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B . L. Kashyap And Sons Limited

Certified True Copy of the Minutes of the proceedings relating to declaration of results of postal ballot (including e-voting) of B.L. Kashyap and Sons Limited on Friday the 13th day of March 2015 at 4.30 p.m. at registered office of the Company at 409, 4th Floor, DLF Tower-A, Jasola, New Delhi-110025.

Present

1. Mr. Vinod Kashyap	Chairman
2. Mr. Vineet Kashyap	Managing Director
3. Mr. Vikram Kashyap	Joint Managing Director
4. Mr. Pushpak Kumar	Company Secretary of the Company
5. Mr. Rahul Jain	Scrutinizer for the Postal Ballot

Mr. Vinod Kashyap, Chairman informed that, pursuant to Section 110 and other applicable provisions of the Companies Act, 2013 ("the Act") read with Companies (Management and Administration) Rule, 2014, a Postal Ballot Notice dated 04.02.2015 (with Postal Ballot form and Prepaid business reply envelop) containing draft 8 Special Resolution and 1 Ordinary Resolution was sent to the shareholders of the Company for their assent and dissent on the following items:

- to approve the loan, investment and corporate guarantee limit of company u/s 186 of the Companies Act, 2013 in body corporate naming Soul Space Projects Limited.
- to approve the loan, investment and corporate guarantee limit of company under Section 186 of the Companies Act, 2013 in body corporates other than Soul Space Projects Limited
- to create Charge on the Assets of the company under section 180 (1) (a) of the Companies Act, 2013 in respect of borrowing

B.L. Kashyap And Sons Limited


Company Secretary

Regd. Office :

B L Kashyap And Sons Limited.

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- d. to approve the Corporate Debt Restructuring Scheme in relation to restructuring of the Company's debts.
- e. to approve the conversion of the loan into equity share capital of the company as per Corporate Debt Restructuring Scheme.
- f. to approve the transaction/agreement entered/to be entered between the Company and M/s BLK Lifestyle Limited, wholly owned subsidiary of the company for the purchase/installation of Wooden Doors/Door frames/Skin Doors/Beams/UPVC Doors and Windows from M/s BLK Lifestyle Limited.
- g. to approve the transaction/agreement entered/to be entered between the Company and M/s Soul Space Projects Limited, subsidiary of the company for the Civil Structural and Finishing Work for M/s Soul Space Projects Limited
- h. to approve and adopt new set of Articles of Association.
- i. ratification of remuneration payable to M/s. Sanjay Gupta & Associates (Cost Accountants), appointed as Cost Auditors by the Board.

The Board of director of the Company at their meeting held on 04.02.2015 had approved the said notice and also appointed Mr. Rahul Jain , practicing company secretary as scrutinizer for conducting the postal ballot (including e-voting) process in fair and transparent manner.

As per provisions of the Companies Act, 2013 read with rules thereunder, Company provided e- voting facility to its members to exercise their votes electronically. The e-voting portal of CDSL for voting purpose was remained open from 10.02.2015 at 10.00 am to 11.03.2015 upto 6.00 pm. Thereafter the same was disabled.

The Scrutinizer after carrying out scrutiny of results e-voting upto 6.00 pm 11.03.2015 submitted his report of 13.03.2015 as under.

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Item No.	Brief Particulars of the Resolutions	Numbers of total, valid and invalid votes received by the Scrutinizer			Numbers of shares and percentage of total votes casted in FAVOUR of the resolutions		Numbers of shares and percentage of total votes casted AGAINST the resolutions	
		Total number of votes received *	Total number of invalid Votes **	Total number of valid votes	Number of shares ***	Percent age of total votes (%)	Number of shares ****	Percentage of total votes
1.	Special Resolution to approve the Loan, Investment, Security and Corporate Guarantee limit of the company u/s 186 of the Companies Act, 2013 in body corporate naming Soul Space Projects Limited.	157102412	7623	157094789	157092953	99.9988	1836	0.0012
2.	Special Resolution to approve the Loan, Investment, Security and Corporate Guarantee limit of company under Section 186 of the Companies Act, 2013 in body corporates other than Soul Space Projects Limited.	157102412	7623	157094789	157084952	99.9937	9837	0.0063
3.	Special Resolution to approve creation of security on Company's assets u/s 180 (1) (a) of the Companies Act, 2013.	157102412	7623	157094789	157093712	99.9993	1077	0.0007

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		Total number of votes received *	Total number of invalid Votes **	Total number of valid votes	Number of shares ***	Percentage of total votes (%)	Number of shares ****	Percentage of total votes
4.	Special Resolution to approve the Corporate Debt Restructuring Scheme in relation to restructuring of the Company's debts.	157101812	7623	157094189	157094053	99.9999	136	0.0001
5.	Special Resolution to approve the conversion of the loan into equity share capital of the company.	157101812	7623	157094189	157094063	99.9999	126	0.0001
6.	Special Resolution to approve the transaction/agreement entered / to be entered between the Company and BLK Lifestyle Limited, wholly owned subsidiary of the company for the purchase/installation of Wooden Doors/Door Frames/Skin Doors/Beams/UPVC Doors and Windows from BLK Lifestyle Limited.	157101812	7623	157094189	157093602	99.9996	587	0.0004

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7.	Special Resolution to approve the transaction/agreement entered / to be entered between the Company and Soul Space Projects Limited, subsidiary of the company for the Civil Structural and Finishing Work for Soul Space Projects Limited.	157101812	7623	157094189	157093602	99.9996	587	0.0004
8.	Ordinary Resolution to approve and adopt new set of Articles of Association.	157101812	7623	157094189	157094162	100.0000	27	0.0000
9	Ordinary Resolution to ratify the remuneration payable to Sanjay Gupta & Associates (Cost Accountants) appointed as Cost Auditor by the Board.	157101767	7623	157094144	157085617	99.9946	8527	0.0054

*Total Voters are 178 out of which E-voters are Thirty Two (32) and Postal Ballot Forms are One Hundred and Forty Six (146).

**Number of Invalid Postal Ballot Forms are Twenty Nine (29).

***Four (4) Postal Ballot Forms have voted both in favour and against for separate resolutions. Four (4) E-voters have voted both in favour and against for separate resolutions.

****Six (6) Postal Ballot Forms have casted against out of which Four (4) have voted both in favour and against for separate resolutions. Five (5) E-voters have casted against out of which Four (4) have voted both in favour and against for separate resolutions.

Based on the Scrutinizer Report , The Chairman thereafter stated that the Special Resolutions from item no 1 to 8 and ordinary resolution item no 9 set out in the Notice dated 04.02.2015 were therefore duly approved by the requisite majority of the shareholders.

CERTIFIED TRUE COPY

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