



Dated: 04/10/2023

To

The Listing Department
Metropolitan Stock Exchange of India Limited
Building A, Unit 205A, 2nd Floor,
Piramal Agastya Corporate Park,
L.B.S Road, Kurla West, Mumbai - 400070

Subject: Submission of Consolidated Scrutinizer report on the Voting Results of 40TH Annual General Meeting held on September 30, 2023 in terms of Regulation 44(3) of SEBI (LODR) Regulations, 2015

Dear Sir/Mam,

Pursuant to Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith consolidated Scrutinizer report on remote e-voting and physical poll at 40TH Annual General Meeting of the Company held on September 30, 2023 at 11:00 AM at the Registered office of the company situated at E-292, Sarita Vihar, New Delhi-110044

Please take the same on your record and acknowledge the receipt of the same.

Thanking you,
Yours Faithfully

For KCL LIMITED

Company Secretary

Amit Aggarwal
Company Secretary & Compliance officer
Encl: Consolidated Scrutinizer Report 2023

KCL LIMITED

www.kcl.co.in

CIN: L74899DL1983PLC068008

Corporate Office:
Plot No. 297 Sector 24
Faridabad Haryana-121005
Phone: +91-129-2232161
Email: rk@kcl.co.in

Registered Office:
E-292 Sarita Vihar
New Delhi 110044
Ph: +91-11-26955419
Email : cs@kcl.co.in

Printing Division
Plot no.135 Sector 24
Faridabad Haryana-121005
Phone: +91-129-2232161
Email: info@kcl.co.in

Corrugation Division:
Plot No 11B, Udhyog Vihar,
Greater Noida-201306
Phone: +91-120-4293087
Email : info@kcl.co.in

FORM NO. MGT-13

REPORT OF SCRUTINIZER

*[Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 & 21 of
Companies (Management and Administration) Rules, 2014, as amended]*

To,
The Chairman,
KCL Limited
E-292, SARITA VIHAR, NEW DELHI, Delhi, India, 110044

**Subject: Consolidated Scrutinizer's Report on Remote E-voting and E-voting conducted for the
40th Annual General Meeting of KCL Limited held on 30th September, 2023 at 11:00 A.M. (IST)
at the Registered Office of the Company situated at E-292, SARITA VIHAR, NEW DELHI,
Delhi, India, 110044**

Dear Sir,

I, Vivek Rawal, Partner of M/s Vikas Verma & Associates, Company Secretaries having office at B-502, Statesman House, 148, Barakhamba Road, New Delhi -110001 were appointed as Scrutinizer by the Board of Directors of M/s **KCL Limited** ("the Company") pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rules 20 of the Companies (Management & Administration) rules 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015 for the purpose of scrutinizing the remote e-voting, on the below mentioned resolutions contained in the Notice of **40th Annual General Meeting** of M/s **KCL Limited** held on **Saturday, 30th September, 2023** at **11:00 A.M.** (IST) at the Registered Office of the Company situated at E-292, SARITA VIHAR, NEW DELHI, Delhi, India, 110044.

The compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to voting through electronic means by the Shareholders on the resolutions proposed in the **Notice of 40th Annual General Meeting** of the Company is the responsibility of management. My responsibility as a scrutinizer is to ensure that the voting process, through electronic means 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.

Office Address:- B-502, 5th Floor, Statesman House, 148, Barakhamba Road, New Delhi – 110001

Firm Registration No:- P2012DE081400, Udyog Aadhaar Number:- DL03D0019626

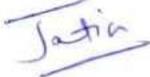
GST No.:- 07AAOFV2342L1ZR, Peer Review Certificate No.899/2020

Off. No.:- 011 43029809, +91 9953573236

Website:- www.vvanda.com



I, submit my report as under:

1. In terms of Section 108 of Companies Act, 2013 read with rules and SEBI Listing Regulations, 2015, the Company had made arrangement with National Securities Depository Limited. ("NSDL") for providing Remote E-voting facility to Members to cast their votes on all resolution set forth in AGM Notice.
 2. As per Rule 20 (4) Companies (Management & Administration) Rules, 2014 the Company published an advertisement on **09th September, 2023** in "Impressive Times" (English) and "Metro Media" (Hindi) newspapers about the dispatch of Notice dated **03.09.2023**.
 3. The voting period for remote e-voting commenced on **27th September, 2023 at 09:00 A.M. and ended on 29th September, 2023 at (05:00 P.M. IST)** and the NSDL e-voting platform was disabled thereafter.
 4. The Company had also provided remote e-voting facility to the shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier.
 5. The shareholders of the Company holding shares as on the "cut-off" date **23th September, 2023** were entitled to vote on the resolutions as contained in the Notice of the AGM.
 6. The Votes were unblocked on Wednesday, the 30th September 2023 around 02:00 P.M. IST after the Completion of AGM in the presence of two witness namely Ms. Muskan Singh Resident of R-9, Shakarpur Main Market, Near Bagga Jeweller, Delhi and Mr. Jatin Goyal Resident of Mb-26, Shakarpur, Delhi.
- 
(Muskan Singh)
- 
(Jatin Goyal)
7. We have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the National Securities Depository Limited ("NSSL") e-voting system. After the time fixed for closing of the e-voting i.e., **5:00 P.M. on 29th September, 2023**, and venue voting after AGM, an electronic report of the e-voting was generated by me by accessing the data available from the website <https://www.evoting.nsd.com/> of NSDL. Based on such reports generated by NSDL and relied upon by me, data regarding the e-votes was scrutinized on test check basis.
 8. I would like to mention that the voting rights of Members were in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e. **23rd September, 2023** and as per the Register of Members of the Company.
 9. The particulars of Voting and other requisite details have been entered in a separate register maintained for the purpose.
 10. The consolidated report as under on the results of the remote e-voting prior in respect of the said resolutions:



Item No. 1: Ordinary Resolution

A) Adoption of audited standalone financial statements for year ended march 31, 2023 and the reports of the board of directors and auditors thereon

1. Voted in Favor of the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	15	1021075	61.24%
E-voting at AGM	NIL	NIL	NIL
Physical	02	236000	14.15%
Total	17	1257075	75.40%

2. Voted against the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	NIL	NIL	NIL
E-voting at AGM	NIL	NIL	NIL
Physical	04	410175	24.60%
Total	04	410175	24.60%

3. Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	NIL	NIL
E-voting at AGM	NIL	NIL
Physical	NIL	NIL
Total	NIL	NIL

B) Adoption of audited Consolidated financial statements for year ended march 31, 2023 and the reports of the board of directors and auditors thereon

1. Voted in Favor of the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	15	1021075	61.24%
E-voting at AGM	NIL	NIL	NIL
Physical	02	236000	14.15%
Total	17	1257075	75.40%



2. Voted against the resolution:

Particulars	Number members of who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	NIL	NIL	NIL
E-voting at AGM	NIL	NIL	NIL
Physical	04	410175	24.60%
Total	04	410175	24.60%

3. Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	NIL	NIL
E-voting at AGM	NIL	NIL
Physical	NIL	NIL
Total	NIL	NIL

Item No. 2: Ordinary Resolution

To appoint a director in place of Mr. Rajeev Khemka (DIN: 00103260), who retires by rotation, and being eligible, offers himself for re-appointment:

1. Voted in Favour of the resolution:

Particulars	Number members of who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	15	1021075	61.24%
E-voting at AGM	NIL	NIL	NIL
Physical	02	236000	14.15%
Total	17	1257075	75.40%

2. Voted against the resolution:

Particulars	Number members of who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	NIL	NIL	NIL
E-voting at AGM	NIL	NIL	NIL
Physical	04	410175	24.60%
Total	04	410175	24.60%

3. Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	NIL	NIL
E-voting at AGM	NIL	NIL
Total	NIL	NIL



Item No. 3: Ordinary Resolution

To appoint a director in place of Mr. Deeptanshu Khemka (DIN:07484360), who retires by rotation, and being eligible, offers himself for re-appointment:

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
Remote E-voting	15	1021075	61.24%
E-voting at AGM	NIL	NIL	NIL
Physical	02	236000	14.15%
Total	17	1257075	75.40%

2. Voted against the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	NIL	NIL	NIL
E-voting at AGM	NIL	NIL	NIL
Physical	04	410175	24.60%
Total	04	410175	24.60%

3. Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	NIL	NIL
E-voting at AGM	NIL	NIL
Physical	NIL	NIL
Total	NIL	NIL

Item No. 4: Ordinary Resolution

Appointment of Statutory Auditor to fill casual vacancy:

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
Remote E-voting	15	1021075	61.24%
E-voting at AGM	NIL	NIL	NIL
Physical	06	646175	38.76%
Total	21	1667250	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
Remote E-voting	NIL	NIL	NIL
E-voting at AGM	NIL	NIL	NIL
Physical	NIL	NIL	NIL
Total	NIL	NIL	NIL

3. Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	NIL	NIL
E-voting at AGM	NIL	NIL
Physical	NIL	NIL
Total	NIL	NIL

Item No. 5: Ordinary Resolution

To appoint statutory auditor of the company and to fix their remuneration and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

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
Remote E-voting	15	1021075	61.24%
E-voting at AGM	NIL	NIL	NIL
Physical	06	646175	38.76%
Total	21	1667250	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
Remote E-voting	NIL	NIL	NIL
E-voting at AGM	NIL	NIL	NIL
Physical	NIL	NIL	NIL
Total	NIL	NIL	NIL



3. Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	NIL	NIL
E-voting at AGM	NIL	NIL
Total	NIL	NIL

Item No.6: Special Resolution

To Approve Continuation of directorship of Mrs. Chander Kala Khemka (DIN: 00103355) as a Non-Executive Non-Independent Director Beyond the Age of 75 Years in terms of Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in this regard, pass the following Resolution as a Special Resolution:

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
Remote E-voting	15	1021075	61.24%
E-voting at AGM	NIL	NIL	NIL
Physical	06	646175	38.76%
Total	21	1667250	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
Remote E-voting	NIL	NIL	NIL
E-voting at AGM	NIL	NIL	NIL
Physical	NIL	NIL	NIL
Total	NIL	NIL	NIL

3. Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	NIL	NIL
E-voting at AGM	NIL	NIL
Total	NIL	NIL



Item No.7: Special Resolution

To appoint Mr. Amrish Aggarwal (DIN: 07631515) as an Independent Director 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
Remote E-voting	15	1021075	61.24%
E-voting at AGM	NIL	NIL	NIL
Physical	2	236000	14.16%
Total	17	1257075	75.40%

2. Voted against the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	NIL	NIL	NIL
E-voting at AGM	NIL	NIL	NIL
Physical	04	410175	24.60%
Total	04	410175	24.60%

3. Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	NIL	NIL
E-voting at AGM	NIL	NIL
Total	NIL	NIL

Item No.8: Special Resolution

Appointment of Mrs. Vandana Khemka, W/o Mr. Rajeev Khemka (DIN 02479295) as a Woman Director and Non-Executive Non-Independent Director

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
Remote E-voting	15	1021075	61.24%
E-voting at AGM	NIL	NIL	NIL
Physical	06	646175	38.76%
Total	21	1667250	100%



2. Voted against the resolution:

Particulars	Number members of who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	NIL	NIL	NIL
E-voting at AGM	NIL	NIL	NIL
Physical	NIL	NIL	NIL
Total	NIL	NIL	NIL

3. Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	NIL	NIL
E-voting at AGM	NIL	NIL
Total	NIL	NIL

Item No.9: Special Resolution

Increase in the remuneration payable to Mr. Vardaan Khemka being related party, holding office or place of Profit in the Company and in this regard to pass the following resolution as an Ordinary Resolution.

1. Voted in Favour of the resolution:

Particulars	Number members of who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	15	1021075	61.24%
E-voting at AGM	NIL	NIL	NIL
Physical	2	236000	14.16%
Total	17	1257075	75.40%

2. Voted against the resolution:

Particulars	Number members of who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	NIL	NIL	NIL
E-voting at AGM	NIL	NIL	NIL
Physical	04	410175	24.60%
Total	04	410175	24.60%

3. Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	NIL	NIL
E-voting at AGM	NIL	NIL
Total	NIL	NIL



2. Voted against the resolution:

Particulars	Number members of who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	NIL	NIL	NIL
E-voting at AGM	NIL	NIL	NIL
Physical	NIL	NIL	NIL
Total	NIL	NIL	NIL

3. Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	NIL	NIL
E-voting at AGM	NIL	NIL
Total	NIL	NIL

Item No.12: Special Resolution

To Approve the revised payment of Remuneration to Mr. Ashish Khemka, (DIN:00103321), Executive Director of the Company

1. Voted in Favour of the resolution:

Particulars	Number members of who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	15	1021075	61.24%
E-voting at AGM	NIL	NIL	NIL
Physical	06	646175	38.76%
Total	21	1667250	100%

2. Voted against the resolution:

Particulars	Number members of who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	NIL	NIL	NIL
E-voting at AGM	NIL	NIL	NIL
Physical	NIL	NIL	NIL
Total	NIL	NIL	NIL

3. Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	NIL	NIL
E-voting at AGM	NIL	NIL
Total	NIL	NIL



Item No.13: Special Resolution

To Approve the revised payment of Remuneration to Mr. Deeptanshu Khemka, (DIN: 07484360), Executive Director 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
Remote E-voting	15	1021075	61.24%
E-voting at AGM	NIL	NIL	NIL
Physical	2	236000	14.16%
Total	17	1257075	75.40%

2. Voted against the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	NIL	NIL	NIL
E-voting at AGM	NIL	NIL	NIL
Physical	04	410175	24.60%
Total	04	410175	24.60%

3. Invalid Votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	NIL	NIL
E-voting at AGM	NIL	NIL
Total	NIL	NIL

This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on the website of the Company and (iii) website of NSDL.

Date: 03.10.2023

Place: New Delhi

UDIN: A043231E001160468

For & on behalf of
KCL Limited

RAJEEV Digitally signed
by RAJEEV
KHEMKA
Date:
2023.10.04
15:59:41 +05'30'

A
Rajeev Khemka
Chairperson AGM

Vikas Verma & Associates
(Company Secretaries)



Vivek Rawal
(Partner)

M. No. A43231
COP No.: 22687