioned resolution(s) passed at the Extra Ordinary General Meeting of the Equity Shareholders of **KCK INDUSTRIES LIMITED** held on Monday, 25th November, 2024 at 11.00 A.M. submit my report as under:

1. The Company has entered into an arrangement with CDSL to provide e-voting facilities for voting through Electronic means to all the Members who were eligible to participate in the remote e-Voting or at the venue.
2. The **cut-off date** for the purpose of identifying the Members who were entitled to vote on the resolution placed for their approval was Thursday, November 14th, 2024.

3. As prescribed in the Rules, the remote e -voting facility was kept open for three days from Friday, November, 22nd, 2024 (9:00 A.M.) till Sunday, November, 24th, 2024 (5:00 P.M.).
4. At the end of remote e-voting period on Sunday, November, 24th, 2024 (5:00 P.M.) voting portal of Agency was blocked forthwith.
5. On Monday, November, 25th, 2024 at the EOGM proceedings, Members who had not voted through e-voting facility opted for the voting at EOGM through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM").
6. The votes were unblocked at S.A.S. Nagar, Mohali on 26th November, 2024 at 11:04 A.M.
7. The management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and Rules relating to Remote e-voting and voting through Ballot Paper/Poll on the resolutions contained in the Notice of the EOGM. My responsibility as Scrutinizer is restricted to ensure that the voting is conducted in a fair and the transparent manner, ascertaining requisite majority on proposed resolutions; and making a Scrutinizer's Report in respect of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the remote Central Depository Services e—voting system provided by (indie) Limited (CDSL), the authorized agency engaged by the Company to provide remote e-voting facility and voting through VC/OAVM facility conducted at the venue of the EOGM.
8. The results of remote e-voting together with the voting through VC/VOAM facility, are enclosed herewith as **Annexure-A** to this report.

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## ANNEXURE-A

### SPECIAL BUSINESS:

#### Item No. 1:-

**Special Resolution:** INCREASE IN AUTHORIZED SHARE CAPITAL AND ALTERATION OF CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION:

**“RESOLVED THAT** pursuant to the provision of section 13, 61, 64 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory amendment there to or re-enactment thereof) and the rules framed there under, the Authorized share capital of the Company be and is hereby increased from Rs. 13,50,00,000 (Rupees Thirteen Crores Fifty Lacs only) divided into 6,75,00,000 (Six Crores Seventy Five Lacs) Equity Share of Rs. 2/- each to Rs 17,50,00,000 (Rupees Seventeen Crores Fifty Lacs only) divided into 8,75,00,000 (Eight crores Seventy Five Lacs) Equity Share of Rs. 2/- each by creation of additional Rs. 4,00,00,000/- (Rupees Four Crores Only) 2,00,00,000 (Two Crores Only) Equity shares of Rs.2/- each ranking pari-passu in all respect with the existing Equity Shares of the Company.

RESOLVED FURTHER THAT the Memorandum of Association of the company be and is hereby altered by substituting the existing clause V thereof by the following clause V:

**“The Authorized share capital of the Company is Rs. 17,50,00,000 (Rupees Seventeen Crores Fifty Lacs Only) divided into 8,75,00,000 (Eight Crores Seventy Five Lacs) Equity Share of Rs. 2/- each.”**

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, things and matters and to take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

#### Voting Details:

Mode of Voting	Total vote cast		Abstained/Invalid Votes		Total valid votes		Total votes cast “in favour” of the resolution		Total votes cast “against” the resolution	
	No. of voters	No. of votes	No. of voters	No. of votes	No. of voters	No. of votes	Nos.	%	Nos.	%
Remote E-Voting	52	55867500	0	0	52	55867500	55867500	100	0	0
Voting through VC/OAVM	00	00	0	0	00	0	0	0	0	0
<b>TOTAL</b>	<b>52</b>	<b>55867500</b>	<b>0</b>	<b>0</b>	<b>52</b>	<b>55867500</b>	<b>55867500</b>	<b>100</b>	<b>0</b>	<b>0</b>

**Results:** Based on aforesaid Results, Special Resolution Contained in Item no. 1 of the Notice dated 28<sup>th</sup> October, 2024 has been **Passed/ Approved** with requisite majority.

**Item No. 2:-**

**Special Resolution:** Approval for Sale/Disposal of undertaking of the Company pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013 and Regulation 37A(1) of the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015:

To appoint a director in place of Mr Ankit Kothari(Din: 06883692), who retires by rotation and being eligible, offers himself for re-appointment:

***“RESOLVED THAT** pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, and subject to other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification or re-enactment thereof for the time being in force), the provisions of the Memorandum and Articles of Association of the Company, the provisions of the listing agreement entered into by the Company with the Stock Exchanges where the shares of the Company are listed, and such other approvals, consents and permissions being obtained from the appropriate authorities to the extent applicable and necessary and subject to the approval of the Banks/Lenders, the consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred as the “Board” which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute from time to time to exercise its powers including the power conferred by this resolution), to sell / transfer / dispose off its plant and machinery, land and building and other fixed assets including vehicles situated at Sunam-Lehra Road Village 2 Khokhar Distt. Sangrur (“Undertaking”), together with all specified tangible including land in relation to the Undertaking but excluding its brand name, as a going concern / on a slump sale basis on an “as is where is” basis or in any other manner as the Board may deem fit in the interest of the Company, to the strategic Investor on prevailing market value, towards its consideration, on such terms and conditions as may be deemed fit by the Board.*

***RESOLVED FURTHER THAT** the Board be and is hereby authorised and empowered to finalise and execute necessary documents including but not limited to definitive Agreements, deeds of assignment / conveyance and other ancillary documents, with effect from such date and in such manner as is decided by the Board to do all such other acts, deeds, matters and things as they may deem necessary and/or expedient to give effect to the above Resolution including without limitation, to settle any questions, difficulties or doubts that may arise in regard to sale and transfer of the Undertaking as they may in their absolute discretion deem fit.*

***RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers herein conferred, to any Committee of Directors or any one or more Directors of the Company with power to delegate to any Officers of the Company, Page 1 of 6 with authorities as required, affixing the Common Seal of the Company on agreements/ documents, arranging delivery and execution of contracts, deeds, agreements and instruments.”*

**Voting Details:**

Mode of Voting	Total vote cast		Abstained/Invalid Votes		Total valid votes		Total votes cast "in favour" of the resolution		Total votes cast "against" the resolution	
	No. of voters	No. of votes	No. of voters	No. of votes	No. of voters	No. of votes	Nos.	%	Nos.	%
Remote E-Voting	52	55867500	0	0	52	55867500	55867500	100	0	0
Voting through VC/OAVM	00	00	0	0	00	0	0	0	0	0
<b>TOTAL</b>	<b>52</b>	<b>55867500</b>	<b>0</b>	<b>0</b>	<b>52</b>	<b>55867500</b>	<b>55867500</b>	<b>100</b>	<b>0</b>	<b>0</b>

**Results:** Based on aforesaid Results, Special Resolution Contained in Item no. 2 of the Notice dated 28<sup>th</sup> October, 2024 has been **Passed/ Approved** with requisite majority.

Thanking you,  
Yours faithfully,

**CS. Neeraj Jindal (Prop. Neeraj Jindal & Associates)**

**M.No. F8270**

**CP No. 9056**

**Entity ID: 84633**

**UDIN: F008270F002734411**

**Dated: November, 26th, 2024.**

**Counter Signed by:  
For KCK INDUSTRIIES LIMITED**

**Reena Sharma**

**Chairman**

**DIN: 06883803**