KSS LIMITED

Date: 27.09.2019

To,

The Corporate Relations Department,
BSE Limited,
PJ Tower, Dalal Street, Fort,
Mumbai-400 001.
Scrip Code: 532081

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

Sub: Voting Result of 24th Annual General Meeting of KSS Limited held on 27th September, 2019.

DearSir,

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 24th Annual General Meeting held at Kailash Parbat, K-P Restaurant, 7A/8A, 'A' A-Wing, Crystal Plaza, New Link Road, Andheri West, Mumbai 400053 on Friday, September 27, 2019 at 10:00 A.M for your reference and kind perusal.

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

Thanking You

Yours Faithfully

For & on Behalf of the Board
KSS Limited
(Formerly known as K Sera Sera Limited)

KSS LTD MUMBAI

Poonam Maurya
(Company Secretary)

Result of e-voting and poll on the Ordinary and Special businesses at the 24th Annual General Meeting of the company held on 27/09/2019.

On the basis of scrutinizer's report dated 27/09/2019 for the remote e-voting and poll at the Annual General Meeting, the summary of which is mentioned hereunder that all the Ordinary Businesses as set out in Agenda nos. 1 to 2 in the Notice of the 24th Annual General Meeting of the company have been duly passed with such majority as enumerated below:

Agenda Wise:

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial statements of the Company together with the reports of the Directors and Auditors thereon for the year ended March 31, 2019.

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	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public - Institutions	E-VOTING	781338096	570382086	73.00	570382086	0	100.00	0.00
	POLL	781338096	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	781338096	570382086	73.00	570382086	0	100.00	0.00
Public-Non Institutions	E-VOTING	1354536974	273286877	20.18	273113773	173104	99.94	0.06
	POLL	1354536974	56492716	4.17	56492716	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	1354536974	329779593	24.35	329606489	173104	99.95	0.05
TOTAL		2135875070	900161679	42.14	899988575	173104	99.98	0.02

KSS LTD MUMBAI

2. To appoint a Director in place of Mrs. Kunti Rattanshi (DIN: 07144769) who retires by rotation and being eligible offer himself for reappointment:

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	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public - Institutions	E-VOTING	781338096	570382086	73.00	570382086	0	100.00	0.00
	POLL	781338096	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	781338096	570382086	73.00	570382086	0	100.00	0.00
Public- Non Institutions	E-VOTING	1354536974	273286877	20.18	273072808	214069	99.92	0.08
	POLL	1354536974	56492716	4.17	56492716	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	1354536974	329779593	24.35	329565524	214069	99.94	0.06
TOTAL		2135875070	900161679	42.14	899947610	214069	99.98	0.02

For KSS Limited

KSS LTD. MUMBAI

Poonam Maurya
Company Secretary

B R GUPTA & CO.
Company Secretaries

102, 1st Floor, Silver Avenue, Next to Poisar Masjid, S.V. Road, Kandivali (W), Mumbai - 400 067.
Cont. No.: +91- 816 919 2320 | cs.guptarahul@gmail.com | www.taxplanindia.com

To,
The Board of Directors,
KSS Limited,
Unit 101A & 102, 1st Floor, Plot B-17
Morya Landmark II, Andheri West,
Mumbai – 400 053.

Dear Sir,

Sub.: **Scrutinizer's Report E-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management & Administration) Rules, 2014**

I, **Rahul Gupta, Proprietor of B R Gupta & Co., Company Secretary in Whole Time Practice, Mumbai**, appointed as Scrutinizer for the purpose of scrutinizing the e-voting process of **KSS Limited** ("the Company") in a fair and transparent manner, for the below mentioned resolution(s) as contained in the Notice of 24th Annual General Meeting (AGM) dated 13th August, 2019, results of which have been declared today i.e. on Saturday, 28th September, 2019.

The management of the Company is responsible to ensure the Compliances with the requirements of Companies Act, 2013 and Rules relating to voting through electronic means and ballot papers on the resolutions contained in the Notice of 24th Annual General Meeting (AGM) dated 13th August, 2019. My responsibility as a Scrutinizer for the voting process is restricted to make a Scrutinizers' Report of the votes cast "**FOR**" or "**AGAINST**". The resolutions are based on the reports generated from the process of remote e-voting and ballot paper.

Further to the above, I submit my Report as under:-

1. The e-voting period commenced on Tuesday, September 24, 2019 at 9.00 a.m. (IST) and ended on Thursday, September 26, 2019 at 5.00 p.m. (IST) and the NSDL e-voting platform was blocked thereafter. The e-voting services were provided by National Securities Depository Ltd. (NSDL).

2. The Shareholders holding shares as on "cut-off date" i.e. 20th September, 2019 were entitled to vote on the proposed resolutions stated in the Notice dated 13th August 2019.

B R GUPTA & CO. CP No. 20883 COMPANY SECRETARY

3. The Result of remote e-voting along with the list of Shareholders who voted **"For"** and **"Against"** the below resolutions were downloaded from the e-voting website of NSDL i.e. https://www.evoting.nsdl.com.

4. I did not receive any physical ballot or Poll paper from any of the Members of the Company within the time stated in the AGM Notice dated 13th August 2019.

Part "A" Details of Attendance at AGM

Name of the Company	**KSS Limited**
Date of AGM	September 27, 2019
Total No. of Shareholders as on Record date	43040
No. of shareholders Present in meeting either in person or through proxy: Promoters and Promoters Group: Public:	 NIL 33
No. of Shareholders attended the meeting through Video Conferencing:	Facility of Video Conferencing was not Arranged at AGM venue

Part "B" Details of E-voting/Poll for all items proposed in AGM

Item No.	Details of the Agenda	Type of Resolution	Mode of Voting
1	To receive, consider and adopt the Audited Standalone and Consolidated Financial statements of the Company together with the reports of the Directors' and Auditors' thereon for the year ended March 31, 2019.	Ordinary Resolution	E-Voting and Poll
2	To appoint a Director in place of Mrs. Kunti Rattanshi (DIN: 07144769), who retires by rotation and being eligible offer herself for reappointment.	Ordinary Resolution	E-Voting and Poll
Results : All Resolutions were passed with requisite majority			

Part "C" Item wise details of E-voting/Poll by Shareholders

Resolution No. 1 – Ordinary Resolution

Adoption of audited financial statements of the Company for the financial year ended March 31, 2019 along with the reports of the Board of Directors and the Auditors thereon.

B R GUPTA & CO. COMPANY SECRETARY CP No. 20863

Voted **For** Resolution

Mode of Voting	Number of Members participated in the e-voting and physical ballot	No. of votes casted in favour of Resolution	% of total number of valid votes cast
E-voting	65	843495859	99.98%
Physical Ballot	2	56492716	100.00%
Total	**32**	**899988575**	**99.98%**

Voted **against** of Resolution

Mode of Voting	Number of Members participated in the e-voting and physical ballot	No. of votes casted against Resolution	% of total number of valid votes cast
E-voting	7	173104	0.02%
Physical Ballot	0	0	0
Total	**7**	**173104**	**0.02%**

Invalid votes

Mode of Voting	Number of Members participated in the e-voting and physical ballot	No. of votes casted by them
E-voting	Nil	Nil
Ballot at AGM	Nil	Nil
Total	Nil	Nil

Resolution No. 2 – Ordinary Resolution

To appoint a Director in place of Mrs. Kunti Rattanshi (DIN: 07144769), who retires by rotation and being eligible offer herself for reappointment.

Voted **For** Resolution

Mode of Voting	Number of Members participated in the e-voting and physical ballot	No. of votes casted in favour of Resolution	% of total number of valid votes cast
E-voting	62	843454894	99.97%
Physical Ballot	2	56492716	100.00%
Total	**64**	**899947610**	**99.97%**

B R GUPTA & CO. COMPANY SECRETARY CP No. 20863

Voted **against** of Resolution

Mode of Voting	Number of Members participated in the e-voting and physical ballot	No. of votes casted against Resolution	% of total number of valid votes cast
E-voting	10	214069	0.03%
Physical Ballot	0	0	00.00%
Total	**10**	**214069**	**0.03%**

Invalid votes

Mode of Voting	Number of Members participated in the e-voting and physical ballot	No. of votes casted by them
E-voting	Nil	Nil
Ballot at AGM	Nil	Nil
Total	Nil	Nil

For B R Gupta & Co.
Practicing Company Secretary



Rahul Gupta
Proprietor
M.No.: A43021 & **COP No.:** 20863

Place: Mumbai

Date: 28.09.2019