

CS PRAVIN KUMAR DROLIA
DROLIA & COMPANY
(Company Secretary in whole time practice)
9, Crooked Lane, Kolkata - 700069
Mobile: 9831196869; Email: droliapravin@yahoo.co.in

FORM NO MGT 13

Report of Scrutinizer

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Chairman,
47th ANNUAL GENERAL MEETING
of Kabirdas Investments Limited,
Azimganj House, 7, Camac Street,
5th floor, Unit no 3B, Kolkata 700017,

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted on resolutions mentioned in the notice dated 5th September 2021 of 47th Annual General Meeting of Kabirdas Investments Limited held through **video conferencing (VC)/other audio-visual means (OAVM)** on Thursday 30th September, 2021 at 3.00 P.M

1. I, Pravin Kumar Drolia, (FCS No. 2366 & CP 1362) (Company Secretary in whole time practice of Kolkata) was appointed as the Scrutinizer, by the Board of Directors of your Company in their meeting held on 13th August, 2021 in terms of the provisions of Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Amendments Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) for the purpose of scrutinizing and ascertaining the results of voting by electronic means i.e. remote e-voting on the following resolutions mentioned in the notice of AGM as aforesaid passed by the Members through **video conferencing (VC)/other audio-visual means (OAVM)** on Thursday, 30th September, 2021 at 3.00 P.M in a fair and transparent manner.

Resolution Number	Type of Resolution	Particulars
1.	Ordinary Resolution	To receive, consider and adopt the standalone and consolidated Audited Financial Statements of the Company for the year ended 31st March'2021 together with the Reports of the Directors and Auditors thereon.
2.	Ordinary Resolution	To appoint a Director in place of Ms Nupur Mehta (holding DIN: 08687047), who retire by rotation and being eligible offer herself for re -appointment.
3.	Ordinary Resolution	To appoint M/s Ray & Co (Chartered Accountants) FRN: 313124E of Kolkata as an Auditors of the Company for a period of five years to hold office from the conclusion of this AGM until the conclusion of the 52 nd AGM and to fix their remuneration in place of existing Auditors M/s B Chhawchharia & Co (Chartered Accountants)

1.1. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 , MCA Circulars , SEBI Circulars and rules relating to the passing of resolutions set out in notice dated 5th September , 2021 . In view of the continuing COVID 19 pandemic , social distancing is a norm to be followed and Ministry of Corporate Affairs (MCA) has vide its circular dated January 13, 2021 read with circulars dated 8th April 2020, 13 April 2020 and 5 May 2020 (collectively referred to as MCA circulars) and Securities and Exchange Board of India (SEBI) vide its circular Nos: SEBI/HO/CFD/CMDI/CIR/P/2020/79 dated May 12,2020, and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 (collectively referred to as SEBI Circulars) permitting the holding of Annual General meeting (AGM) through Video Conferencing (VC) or other audio visual means (OAVM) without the physical presence of Members at a common venue . My responsibility, as a scrutinizer for e-voting process is restricted to the extent of ascertaining requisite votes casted i.e. “in Favour” and “Against” the resolutions mentioned in the said notice by the Members after taking the effect of “invalid” and “abstained” votes in respect of the resolutions set forth in the notice of the said AGM of the Company. The deemed venue for the AGM shall be the Registered Office of the Company.

2. I submit my report as under:

2.1. As per information provided by the Management, the Company had completed the dispatch of notice of AGM inter-alia containing User ID, password and Annual Report for the financial year 2020-2021 through electronic mode only by 9th September , 2021 to those Members whose names appeared in the Register of Members/List of beneficiaries as on 4th September , 2021 being the cut-off date for dispatch of notice along with other necessary information and whose email address were registered with the Company, Registrar and Transfer Agents (RTA) and Depositories in terms of MCA Circulars. As per provisions of the Companies Act, 2013, the numbers of votes cast in respect of each resolution have been counted according to the number of shares held by the concerned Shareholders. One share held is equal to one vote.

- 2.2. The Company through public notices published on 30th August 2021 in “Business Standard, Kolkata” (English Edition) and “Duronta Barta, Kolkata” (Bengali Edition) and 10th September 2021 in “Financial Express, Kolkata” (English Edition) and “Duronta Barta, Kolkata” (Bengali Edition) informing the Members about update their credentials with RTA, Depositories , completion of dispatch of notice electronically, along with other information as specified in the rules as prescribed in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rule 2014 as amended and as per mca Circulars .
- 2.3. In compliance with provisions of Rule 20 of the Companies (Management and Administration) Amendments Rules, 2015 read with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Company arranged for remote e-voting facility provided by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company on AGM resolutions. The Board of the Company has fixed 23rd September 2021 as cut-off date for determining the names of Members, who are eligible to cast their vote through remote e-voting. The Company had also provided remote electronic voting facility through CDSL platform to the Shareholders during the course of the Annual General Meeting also, who had attended the meeting through above process and did not vote on resolutions by means of remote e-voting prior to the AGM. Members attended this meeting through VC or OAVM had been counted for the purpose of reckoning the requisite quorum under section 103 of the Companies Act 2013.
- 2.4. The e-voting period was commenced on Monday, 27th September, 2021 from 09:00 A.M. (IST) and concluded on Wednesday, 29th September,2021 at 5:00 P.M. (IST). The Shareholders who were holding shares of the Company physically and/or electronically as on the "cut-off" date i.e., 23rd September, 2021 fixed by the Company, were entitled to vote on the resolutions set out in the notice of AGM only electronically. As a scrutinizer, I shall have access after closure of period of remote e-voting and before start of the AGM, to only such details relating to Members who have cast their votes through remote e-voting such as their names, DPID, Client ID/Folios, number of shares held but not the manner in which they have voted to ensure that Members who have cast their vote through remote e-voting do not vote again during the course of AGM.
- 2.5. At the meeting of the Board of Directors of the Company held on 13th August, 2021 Ms. Nikita Somani, Company Secretary and Compliance Officer, was made responsible for conducting the entire e- voting process and was authorized to do all things and to take all incidental and necessary steps for conducting the AGM through VC/OAVM.
- 2.6. The votes cast through remote e-voting facility were unblocked by my authorized representative on 30/09/2021 after the conclusion of AGM in the presence of two (2) witnesses, Mr Naveen Saraf and Anirudh Saraf both of 58/14, Prince Anwar Shah Road, Kolkata 700045 who were not in the employment of the Company. The votes cast by the Shareholders before AGM were scrutinized by verifying it using the Scrutinizer’s login on the CDSL e-voting website. The details of vote cast by the attending Members during the course of AGM were also provided by CDSL
- 2.7. The report inter alia containing details such as list of equity shareholders, who voted "for" and "against", on each of the resolutions that were put to vote and whose votes became invalid or who abstained from voting, in respect of resolutions set out in the notice of the said AGM were generated from the e-voting website of CDSL i.e. <https://www.evotingindia.com> in respect of remote e-voting and vote cast during the course of AGM .

2.8. The result of consolidated voting on the resolutions is as per “Annexure - A” attached herewith.


RESULTS:

There are 3767 numbers of eligible Members holding total 3957170 no(s) of Equity Shares, who are entitled to vote electronically as on cut-off date i.e., 23rd September, 2021. All the resolutions mentioned in the notice of Annual General Meeting as per details given above stand passed under remote e voting and voting conducted at AGM with requisite majority and hence passed as on the date of Annual General Meeting. The chairman of AGM, Mr. Dipak Mehta, Managing Director, is to declare and confirm the above results of voting (remote e-voting) at the registered office of the Company, not later than 2nd October, 2021 in respect of the resolutions referred hereinabove.

I hereby confirmed that I will hand over all relevant records relating to remote e-voting to the Company secretary and compliance officer of the Company for safe keeping after declaration of result.

Thanking You,

Yours faithfully,

**PRAVIN
KUMAR
DROLIA**  Digitally signed by
PRAVIN KUMAR
DROLIA
Date: 2021.10.01
14:20:57 +05'30'

(Pravin Kumar Drolia)

Company Secretary in whole time practice

F.C.S No.2366, CP 1362

UDIN: F002366C001056331

Place: Kolkata

Date: 1st October, 2021

Consolidated Scrutinizer(s) report of remote e -voting on the resolutions passed at the virtual 47th Annual General Meeting of Kabirdas Investments Ltd held on 30/09/2021 at 3.00 P.M.

Total No. of Shareholder as on record date i.e. 23rd September , 2021 = 3,767
 Total No. of paid up Shares as on 23rd September , 2021 = 39,57,170

SL No.	Resolution	Mode	No. of folios/ Ballots Received	Total no. of Shares held	Valid votes		% of Valid votes	Invalid votes		% of Invalid votes	Vote cast in favour of resolutions		% of Valid Votes in favour of the resolutions	Vote cast against the resolutions		% of Valid votes against the resolutions	Abstain	
					No. of folios/ No. of Ballots received	Votes		No. of folios/ No. of Ballots received	Votes		No. of folios/ No. of Ballots	Votes		No. of folios/ no. of Ballots	Votes		No. of folios/ no. of Ballots	Votes
1	Approval and adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2021 and reports of Board of Directors and Auditors thereon and the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021 and Auditors' Report thereon.(passed as an ordinary resolution)	Remote E-Voting	6	1738004	6	1738004	100.00	0	0	0.00	5	1737924	100.00	1	80	0.00	0	0
		E-voting during AGM	0	0	0	0	0.00	0	0	0.00	0	0	0.00	0	0	0.00	0	0
		TOTAL	6	1738004	6	1738004	100.00	0	0	0.00	5	1737924	100.00	1	80	0.00	0	0
2	Appointment of Ms Nupur Mehta (holding DIN: 08687047) as a Director liable to retire by rotation .. (passed as an ordinary resolution)	Remote E-Voting	6	1738004	6	1738004	100.00	0	0	0.00	5	1737924	100.00	1	80	0.00	0	0
		E-voting during AGM	0	0	0	0	0.00	0	0	0.00	0	0	0.00	0	0	0.00	0	0
		TOTAL	6	1738004	6	1738004	100.00	0	0	0.00	5	1737924	100.00	1	80	0.00	0	0
3	Appointment of M/s Ray & Ray (Chartered Accountants) FRN: 313124E of Kolkata as an Auditors of the Company for a period of five years to hold office from the conclusion of this AGM until the conclusion of the 52nd AGM and to fix their remuneration in place of existing Auditors M/s B Chhawchharia & Co (Chartered Accountants). (passed as an ordinary resolution)	Remote E-Voting	6	1738004	6	1738004	100.00	0	0	0.00	5	1737924	100.00	1	80	0.00	0	0
		E-voting during AGM	0	0	0	0	0.00	0	0	0.00	0	0	0.00	0	0	0.00	0	0
		TOTAL	6	1738004	6	1738004	100.00	0	0	0.00	5	1737924	100.00	1	80	0.00	0	0

PRAVIN KUMAR DROLIA Digitally signed by PRAVIN KUMAR DROLIA
 Date: 2021.10.01 14:22:02 +05'30'

(Pravin Kumar Drolia)
 Company Secretary in whole time practice
 F.C.S No.2366, C P 1362
 UDIN: F002366C001056331, dated 01/10/2021