

CS SUNIL KUMAR BANERJEE
B.E,FCS,ACMA
Practising Company Secretary

Block 6, Flat 6B, Diamond City (N),
Jessore Road, Kolkata-700055.

Mail id: sunil_banerji@yahoo.co.in
Phone: (033)- 25190662, Mobile: 9831284390

FORM NO. MGT-13

Report of the Scrutinizer(s)

[Pursuant to Sections 108 & 109 of the Companies Act, 2013 and Rules 20 & 21 (2) of the Companies (Management and Administration) Rules, 2014 as amended upto date]

To

The Chairman,

of the of the Annual General Meeting of the Equity Shareholders of KILBURN OFFICE AUTOMATION LTD. (SCRIP CODE-523218 and ISIN-INE79301014) on Saturday,28th Sepember,2019, at Bharatiya Bhasha Parishad,36A,Shakespeare Sarani, Kolkata –700017 at 2.00 p.m

Dear Sir,

I, Sunil Kumar Banerjee, Practising Company Secretary, having residence at Block 6, Flat No. 6-B, Diamond City North, 68, Jessore Road, Kolkata – 700 055 was appointed as Scrutinizer as per the letter dated 25th May,2019,for the purpose of remote e-voting and also voting through ballot, at the Annual General Meeting (AGM) of the Equity Shareholders of Kilburn Office Automation Ltd. held at Bharatiya Bhasha Parishad,36A,Shakespeare Sarani, Kolkata –700017 on Saturday,29th September,2019 at 2.00 p.m on 3 (three) Ordinary Resolutions as set out at the Notice convening the meeting hereby submit my report as under:

1.Steps as mentioned below were initiated on the part of the management prior to the holding of Annual General Meeting(AGM):-

a.	Pursuant to Sections 101, 108 of the Act and Rule 20 of the Companies (Management & Administration) Rules, 2014, as amended upto date, the notices convening the meeting including Statement under Section 102 of the Act have been dispatched to all the members of the Company through electronic means (wherever email ids were available) on 4 th September,2019 and to the other shareholders by Courier on 4 th September,2019 and 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 Limited (CSDL) or through ballot at the AGM.
b.	The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper "Echo of India" of wide circulation on 14.09.2019 and in a Bengali vernacular newspaper "Duranta Barta" on the same date.
c.	The remote e-voting period commenced on 25 th September,2019 at 9.00 A.M. (IST) and ended on the close of 27 th September,2019 at 5.00 P.M.(IST).
d.	Accordingly, the electronic votes cast were taken into account and at the end of this voting period, on 27 th September,2019 at 5.00 P.M., the CDSL portal was blocked for voting.
e.	The Corporate members who had participated in the remote e-voting had provided the scanned copy of the resolution passed at the Board of Directors for authorization to exercise their votes through e voting.

2.AGM was held on scheduled date and time. At the end of the discussions on the resolutions on which voting was to be held at the AGM,the Chairman allowed voting as provided in clauses (a) to (m) of sub-rule (1) of Rule 21 per Companies (Management & Administration) Rules, 2014,by use of ballot for those equity shareholders present at the meeting who did not exercise their right through e-voting.

3.The ballot papers in Form MGT-12 as per Companies (Management & Administration) Rules, 2014 were distributed to the shareholders present. The shareholders cast their votes and dropped the ballot papers in the ballot box kept at convenient locations at the Venue for exercising the voting rights.

4 At the time fixed for closing of the voting by ballot by the Chairman of the meeting, the ballot box kept for exercising their voting right was locked in my presence with due identification marks.



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5.Immediately after conclusion of the meeting,the locked ballot box was opened in my presence and ballot papers were checked,verified and counted.Thereafter,the votes cast through remote e-voting were unblocked in the presence of two witnesses viz.,Mr.Subhabrata Sen and Mr.Labanyamoy Ghosh,who are not in employment of the Company.

6. A register has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, 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.

7. On completion of these processes,results of the resolutions placed before the AGM were generated by consolidating the voting at the meeting and remote e-voting as under :

DETAILS OF VOTING RESULTS:

Total No.of Shareholders on record date	4513
<u>Total no. of shareholders present in the meeting either in person or through proxy:</u>	
Promoters and Promoter Group	7
Public Shareholders	15
Total	22

Agenda Wise-1:

Item No.	Details of Agenda	Resolution required (Ordinary/Special)	Whether promoter/ promoter group are interested in the agenda/ resolution?
1.	Approval of the Annual Financial Statements for the Year ended 31 st March,2019 alongwith the Reports of the Boards' Report and Auditors' Report thereon.	Ordinary	No



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In case of Poll/Postal-ballot/E-voting & Physical Voting:

Agendawise-I

Adoption of Annual Financial Statements for the Financial Year ended 31st March,2019 alongwith the Reports of the Board of Directors and Auditors thereon(ORDINARY RESOLUTION)

In case of Poll/Postal-ballot/E-voting & Physical Voting:

Category	Mode of voting	No of shares Held (1)	No of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No of votes in favour (4)	No of votes against/Invalid (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against/invalid on votes polled (7)=[(5)/(2)]*100
Promoter and promoter Group	E-voting	3432296	3430096	99.93590	3430096	-	100.0000	0
	Poll	-	0	0	0	0	100.0000	0
	Postal Ballot(if applicable)	-	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub Total (A)		3432296	3430096	99.93590	3430096	-	100.0000	0
Public-Institutions	E-voting	6200	0	0	0	0	0	0
	Poll	-	0	0	0	0	0	0
	Postal Ballot(if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub Total (B)		6200	N.A.	N.A.	N.A.	N.A.	N.A.	0
Public-Non-Institutions	E-voting	3311604	39625	1.19660	39625	0	100.0000	0
	Poll	-	533	0.01610	533	0	100.0000	0
	Postal Ballot(if applicable)	-	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub Total (C)		3311604	40158	1.21260	40158	0	100.0000	0
Total		6750100	3470254	51.41041	3470254	0	51.41041	0



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Agendawise-2

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SPECIAL BUSINESS

Re-appointment of Mr.Amresh Kumar Jain,as an Independent Director for 5 (five) years (ORDINARY RESOLUTION)

In case of Poll/ Postal ballot/ E-voting & Physical Voting:

Category	Mode of voting	No of shares Held (1)	No of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No of votes in favour (4)	No of votes against/Invalid (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against/invalid on votes polled (7)=[(5)/(2)]*100
Promoter and promoter Group	E-voting	3432296	3430096	99.93590	3430096	-	100.0000	0
	Poll	-	0	0	0	0	100.0000	0
	Postal Ballot(if applicable)	-	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub Total (A)		3432296	3430096	99.93590	3430096	-	100.0000	0
Public-Institutions	E-voting	6200	0	0	0	0	0	0
	Poll	-	0	0	0	0	0	0
	Postal Ballot(if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub Total (B)		6200	N.A.	N.A.	N.A.	N.A.	N.A.	0
Public-Non-Institutions	E-voting	3311604	39625	1.19660	39625	0	100.0000	0
	Poll	-	533	0.01610	533	0	100.0000	0
	Postal Ballot(if applicable)	-	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub Total (C)		3311604	40158	1.21260	40158	0	100.0000	0
Total		6750100	3470254	51.41041	3470254	0	51.41041	0



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SPECIAL BUSINESS

3.Appointment of Mr.Gopi Krishna Ganguly(bearinf DIN-08358083) as Managing Director of the Company from 1-3-2019 to 31-3-2020

(ORDINARY RESOLUTION)

In case of Poll/Postal ballot/E-voting & Physical Voting:

Category	Mode of voting	No of shares Held (1)	No of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No of votes in favour (4)	No of votes against/Invalid (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against/invalid on votes polled (7)=[(5)/(2)]*100
Promoter and promoter Group	E-voting	3432296	3430096	99.93590	3430096	-	100.0000	0
	Poll	-	0	0	0	0	100.0000	0
	Postal Ballot(if applicable)	-	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub Total (A)		3432296	3430096	99.93590	3430096	-	100.0000	0
Public-Institutions	E-voting	6200	0	0	0	0	0	0
	Poll	-	0	0	0	0	0	0
	Postal Ballot(if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub Total (B)		6200	N.A.	N.A.	N.A.	N.A.	N.A.	0
Public-Non-Institutions	E-voting	3311604	39625	1.19660	39625	0	100.0000	0
	Poll	-	533	0.01610	533	0	100.0000	0
	Postal Ballot(if applicable)	-	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub Total (C)		3311604	40158	1.21260	40158	0	100.0000	0
Total		6750100	3470254	51.41041	3470254	0	51.41041	0



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8.The Summarised Results are given below :

Particulars of Resolutions	Mode	No. of Folio/ Ballots received	Total No. of Shares held	Votes Cast in Favour Resolutions			Votes Cast Against the Resolutions			Grand-Total Cast in favour		
				No. of Folios/ Ballots	No. of Shares	%	No. of Folios/ Ballots	No. of Shares	%	No. of Folios/ Ballots	No. of Shares	%
ORDINARY RESOLUTION 1. Adoption of Annual Financial Statements for the Financial Year ended 31 st March, 2019 alongwith the Report of the Board of Directors and Auditors thereon	E-Voting	9	3469721	9	3469721	99.98	0	0	0	9	3469721	99.98
	Physical	9	533	9	533	0.15	0	0	0	9	533	0.15
	Postal Voting	NA	NA	NA	NA	NA	0	0	0	NA	NA	NA
	Total	18	3470254	18	3470254	100.00	0	0	0	18	3470254	100
2. Re-appointment of Mr. Amresh Kumar Jain, as an Independent Director for 5 (five) years	E-voting	9	3469721	9	3469721	99.98	0	0	0	9	3469721	99.98
	Physical	9	533	9	533	0.15	0	0	0	9	533	0.15
	Postal Voting	NA	NA	NA	NA	NA	0	0	0	NA	NA	NA
	TOTAL	18	3470254	18	3470254	100.00	0	0	0	18	3470254	100
3. Appointment of Mr. Gopi Krishna Ganguly (bearing DIN-08358083) as Managing Director of the Company from 1-3-2019 to 31-3-2020	E-voting	9	3469721	9	3469721	99.98	0	0	0	9	3469721	99.98
	Physical	9	533	9	533	0.15	0	0	0	9	533	0.15
	Postal Voting	NA	NA	NA	NA	NA	0	0	0	NA	NA	NA
	TOTAL	18	3470254	18	3470254	100.00	0	0	0	18	3470254	100

8. The Company did not receive any invalid votes both in e-voting and poll.

9. For purpose of convenience, the percentage has been taken as rounded off.

10. The ballot papers and e-voting results were sealed and handed over to the Chairman of the meeting/Managing Director/Chief Financial Officer authorized by the Board for safe keeping.



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11.The data sheet relating to e-voting and other related papers / registers, records are in the safe custody of the undersigned and that they will be handed over to the Chairman of the meeting, once the Minutes are approved and signed.

12.The Consolidated Report is submitted to the Chairman of the meeting for declaration of the Results as per the provisions of the Companies Act,2013 and other allied laws.

Thanking you,
Yours faithfully,



SUNIL KUMAR BANERJEE
COMPANY SECRETARY IN PRACTICE
CP NO.4652 , FCS 2189



Place :KOLKATA
Date : 30th September,2019