



Dated: 01st October 2019

To,

The Manager-Listing Compliance
Metropolitan Stock Exchange of India Limited
Vibgyor Towers, 4th floor, Plot No C 62,
G - Block, Opp. Trident Hotel,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400098.

Sub: Voting Results of 36th Annual General Meeting held on 30th September, 2019

Dear Sir

Pursuant to regulation 44 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclosed herewith voting results for 36th Annual General Meeting of the Company held on 30th September, 2019 At E-292, Sarita Vihar, New Delhi-110044.

You are requested to kindly take above information on your records.

For M/s KCL Limited
Formerly Known as Khemka Containers Limited


Amit Aggarwal
Company Secretary

KCL LIMITED

www.kcl.co.in

CIN : L74899DL1983PLC068008

Registered Office

E - 292, Sarita Vihar, New Delhi (India),
Ph : 91-011-26972334, 26955419
E-mail : info@kcl.co.in

Corporate Office :

297, Sector - 24, Faridabad - 121005,
Ph : 91-0129-2232161, 2232167
Fax : +91-0129-2232672
E-mail : fbd@kcl.co.in

Printing Division :

135, Sector - 24, Faridabad - 121005,
Ph : 91-0129-4180300, Fax : 91-0129-4018883
E-mail : info@kcl.co.in

Corrugation Unit:

11 - B, Udyog Vihar, Greater Noida - 201306,
Ph : 91-0120-2560416, 2560417
Fax : +91-0120-2560419
E - mail : g.noida@kcl.co.in

SCRUTINIZER'S REPORT FOR E-VOTING & POLL OF KCL LIMITED

To,

THE CHAIRMAN,
KCL LIMITED
E-292, SARITA VIHAR,
NEW DELHI - 110044

Sub: CONSOLIDATED REPORT OF SCRUTINIZER'S ON REMOTE E-VOTING AND POLL CONDUCTED AT THE 36TH ANNUAL GENERAL MEETING OF KCL LIMITED HELD ON MONDAY, 30TH DAY OF SEPTEMBER, 2019 AT 01:00 P.M. AT E-292, SARITA VIHAR, NEW DELHI - 110044.

Dear Sir,

We, M/s Vikas Verma & Associates, Company Secretaries in Practice having office at B-502, Statesman House, 148, Barakhamba Road, New Delhi -110001 were appointed as the Scrutinizer by the Board of Directors of KCL LIMITED ("the Company") for the purpose of scrutinizing the e-voting started on Friday, 27th September, 2019 (9:00 A.M. IST) and ends on Sunday, 29th September, 2019 (5:00 P.M. IST) and the Poll taken on resolutions at the 36th AGM of KCL LIMITED held on Saturday, 30th September, 2019 at 01:00 P.M. at E-292, Sarita Vihar, New Delhi 110044.

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means and voting by poll by the shareholders on the resolutions proposed in the Notice of the 36th Annual General Meeting of the Company is the responsibility of management. Our responsibility as the scrutinizer is to ensure that the voting process, both through electronic means and by poll, at the meeting are conducted in a fair and transparent manner and to render consolidated scrutinizer's report of the total votes cast "in favour or against", if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system and also at the time of poll at AGM.

We hereby report as under:

1. The Company has sent Electronic Copy of the Notice of the 36th Annual General Meeting, the Annual Report 2018-2019, Attendance Slip & Proxy Form to Equity Shareholders whose e-mail IDs are registered with the Company/Depository and to all other members at their registered address's per the records of the Company.
2. As per the provisions of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 and Regulation 44 of the SEBI (LODR) Regulation, 2015 the Company had provided the facility of electronic voting to Equity shareholders to cast votes electronically and also at the 36th AGM by means of poll. The entitlement to voting by equity Shareholders was determined on the basis of shareholding as on cut-off date i.e. 23rd September, 2019.



B-502, 5th Floor, Statesman House, 148, Barakhamba Road, New Delhi-110001

Off. No. 011 43029809, 09953573236

Website : www.vvanda.com

3. As prescribed in clause (v) of Sub Rule 3 of the Rule 20 of the Companies (Management and Administration) Rules, 2014. Company also released as advertisement, publish in English in "Impressive Times" and in Hindi in "Naya India" each dated September 06, 2019.
4. The Company extended the facility of electronic voting to the shareholders of the Company from Friday, 27th September, 2019 (9:00 A.M. IST) and ends on Sunday, 29th September, 2019 (5:00 P.M. IST) through the National Securities Depository Limited ("NSDL") being the service provider for providing the facility of e-voting to the shareholders on their website <https://www.evoting.nsdl.com>.
5. At the 36th AGM of the Company held on 30th September, 2019, the Chairman of the Company called for a Poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the Poll process. One ballot box kept for collecting poll papers was locked in our presence with due identification marks was placed by us.
6. The locked ballot box was subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
7. We have already submitted our report for the poll taken at the meeting in form no. MGT-13 to the Chairman separately as per the Section 109 of the Companies Act, 2013.
8. Total 7 members attended the meeting personally.
9. The consolidated results of the e-voting and poll taken is as under:-

a) As an Ordinary Resolution- Item No.1

Adoption of Audited Financial Statements of the Company for the financial year ended 31 March, 2019 together with the report of Board of Directors ('the Board') and Auditors thereon.

1. Voted in Favour of the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	7	1759410	100 %
Electronic (e-voting)	0	0	0
Total	7	1759410	100 %

2. Voted against the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	0	0	0
Electronic (e-voting)	0	0	0
Total	0	0	0



3. Invalid Votes/Not Voted/ Abstain

Particulars	Total number of members whose votes were declared Abstain / invalid	Total number of votes cast by them
Physical	0	0
Electronic (e-voting)	0	0
Total	0	0

b) As an Ordinary Resolution- Item No.2

Re-appointment a Director in place of Mr. Rajeev Khemka (holding DIN No: 00103260), who retires by rotation, and being eligible offers himself for reappointment.

1. Voted in Favour of the resolution:

Particulars	Number members voted	of who	Number of votes cast by them	% of total number of valid votes cast
Physical	2		400	100 %
Electronic (e-voting)	0		0	0
Total	2		400	100 %

2. Voted against the resolution:

Particulars	Number members voted	of who	Number of votes cast by them	% of total number of valid votes cast
Physical	0		0	0
Electronic (e-voting)	0		0	0
Total	0		0	0

3. Invalid Votes/Not Voted/ Abstain

Particulars	Total number of members whose votes were declared abstain/ invalid	Total number of votes cast by them
Physical	5	1759010
Electronic (e-voting)	0	0
Total	5	1759010

* There were some abstain/ invalid forms including vote cast by the related party which were treated as invalid as they were interested in the resolution and votes casted by them shall not be taken into account



The image shows a handwritten signature in black ink on the left. To its right is a circular official stamp. The stamp contains the text 'C.P. No. 1079' in the center and 'Company Secretary' at the bottom. The outer ring of the stamp is partially legible and appears to contain the name of the company.

c) As an Ordinary Resolution- Item No. 3

Re- appointment a Director in place of Mr. Deeptanshu Khemka (holding DIN No: 07484360), who retires by rotation, and being eligible offers himself for reappointment.

1. Voted in Favour of the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	2	400	100 %
Electronic(e-voting)	0	0	0
Total	2	400	100 %

2. Voted against the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	0	0	0
Electronic (e-voting)	0	0	0
Total	0	0	0

3. Invalid Votes/ Not Voted/ Abstain

Particulars	Total number of members whose votes were declared abstain /invalid	Total number of votes cast by them
Physical	5	1759010
Electronic (e-voting)	0	0
Total	5	1759010

* There were some abstain/ invalid forms including vote cast by the related party which were treated as invalid as they were interested in the resolution and votes casted by them shall not be taken into account.

d) As an Ordinary Resolution- Item No.4:

Appointment of M/s Rohit Baid & Co, Chartered Accountants (FRN No.031122N) as the Statutory Auditors of the Company.



1. Voted in Favour of the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	7	1759410	100 %
Electronic (e-voting)	0	0	
Total	7	1759410	100 %

2. Voted against the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	0	0	0
Electronic (e-voting)	0	0	0
Total	0	0	0

3. Invalid Votes/ Not Voted/ Abstain

Particulars	Total number of members whose votes were declared abstain/ invalid	Total number of votes cast by them
Physical	0	0
Electronic (e-voting)	0	0
Total	0	0

9. All relevant records were sealed and handed over to the Managing Director / Director authorized by the Board for safe keeping.
10. The e-voting results were unblocked in the presence of 2 witnesses who were not in the employment of the company.

Thanking you
Yours faithfully

For M/s. Vikas Verma & Associates
Company Secretaries



Vikas Kumar Verma

Vikas Kumar Verma
C.P.NO. - 10786
Membership No. F9192

Date: 30.09.2019
Place: New Delhi