## PRASAD RAGHUNATH BARASKAR

## **COMPANY SECRETARIES**

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New Sai Charan Complex Bldgno 2 "B" wing Flat No.3, Ground Flr, Prabhakar Dattu Mhatre Road, Behind Goddev Village, Bhayandar (East)-401105

## Consolidated Scrutinizer's Report

[Pursuant to Section 108 of The Companies Act, 2013] (Rule 20 of The Companies (Management and Administration) Rules 2014

To
The Chairman of 23<sup>rd</sup> Annual General Meeting of the members of
Kaiser Corporation Limited (the Company) held on
30<sup>th</sup> day of September, 2016 at 11 a.m. at K K (Navsari)
Chambers, 39B, Ground Floor, A. K. Nayak Marg, Fort,
Mumbai 400 001

Dear Sir,

Sub: Scrutinizer's Report on remote 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 and Administration) Rules 2014 (the Rule) as amended in respect of E Voting and Postal Ballot results of the members of Kaiser Corporation Limited for the 23rd Annual General Meeting held on 30th day of September 2016.

- 1. I, Prasad Raghunath Baraskar Secretary in practice. (ACS No 30414 CP No. 12854) of **Prasad Raghunath Baraskar**, **Company Secretary** of New Sai Charan Complex Bldg No 2 "B" wing Flat No 3 Ground Flr, Prabhakar Dattu Mhatre Road, Behind Goddev Village, Bhayandar (East)-401105 been appointed as a Scrutinizer by the Board of Directors of Kaiser Corporation Limited (the Company) for the purpose of scrutinizing the E-Voting/Physical Ballot/Poll under The provisions of Section 108 of The Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules. 2014 (Rules) related to the agenda items transacted at the 23rd Annual General Meeting of the members of Kaiser Corporation Limited (the Company) held on 30th day of September, 2016 at 11.00 a.m. at at K K (Navsari) Chambers, 39B, Ground Floor, A. K. Nayak Marg, Fort, Mumbai-400 001
- 2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act. 2013 and Rules relating to E- Voting and Physical Ballot and Poll taken at the Annual General Meeting. My responsibility as a scrutinizer is restricted to make a Scrutinizer's report of the votes cast in favour or against the resolutions based on the reports generated from the E-Voting system provided by CDSL and through Physical Ballot at the Annual General Meeting and any postal Ballot which was received through physical mail.



- 3. I submit my report as under:
- a) The e-voting period begins at 09.00 a.m., on Tuesday the 27th September 2016 and ends at 05.00 p.m., on Thursday 29th September 2016. The votes received electronically from the Shareholders till Thursday 29th September 2016 upto 05.00 p.m. being the last date and time fixed by the Company for e-voting was considered for my scrutiny.
- b) At the AGM, the chairman announced that the Members present at the AGM and who have not cast their vote by E-Voting or through the Physical mail can exercise their voting rights through the Poll which was made available at the Venue of the AGM

| Items no. of Notice   | Notice Votes in the favour of the Resolution |  | Votes against the<br>Resolution |       | Invalid Votes |                              | Total Votes |
|---|--|--|---------------------------------|-------|---------------|------------------------------|-------------|
|   | Nos.   | % of total<br>number of<br>valid votes<br>cast (Favour<br>and Against) | Nos.                            |       | Nos.          | % of total number of Invalid | Nos.        |
| As an Ordinary Resolution for Adoption of a) Audited Financial statement of the Company for the financial year ended 31st March, 2016 together with the reports of the Board of Directors and Auditors thereon, b) Audited Consolidated financial statement of the Company for the financial year ended 31st March, 2016 together with the reports of the Auditors Thereon. | 46792790                                     | 99.999   | 50                              | 0.001 | 0             | votes 0.00                   | 46792840    |
| Item No. 2 of the Notice  Item No. 2 of the Notice (As an Ordinary Resolution for the Re-appointment of Mr. Bhushanlal Arora as the Executive Director of the Company.  Item No. 3 of the Notice  | 46792790                                     | 99,999   | 50                              | 0.001 | 0.00          | 0.00                         | 46792840    |
| ( As an Ordinary Resolution for the appointment of M/S.Suresh Surana & Associates LL P Chartered Accountants, (Firm Registration No.  |  | 77.777   | 50                              | 0.001 | 0             | 0.00                         | 46792840    |

| 121750W/100010W) as<br>Statutory Auditors and fix<br>their remuneration.  |          |       |    |      |   |      |          |
|---|----------|-------|----|------|---|------|----------|
| Item No. 4 of the Notice  | 17641260 | 99.99 | 50 | 0.01 | 0 | 0.00 | 17641310 |
| (As a Special Resolution for<br>the Transactions with Related<br>Parties. Under Section 188 of<br>The Companies Act 2013. |          |       |    |      |   |      |          |

- c) Thereafter total of 8 Ballot forms were received from shareholders at the venue were given to me and duly held in my safe custody.
- c) I have monitored the process of electronic voting through the scrutinizer's secured link
- d) As per the requirement of The Companies Act 2013 the particulars of all votes received (through Physical & electronic mode) from the Members have been accordingly entered in a register separately maintained for the purpose. None of the incomplete, unsigned or incorrect Ballot forms have been considered.
- e) I further report that the e-voting data and physical Ballots were scrutinized by me for verification of Votes cast in favour and against the resolution. The signatures verification process was also conducted by the Registrar and Transfer Agents of the company i.e. M/S Purva Sharegistry (India). Pvt. Limited.

| Sr.<br>No. | Particulars  | No. of PBF/E-Voting | No. of shares voted |
|------------|--|---------------------|---------------------|
| a)         | Postal Ballot Forms received                               | 8                   | 13612030            |
| b)         | E-Voting Confirmations                                     | 6                   | 33180810            |
|            | Total  | 14                  | 46792840            |
| c)         | Less: Invalid no. of votes casted for resolution no 1 to 3 | . 0                 | 0                   |
| d)         | Valid no. of votes casted for resolution No 1 to 3         | 14                  | 46792840            |

| Sr. | Particulars   | No. of PBF/E-Voting | No. of shares voted  |
|-----|---|---------------------|----------------------|
| No. |   | Total State         | 140. Of shares voted |
| a)  | Valid Postal Ballot Forms received                    | 8                   | 25500                |
| b)  | E-Voting Confirmations                                | 4                   | 17615810             |
|     | Total   | 12                  | 17641310             |
| c)  | Less: Invalid no. of votes casted for resolution no 4 | 0                   | 0                    |
| d)  | Valid no. of votes casted for resolution No 4         | 12                  | 17641310             |
|     | •   |                     |                      |

4. Subsequently the votes were unblocked in the presence of two witness i.e. Mr. Gitesh Nimkar and Mr. Pradeep Ghume who are not the employees of the company.



5. The Register and all other papers relating to e-voting/Physical Ballot shall remain in our safe custody until the chairman considers, approve and sign the minutes of the Annual General Meeting and thereafter the same shall be handed over to the company.

C.P. No. 12854
Membership No. 30414

For Prasad Raghunath Baraskar Practicing Company Secretaries.

Membership No. 30414

C.P. No. 12854

Place: Mumbai Dated: 30th September, 2016.