



K. JHANSI LAXMI

B.Com., ACS
Company Secretary in Practice

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February 4, 2015
Secunderabad

To
The Chairman
KREBS BIOCHEMICALS AND INDUSTRIES LIMITED,
Plot No. 34, 8-2-577/B, Mass Heights, Road No. 2,
Banjara Hills, Hyderabad - 500034

Dear Sir,

In terms of provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 I was appointed as the Scrutinizer by the Company on 13th December, 2014 for conducting the Postal Ballot and e-Voting process and furnish my report for obtaining the approval of members for the Special Resolutions set out in the Notice of Postal Ballot dated 13th December, 2014

I submit my report as under:

1. On the basis of the Register of Members and the List of Beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on 26th December, 2014, the Company completed dispatch of the Notice of Postal Ballot on 30th December, 2014:
 - by email to 2284 members who had registered their email ids with the Company or as provided by the Depositories or the Registrar and Share Transfer Agents and
 - by Registered Post/Courier to 4086 members in Physical Form.
2. I was informed that no physical forms were returned undelivered.
3. The Company has also published an advertisement in one English Newspaper i.e., "Financial Express" and in one Regional Newspaper i.e., "Prajashakti, Hyderabad Edition." on 3rd January, 2015 about the dispatch of the Notice and Postal Ballot Forms as required under the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014.
4. In terms of the aforesaid notice, members were required to convey their assent / dissent, as the case may be on or before 2nd February, 2015 in respect of the Special Resolutions as set out in the Notice of Postal Ballot dated 13th December, 2014:
 - In case of Postal Ballot Forms mailed to them by the Company, in pre paid envelopes addressed to me on or before 2nd February, 2015
 - In case of e-Voting, votes to be cast electronically on e-Voting platform provided by Karvy Computershare Private Limited on or before 2nd February, 2015 before 6.00 p. m.

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5. I received 61 Postal Ballot forms and 7 members casted their vote on the e-Voting Platform, till 2nd February, 2015, being the last date for receipt of duly completed postal ballots forms and e-Voting on Karvy portal, as per the said notice.
6. With the support of Karvy Computershare Private Limited, the Registrar and Share Transfer Agents of the Company the Postal Ballot Forms were scrutinized and signatures of members who had cast their votes were verified with their specimen signatures registered with the Company and as provided by the Depositories.
7. In case of e-Voting, Members' demographic details, their voting rights and voting pattern were provided by Karvy Computershare Private Limited.
8. The votes, if any, cast by member(s) both in physical form and e-Voting have been identified, in terms of the said Notice, votes cast through Physical forms were considered valid.
9. I have downloaded the e-Voting Report from Karvy website by using the Scrutinizer's Login ID and Password on 3rd February, 2015.
10. All the ballot forms received / votes casted in e-Voting website of Karvy upto the close of working hours i.e., 6.00 p.m. on 2nd February, 2015 being the last date and time fixed by the Company for receipt of the forms were considered for scrutiny.
11. No Envelopes containing the Postal Ballot Forms were received after 6.00 p. m., on 2nd February, 2015.
12. There are no defaced / mutilated ballot papers.
13. After the aforesaid scrutiny of the Postal Ballot Forms and taking into account the e-Voting results, I report that the Special Resolutions as contained in the said Notice has been passed with requisite majority.

I have annexed with this Report, the details of the Postal Ballot and e-Voting and the analysis of the Results of the Special Resolutions as contained in the said Notice.

Place: Secunderabad
Date: 04.02.2015


K. Jhansi Laxmi
Company Secretary in Practice
C. P. No. 10744

ANNEXURE**Details of the Postal Ballot and e-Voting relating to Resolution No. 1**

Resolution No. 1 – To increase the Authorised Share Capital from Rs. 10,00,00,000/- divided into 1,00,00,000 Equity Shares of Rs. 10/- each to Rs. 20,00,00,000/- divided into 2,00,00,000 Equity Shares of Rs. 10/- each by creation of additional 1,00,00,000 Equity Shares of Rs. 10/- each ranking pari passu in all respect with the existing Equity Shares under the provisions of Section 61 and 64 of the Companies Act, 2013

A	Postal Ballot	
	Number of Forms received	61
	Number of Invalid Forms	5
	No. of Valid Forms (A)	56
B	e-Voting	
	Number of members who participated in e-Voting	7
	Votes casted in physical form so not accounted	0
	Number of Invalid e-Votes	0
	Number of Valid e-Votes (B)	7
	TOTAL (A+B)	63

Analysis of Special Resolution No. 1 as set out in the Notice

Particulars	Number of			Number of votes contained in			Percentage
	Postal Ballot Forms	e-Votes	Total	Postal Ballot Forms	e-Votes	Total	Total
Invalid	5	0	5	301	0	301	0.01
Assent	56	6	62	4035551	61419	4096970	99.99
Dissent	0	1	1	0	1	1	0
Total	61	7	68	4035852	61420	4097272	100.00

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Details of the Postal Ballot and e-Voting relating to Resolution No. 2

Resolution No. 2 – Alteration of Capital Clause contained in the Memorandum of Association under the provisions of Section 13 and 61 of the Companies Act, 2013, for substituting Clause V(a) of the Memorandum of Association with the following Clause:

V a) "The Authorised Share Capital of the Company is Rs.20,00,00,000 (Rupees Twenty Crores only) divided into 2,00,00,000 (Two Crore) Equity Shares of Rs. 10/- each.

A	Postal Ballot	
	Number of Forms received	61
	Number of Invalid Forms	4
	No. of Valid Forms (A)	57
B	e-Voting	
	Number of members who participated in e-Voting	7
	Votes casted in physical form so not accounted	0
	Number of Invalid e-Votes	0
	Number of Valid e-Votes (B)	7
	TOTAL (A+B)	64

Analysis of Special Resolution No. 2 as set out in the Notice

Particulars	Number of			Number of votes contained in			Percentage
	Postal Ballot Forms	e-Votes	Total	Postal Ballot Forms	e-Votes	Total	Total
Invalid	4	0	4	201	0	201	0
Assent	56	6	62	4035236	61419	4096655	99.99
Dissent	1	1	2	415	1	416	0.01
Total	61	7	68	4035852	61420	4097272	100

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Details of the Postal Ballot and e-Voting relating to Resolution No. 3

Resolution No. 3 – Alteration of Capital Clause contained in the Articles of Association under the provisions of Section 14 and other applicable provisions of the Companies Act, 2013.

A	Postal Ballot	
	Number of Forms received	61
	Number of Invalid Forms	5
	No. of Valid Forms (A)	56
B	e-Voting	
	Number of members who participated in e-Voting	7
	Votes casted in physical form so not accounted	0
	Number of Invalid e-Votes	0
	Number of Valid e-Votes (B)	7
	TOTAL (A+B)	63

Analysis of Special Resolution No. 3 as set out in the Notice

Particulars	Number of			Number of votes contained in			Percentage
	Postal Ballot Forms	e-Votes	Total	Postal Ballot Forms	e-Votes	Total	Total
Invalid	5	0	5	301	0	301	0.01
Assent	55	6	61	4035136	61419	4096555	99.98
Dissent	1	1	2	415	1	416	0.01
Total	61	7	68	4035852	61420	4097272	100

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Thus, the Special Resolutions (3 Items) as contained in the Notice of Postal Ballot dated 13th December, 2014 have been passed with Requisite Majority as required under the provisions of the Companies Act, 2013.

Place: Secunderabad
Date: 04.02.2015

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