



## Consolidated Scrutinizer's Report

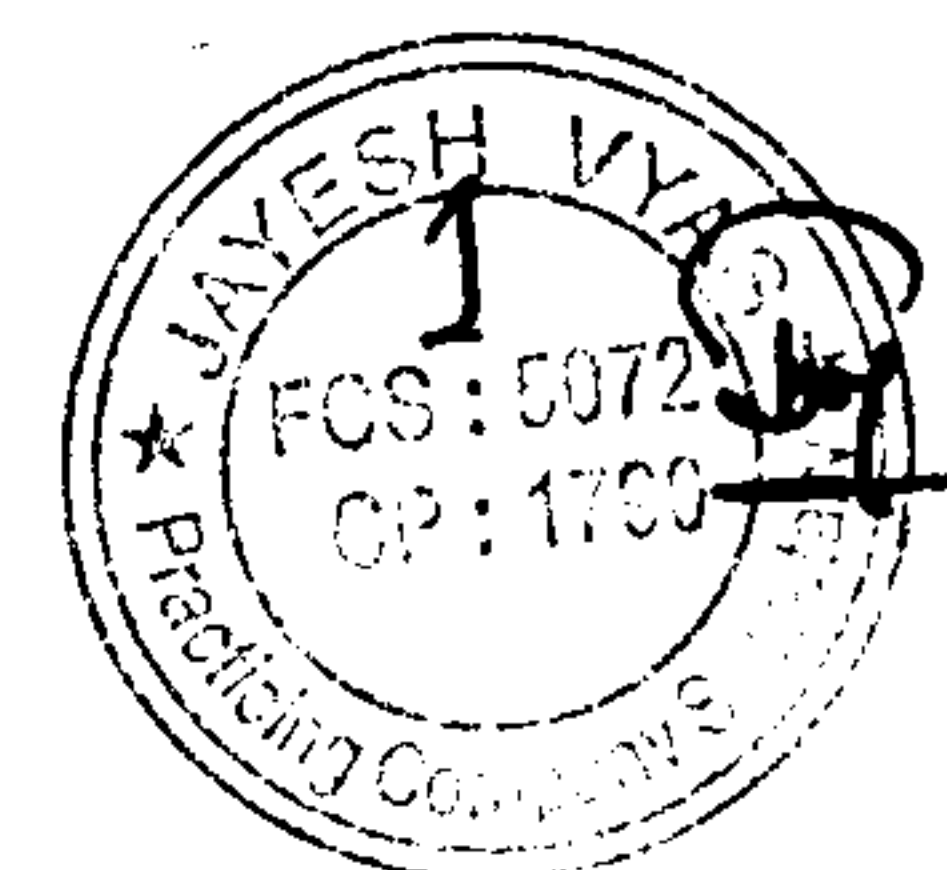
(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended )

To,

The Chairman of 41<sup>st</sup> Annual General Meeting ("AGM") of the Equity Shareholders of Kumaka Industries Limited held on 22<sup>nd</sup> September, 2015 at 2.30 p.m. at The Maharashtra Chamber of Commerce, Industry and Agriculture (MACCIA), Oricon House, 6th Floor, 12, K.Dubhash Marg, Near Kala Ghoda, Fort, Mumbai - 400001.

Dear Sir,

1. I, Jayesh Vyas of Jayesh Vyas & Associates, Practising Company Secretaries of Vadodara, have been appointed by the Board of Directors as Scrutinizer of Kumaka Industries Limited (The Company) as per the Provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the remote e-voting and physical ballot process in a fair and transparent manner and ascertaining requisite majority on e-voting and physical ballot carried out in respect of the resolutions passed at the 41<sup>st</sup> Annual General Meeting of the members of the Company, held on 22<sup>nd</sup> September, 2015 at 2.30 p.m. at The Maharashtra Chamber of Commerce, Industry and Agriculture (MACCIA), Oricon House, 6th Floor, 12, K.Dubhash Marg, Near Kala Ghoda, Fort, Mumbai - 400001.
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act 2013, and the Rules relating to the voting through electronic means (by remote e-voting) and voting by using physical ballots by the shareholders on the resolutions proposed in the Notice of the 41<sup>st</sup> Annual General Meeting of the Company. My responsibility as a scrutinizer for the e-voting process and physical ballot is restricted to make a scrutinizer's report of the vote cast "in favour" or "against" the resolution as per Annexure, based on the reports generated from the e-voting system provided by CDSL, the authorized agency to provide e-voting facilities, engaged by the Company and of the voting through ballots received at the AGM.
3. I have issued separate Scrutinizers' Report dated 24<sup>th</sup> September, 2015 on the remote e-voting and on the physical ballot conducted at the venue of the AGM and I have submit consolidated scrutinizer's report pursuant to Rule 20(4)(xii) on all the resolutions contained in the Notice of the aforesaid Annual General Meeting.
4. The result of the voting is as under:






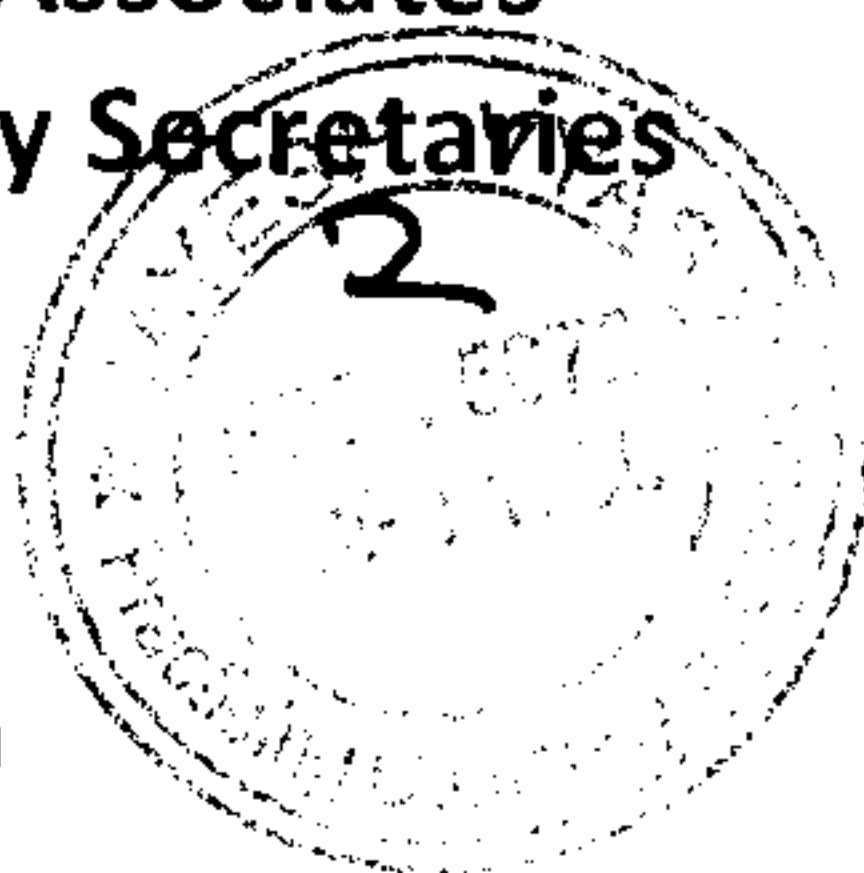
Item No. of Notice	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Number	% of total number of valid votes cast	Number	% of total number of valid votes cast	Number
Item No. 1 - Adoption of Audited Financial Statement consisting of Balance Sheet as at 31 <sup>st</sup> March, 2015, Profit and Loss and Cash Flow Statement for the year ended 31 <sup>st</sup> March, 2015 together with the Reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)	1,05,85,950	100%	0	0	0
Item No. 2 - To appoint a Director in place of Mr. Pankaj Manilal Kadakia, who retires by rotation and being eligible offers himself for re-appointment. (Ordinary Resolution)	1,05,85,950	73.27%	0	0	28,29,450
Item No. 3 - To ratify the appointment of Statutory Auditors of the Company and fix their remuneration. (Ordinary Resolution)	1,05,85,950	100%	0	0	0
Item No. 4 - To appoint Mrs. Madhvi Kadakia (DIN-02570340) as a Director of the Company. (Ordinary Resolution)	1,05,85,950	63.08	0	0	39,07,850

5. All relevant records of electronic voting will remain in our safe custody until the Chairman considers, approves and signs the minutes of the 41<sup>st</sup> Annual General Meeting and the same shall be handed over thereafter to the Chairman for safe keeping.

Thanking you,

For Jayesh Vyas & Associates  
Practising Company Secretaries

  
Jayesh Vyas  
Proprietor  
FCS-5072 : CP-1790  
Place : Vadodara  
Date : 24-09-2015





### Scrutinizer's Report on remote e-voting

To,

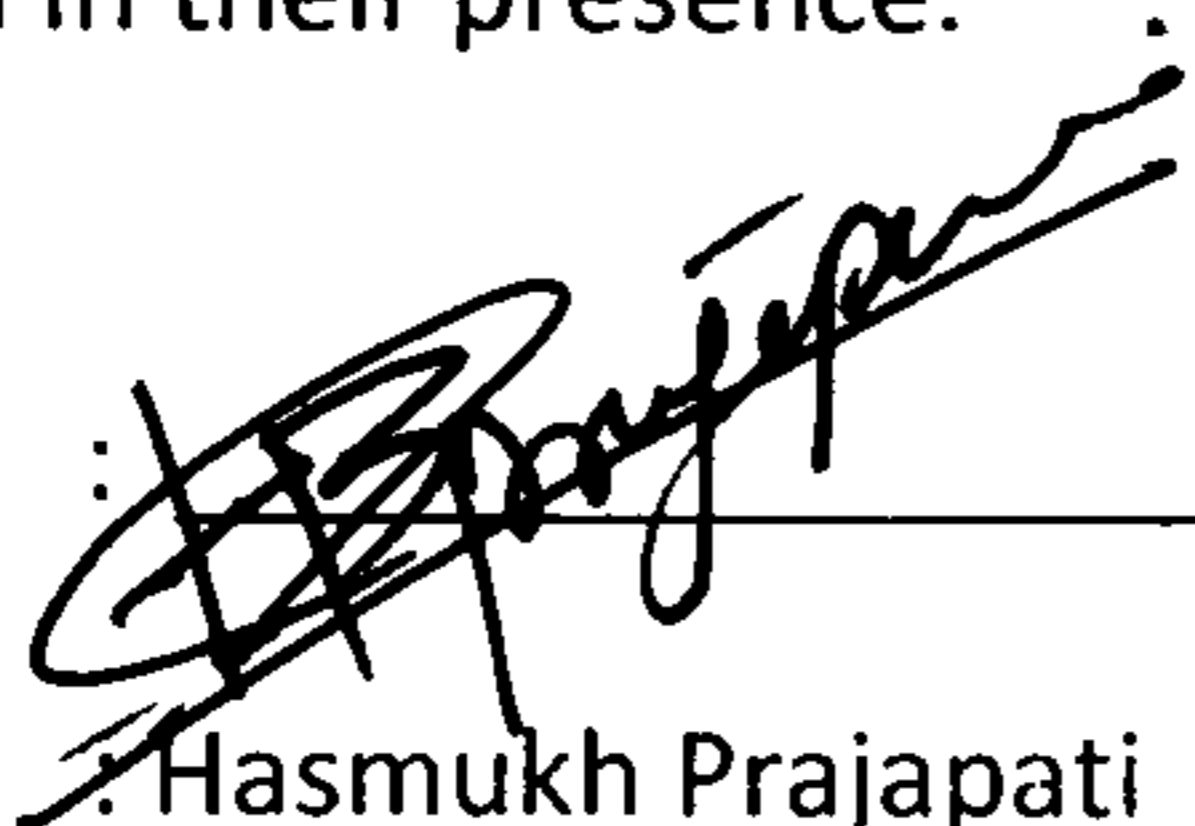
The Chairman of 41<sup>st</sup> Annual General Meeting ("AGM") of the Equity Shareholders of Kumaka Industries Limited held on 22<sup>nd</sup> September, 2015 at 2.30 p.m. at The Maharashtra Chamber of Commerce, Industry and Agriculture (MACCIA), Oricon House, 6th Floor, 12, K.Dubhash Marg, Near Kala Ghoda, Fort, Mumbai - 400001.

Dear Sir,

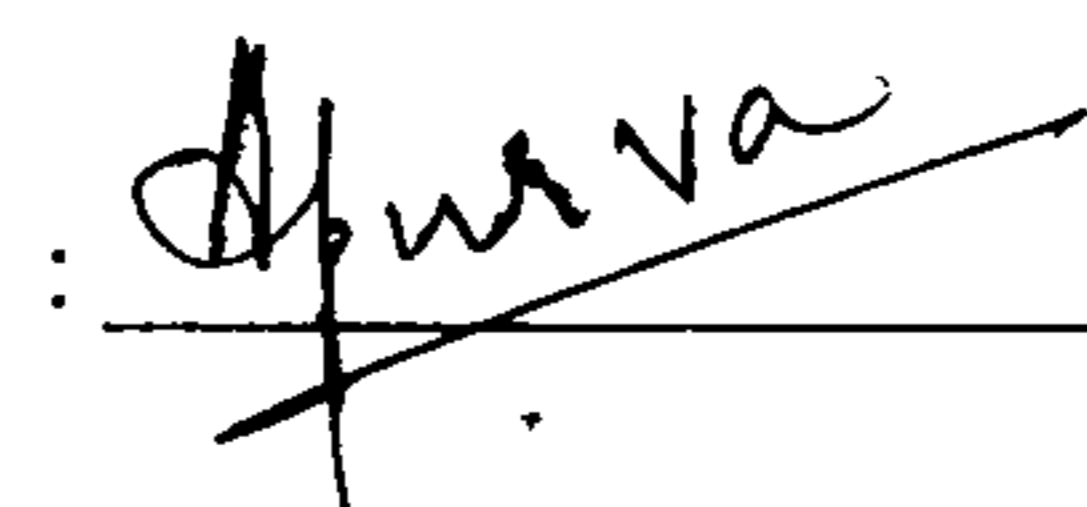
I, Mr. Jayesh Vyas of Jayesh Vyas & Associates, Practising Company Secretaries, appointed as the Scrutinizer as per the letter dated 11<sup>th</sup> May, 2015 issued by the Company in terms of clause 35B of the Listing Agreement and provisions of Section 108 of the Companies Act, 2013 read with Rule 20(ix) of Companies (Management and Administration) Rules, 2014 for the purpose of remote e-voting by electronic means on the below mentioned resolution(s), on agenda as contained in the Notice dated 11<sup>th</sup> May, 2015, submitted my report as under.

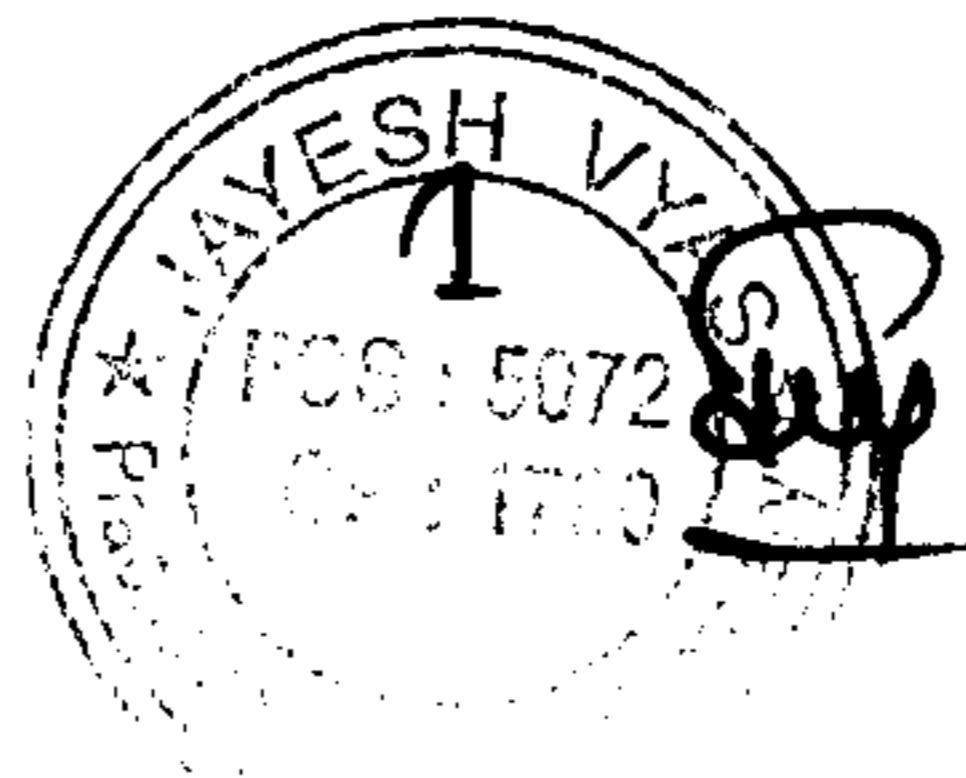
1. Pursuant to Section 108 of the Act and 3(1) of Rule 20 of the Companies (Management & Administration) Rules, 2014, the Notice convening the Meeting including Statement under section 102 of the Act has been dispatched by the Company and by subsequently, the notice convening the meeting was also placed on the website of the Company. The members of the Company were given an option to vote electronically on e-voting platform, provided by the Central Depository Services (India) Limited (CDSL).
2. The e-voting period commenced on Saturday, 19<sup>th</sup> September, 2015 at 9.00 a.m. and end on Monday, 21<sup>st</sup> September, 2015 at 5.00 p.m.
3. The Shareholders holding shares as on the "cut-off" date i.e. 15<sup>th</sup> September, 2015 were entitled to vote on the proposed resolutions (Item No.1 to 4 as set out in the Notice of the 41<sup>st</sup> Annual General Meeting of Kumaka Industries Limited.
4. The votes cast were unblocked on Wednesday, 23<sup>rd</sup> September, 2015 at 10.30 a.m. in the presence of two witnesses, Mr. Hasmukh Prajapati and Ms. Apurva Dubey, who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Signature :

  
Name : Hasmukh Prajapati

Signature :

  
Name : Apurva Dubey



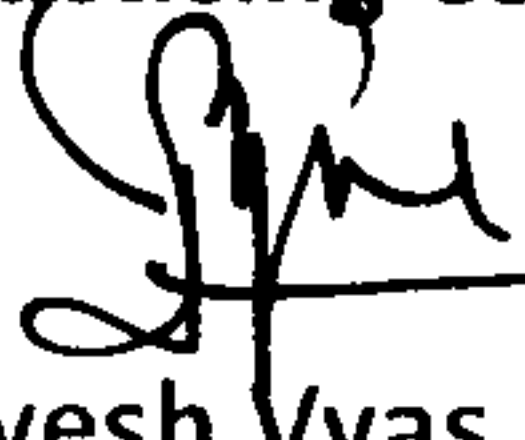


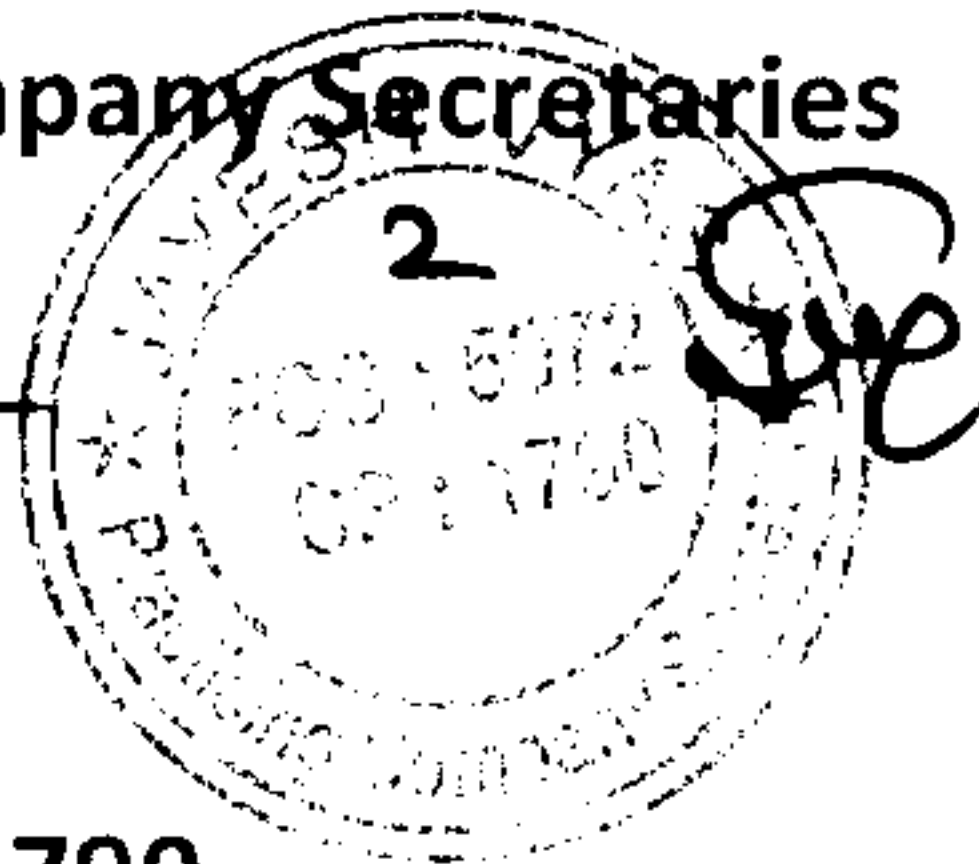
5. A register has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, folio number or client id of the shareholders, number of shares held by them, nominal value of such shares. As there were no shares with differential voting rights, the question of maintaining the list of shares with differential voting rights did not arise.
6. No corporate members has participated in the e-voting.
7. Based on the results made available to me, 35 members have cast their votes on e-voting platform and I have annexed with this Report the details and analysis of the e-voting results for each of the Four agenda items contained in the said Notice.
8. A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
9. The data sheet relating to remote e-voting and other related papers/registers, records and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

For Jayesh Vyas & Associates  
Practising Company Secretaries

  
Jayesh Vyas  
Proprietor  
FCS-5072: CP-1790



Place.: Vadodara  
Date : 24-09-2015



Based on the Reports generated , the results of the remote e-voting is as under ;

Sr.No.	Resolution No. as given in the Notice of 34 <sup>th</sup> Annual General Meeting	Particulars of Vote Cast			Results declared
			Electronic Voting		
			Nos.	%	
	<b>Ordinary Business</b>				
1.	Adoption of Audited Financial Statement consisting of Balance Sheet as at 31 <sup>st</sup> March, 2015, Profit and Loss and Cash Flow Statement for the year ended 31 <sup>st</sup> March, 2015 together with the Reports of the Board of Directors and Auditors thereon. <b>(Ordinary Resolution)</b>	Vote Cast in favour	1,05,84,350	100%	Approved unanimously
		Vote Cast against	Nil	Nil	
		<b>Total</b>	<b>1,05,84,350</b>	<b>100%</b>	
2.	To appoint a Director in place of Mr. Pankaj Manilal Kadakia, who retires by rotation and being eligible offers himself for re-appointment. <b>(Ordinary Resolution)</b>	Vote Cast in favour	77,54,900	73.26%	Approved unanimously
		Vote Cast against	Nil	Nil	
		<b>Total</b>	<b>77,54,900</b>	<b>73.26%</b>	
3.	To ratify the appointment of Statutory Auditors of the Company and fix their remuneration. <b>(Ordinary Resolution)</b>	Vote Cast in favour	1,05,84,350	100%	Approved unanimously
		Vote Cast against	Nil	Nil	
		<b>Total</b>	<b>1,05,84,350</b>	<b>100%</b>	
4.	To appoint Mrs. Madhvi Kadakia (DIN-02570340) as a Director of the Company. <b>(Ordinary Resolution)</b>	Vote Cast in favour	66,76,500	63.08%	Approved unanimously
		Vote Cast against	Nil	Nil	
		<b>Total</b>	<b>66,76,500</b>	<b>63.08%</b>	



**FORM NO. MGT – 13**  
**Scrutinizer's Report on Poll**

*[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]*

To,

The Chairman of 41<sup>st</sup> Annual General Meeting of Shareholders of Kumaka Industries Limited held on 22<sup>nd</sup> September, 2015 at 2.30 p.m. at The Maharashtra Chamber of Commerce, Industry and Agriculture (MACCIA), Oricon House, 6th Floor, 12, K.Dubhash Marg, Near Kala Ghoda, Fort, Mumbai - 400001.

Dear Sir,

- I, Mr. Jayesh Vyas of Jayesh Vyas & Associates, Practising Company Secretaries of Vadodara, appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the 41<sup>st</sup> Annual General Meeting of Shareholders of Kumaka Industries Limited held on 22<sup>nd</sup> September, 2015 at 2.30 p.m. at The Maharashtra Chamber of Commerce, Industry and Agriculture (MACCIA), Oricon House, 6th Floor, 12, K.Dubhash Marg, Near Kala Ghoda, Fort, Mumbai - 400001, submit our report as under :

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and other two witnesses, Mr. Hasmukh Prajapati and Ms. Apurva Dubey , who are not in employment of the Company. Poll papers were diligently scrutinized and were reconciled with the records maintained by Link Intime India Pvt. Ltd., the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. I did not find any poll papers invalid.
4. Result of the Poll is annexed herewith Resolution-wise :
5. Soft copy of the list of equity shareholders who have voted "FOR", "AGAINST" for each resolution has been provided to the Chairman of the Company.
6. The Poll Papers and all other relevant records were sealed and handed over to the Chairman authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

**For Jayesh Vyas & Associates**  
**Practising Company Secretaries**

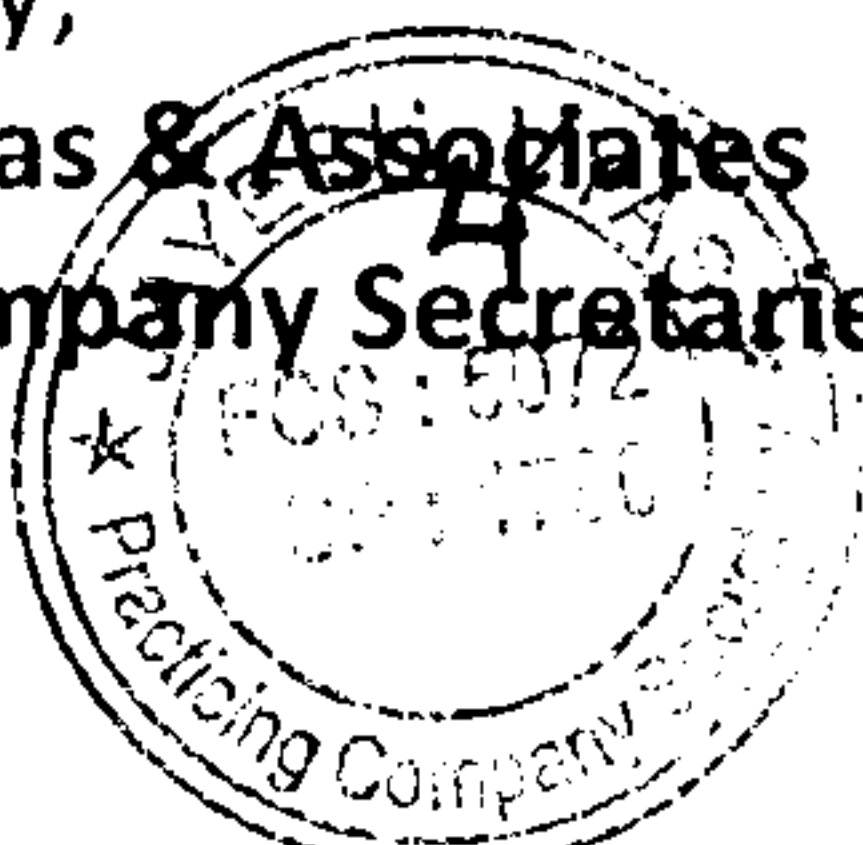
  
Jayesh Vyas

Proprietor

FCS-5072 : CP-1790

Place : Vadodara

Date : 24-09-2015





Annexure - I

The Result of the Poll is as under :

**Resolution No. 1 – Ordinary Resolution – Adoption of Audited Financial Statement consisting of Balance Sheet as at 31<sup>st</sup> March, 2015, Profit and Loss and Cash Flow Statement for the year ended 31<sup>st</sup> March, 2015 together with the Reports of the Board of Directors and Auditors thereon.**

(i) Voted **in favour** of the resolution :

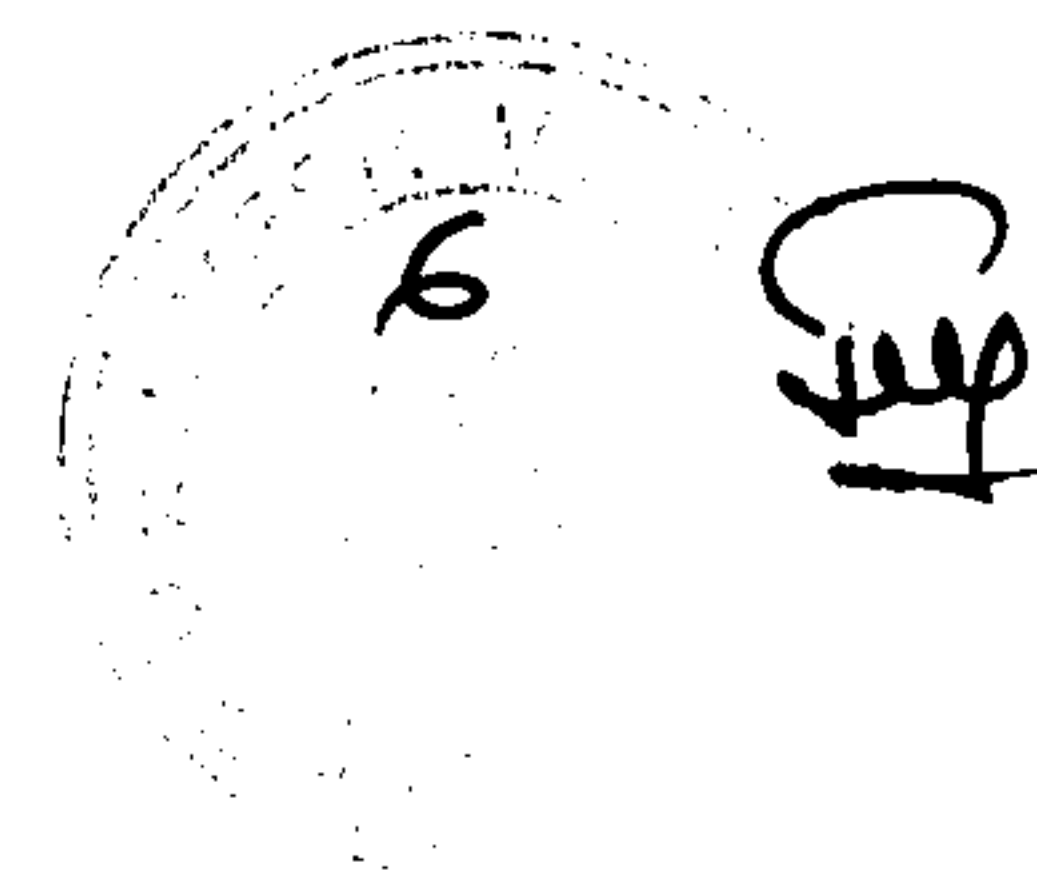
Number of members present and voting (in presence or proxy)	Number of votes cast by them	% of total number of valid votes cast
12	1600	100

(ii) Voted **against** the resolution :

Number of members present and voting (in presence or proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes :

Number of members present and voting (in presence or proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL





Annexure - II

The Result of the Poll is as under :

**Resolution No. 2 – Ordinary Resolution – To appoint a Director in place of Mr. Pankaj Manilal Kadakia, who retires by rotation and being eligible offers himself for re-appointment.**

(i) Voted **in favour** of the resolution :

Number of members present and voting (in presence or proxy)	Number of votes cast by them	% of total number of valid votes cast
12	1600	100

(ii) Voted **against** the resolution :

Number of members present and voting (in presence or proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes :

Number of members present and voting (in presence or proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

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Annexure - III

The Result of the Poll is as under :

**Resolution No. 3 – Ordinary Resolution** – To ratify the appointment of Statutory Auditors of the Company and fix their remuneration.

(i) Voted **in favour** of the resolution :

Number of members present and voting (in presence or proxy)	Number of votes cast by them	% of total number of valid votes cast
12	1600	100

(ii) Voted **against** the resolution :

Number of members present and voting (in presence or proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes :

Number of members present and voting (in presence or proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

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Annexure - IV

The Result of the Poll is as under :

**Resolution No. 4 – Ordinary Resolution – To appoint Mrs. Madhvi Kadakia (DIN-02570340) as a Director of the Company.**

(i) Voted **in favour** of the resolution :

Number of members present and voting (in presence or proxy)	Number of votes cast by them	% of total number of valid votes cast
12	1600	100

(ii) Voted **against** the resolution :

Number of members present and voting (in presence or proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes :

Number of members present and voting (in presence or proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

