KSS LIMITED

Date : 01.01.2021

To,
The Corporate Relations Department,
BSE Limited,
PJ Tower, Dalai Street, Fort,
Mumbai-400 001.

National Stock Exchange of India Ltd,
Exchange Plaza, Plot No. C/ 1, G Block
Bandra - Kurla Complex,
Bandra (E), Mumbai - 400 051.

Scrip Code: 530889

Scrip Code: KSERASERA

Sub: Voting Result of 25th Annual General Meeting of KSS Limited held on 31th December, 2020.

Dear Sir,

Pursuant to the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find enclosed in the prescribed format the Scrutinizers Report regarding the voting results of the business transacted at the 25th Annual General Meeting held on Thursday ,December 31,2020 at 10.30 a.m through video conferencing ('VC")/other Audio Visual Means ('OVAM")

Kindly take the above document on your record and acknowledge the receipt of the same.

Thanking You

Yours Faithfully

For KSS LIMITED
(Formerly known as K Sera Sera Limited)

KSS LIMITED MUMBAI

Harsh Upadhyay
DIRECTOR
DIN: 7263779

B R Gupta & Co.
Company Secretaries

Office Add.: Unit No. 12, 1st Floor, Poonam Cluster 2, Shanti Park Layout,
Miraroad, Thane – 401 107, Maharashtra, India.
Email Id: cs.guptarahul@gmail.com | **Cont. No.:** +91 – 816 919 2320

Report of Scrutinizer

To,
The Chairman,

KSS LIMITED,
Unit No. 101A and 102, 1st Floor, Plot No.B-17,
Morya Landmark II, Andheri (West)
Mumbai – 400 053, Maharashtra, India.

Dear Sir,

Sub.: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the 25thAnnual General Meeting of KSS Ltd. held on Thursday, 31st December, 2020 at 10:30 a.m. through video conferencing ('VC') / other audio visual means ('OAVM').

I, Rahul Gupta, Company Secretary in Practice, had been appointed as the Scrutinizer by the Board of Directors of **KSS LIMITED.** pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 25th Annual General Meeting ("AGM") of **KSS LIMITED** on , 31ST December, 2020 at 10:30 a.m. through VC / OAVM.

I was appointed as Scrutinizer to scrutinize the e-voting process during the said AGM.

The AGM Notice dated 05th December 2020 was sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company's RTA/ Depositories, in compliance with the MCA General Circular No. 20/2020dated 05th May, 2020 read with MCA General Circular No. 14/2020 dated 08th April, 2020 and MCA General Circular No. 17/2020, dated 13th April, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated 12th May, 2020.

The Company had availed thee-voting facility offered by Central Depository Services Ltd. ("CDSL") for conducting remote e-voting by the Shareholders of the Company.

The voting period for remote e-voting commenced on Monday, 28th December, 2020 (9:00 a.m. IST) and ended on Wednesday, 30th December, 2020 (5:00 p.m. IST) and the CDSL e-voting platform was disabled thereafter.

The Company had also provided the e-voting facility to the Shareholders present at the AGM through VC / OA VM and who had not cast their vote earlier.

B R Gupta & Co.
Company Secretaries

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The Shareholders of the Company holding shares as on the "cut-off" date of Wednesday, 23rd December, 2020 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting at the AGM, the report on voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and were counted.

I have scrutinized and reviewed the remote e-voting prior and during the AGM and votes cast therein based on the data downloaded from the CDSL e-voting system.

I now submit my consolidated Report as under on the result of the remote e-voting in respect of the said resolutions.

Resolution 1: Ordinary Resolution

To consider and adopt the audited financial statements (including the consolidated financial statements) of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors ("the Board") and auditors thereon.

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in favor (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 & Promoter Group	E-VOTING	0	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	TOTAL	0	0	0	0	0	0	0
Public – Institutions	E-VOTING	781338096	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0.00	0.00
	TOTAL	781338096	0	0	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	1354536974	6247085	0.461	5791455	455630	92.71	7.29
	POLL		35530	0.00	31530	4000	88.74	11.26
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL	1354536974	6282615	0.461	5822985	459630	92.68	7.32
TOTAL		2135875070	6282615	0.29	5822985	459630	92.68	7.32

The aforesaid Resolution No. 1 is passed with requisite majority

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i) Voted in favour of the resolution

Number of members voted	Number of Valid votes cast by them	% of total number of valid votes cast
108	5791455	92.71

ii) Voted against the resolution:

Number of members voted	Number of Valid votes cast by them	% of total number of valid votes cast
4	455630	7.29

iii) Invalid Votes

Number of members whose votes were declared in valid	Number of invalid votes cast by them
0	0

Resolution 2: Ordinary Resolution

To consider appointment of a Director in place of Mr. Satish Ramswroop Panchariya (DIN: 00042934).

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (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 & Promoter Group	E-VOTING	0	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	TOTAL	0	0	0	0	0	0	0
Public - Institutions	E-VOTING	781338096	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0.00	0.00
	TOTAL	781338096	0	0	0	0	0.00	0.00
Public- Non Institutions	E-VOTING	1354536974	6247085	0.461	6155118	91967	98.528	1.472
	POLL		35530	0.00	31530	4000	88.742	11.258
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL	1354536974	6282615	0.461	6186648	95967	98.47	1.53

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TOTAL		**2135875070**	**6282615**	**0.29**	**6186648**	**95967**	**98.47**	**1.53**

The aforesaid Resolution No. 2 is passed with requisite majority

i) Voted in favour of the resolution

Number of members voted	Number of Valid votes cast by them	% of total number of valid votes cast
108	6155118	98.53

ii) Voted against the resolution:

Number of members voted	Number of Valid votes cast by them	% of total number of valid votes cast
4	91967	1.47

iii) Invalid Votes

Number of members whose votes were declared in valid	Number of invalid votes cast by them
0	0

Resolution 3: Ordinary Resolution

Appointment of the Mr. Dharmveer Singh Shekhawat (DIN: 00497807) as an Whole-time Director of the Company

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (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 & Promoter Group	E-VOTING	0	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	TOTAL	0	0	0	0	0	0	0
	E-VOTING	781338096	0	0	0	0	0	0

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Public - Institutions	**POLL**		**0**	**0**	**0**	**0**	**0**	**0**
	POSTAL BALLOT		**0**	**0**	**0**	**0**	**0.00**	**0.00**
	TOTAL	**781338096**	**0**	**0**	**0**	**0**	**0.00**	**0.00**
Public- Non Institutions	**E-VOTING**	**1354536974**	**6247085**	**0.461**	**4775290**	**1471795**	**76.44**	**23.56**
	POLL		**35530**	**0.00**	**31530**	**4000**	**88.74**	**11.26**
	POSTAL BALLOT		**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
	TOTAL	**1354536974**	**6282615**	**0.461**	**4806820**	**1475795**	**76.51**	**23.49**
TOTAL		**2135875070**	**6282615**	**0.29**	**4806820**	**1475795**	**76.51**	**23.49**

The aforesaid Resolution No. 3 is passed with requisite majority

i) Voted in favour of the resolution

Number of members voted	Number of Valid votes cast by them	% of total number of valid votes cast
105	4775290	76.44

ii) Voted against the resolution:

Number of members voted	Number of Valid votes cast by them	% of total number of valid votes cast
7	1471795	23.56

iii) Invalid Votes

Number of members whose votes were declared in valid	Number of invalid votes cast by them
0	0

B R Gupta & Co.
Company Secretaries
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Resolution 4: Ordinary Resolution

Appointment of the Mr. Bhargav Ahir (DIN: 08191502) as an Independent Director of the Company.

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (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 & Promoter Group	E-VOTING	0	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	TOTAL	0	0	0	0	0	0	0
Public – Institutions	E-VOTING	781338096	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0.00	0.00
	TOTAL	781338096	0	0	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	1354536974	6246085	0.461	4774420	1471665	76.44	23.56
	POLL		0	0.00	0	0.00	0	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL	1354536974	6246085	0.46	4774420	1471665	76.44	23.56
TOTAL		2135875070	6246085	0.29	4774420	1471665	76.44	23.56

The aforesaid Resolution No. 4 is passed with requisite majority

i) Voted in favour of the resolution

Number of members voted	Number of Valid votes cast by them	% of total number of valid votes cast
105	4774420	76.44

ii) Voted against the resolution:

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Company Secretaries

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Number of members voted	Number of Valid votes cast by them	% of total number of valid votes cast
6	1471665	23.56

iii) Invalid Votes

Number of members whose votes were declared in valid	Number of invalid votes cast by them
0	0

This report along with the necessary papers and all other relevant records were handed over to Mr. Satish Panchariya, Chairman of the Company.

Thanking you,

Yours Faithfully,

For B R Gupta & Co.
Practicing Company Secretary

Rahul bharat gupta
Digitally signed by Rahul bharat gupta
Date: 2021.01.01 19:15:11 +05'30'

Rahul Gupta
Company Secretary
M. No.: 43201 & **COP No.:** 20863
UDIN: A043021B001822491

Place: Thane & **Date**: 01/01/2021