

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

Block 6, Flat 6B, Diamond City (N),
Jessore Road, Kolkata-700055.
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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 29th August,2018, at Bharatiya Bhasha Parishad,36A,Shakespeare Sarani, Kolkata –700017 at 11.00 am.

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 24th May,2018,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 29th August,2018 at 11.00 a.m on 2 (Two) Ordinary Resolutions and 1 (One) Special Resolution 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 3 rd August,2018 and to the other shareholders by Registered Post on the 3 rd August,2018 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 (CDSL) 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 "Political Business Daily" of wide circulation on 10/08/2018 and in a Bengali vernacular newspaper "Sukhobor" on the same date.
c.	The remote e-voting period commenced on 26 th August,2018 at 9.00 A.M. (IST) and ended on the close of 28th August,2018 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 28 th August, 2018 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 (h) of sub-rule (1) of Rule 21,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, the ballot box kept for exercising their voting right was locked in my presence with due identification marks.



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 present in the meeting either in person or through proxy;	42
Promoters and Promoter Group	
- Public Shareholders	
In Persons	1
In Proxy	41

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, 2018 alongwith the Reports of the Boards' Report and Auditors' Report thereon.	Ordinary	No



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

Agendawise-1

Adoption of Annual Financial Statements for the Financial Year ended 31st March,2018 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	-
	Poll	-	2200	0.06410	2200	N.A.	100.0000	N.A.
	Postal Ballot(if applicable)	-	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub Total (A)		3432296	3432296	100.0000	3432296	N.A.	100.0000	N.A.
Public-Institutions	E-voting	6200	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	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.	N.A.
Public-Non-Institutions	E-voting	3311604	140	0.00420	140	N.A.	100.0000	N.A.
	Poll	N.A.	262	0.00790	215	47	82.06110	17.93890
	Postal Ballot(if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub Total (C)		3311604	402	0.01210	355	47	88.30850	11.69150
Total		6750100	3432698	50.85403	3432651	47	99.99863	0.00137



Agendawise-2

Re-appointment of Mr.S.K.Jalan (DIN-00015836),as a Director who retires by rotation and being eligible offers himself for re-appointment (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	-
	Poll	-	2200	0.06410	2200	N.A.	100.0000	N.A.
	Postal Ballot(if applicable)	-	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub Total (A)		3432296	3432296	100.0000	3432296	N.A.	100.0000	N.A.
Public-Institutions	E-voting	6200	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	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.	N.A.
Public-Non-Institutions	E-voting	3311604	140	0.00420	140	N.A.	100.0000	N.A.
	Poll	N.A.	262	0.00790	215	47	82.06110	17.93890
	Postal Ballot(if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub Total (C)		3311604	402	0.01210	355	47	88.30850	11.69150
Total		6750100	3432698	50.85403	3432651	47	99.99863	0.00137



3.Re-appointment of Mr.Varadarajan Vanchi(DIN-00015985) as the Managing Director of the Company

In case of Poll/Postal ballot/-(SPECIAL 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	-
	Poll	-	2200	0.06410	2200	N.A.	100.0000	N.A.
	Postal Ballot(if applicable)	-	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub Total (A)		3432296	3432296	100.0000	3432296	N.A.	100.0000	N.A.
Public-Institutions	E-voting	6200	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	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.	N.A.
Public-Non-Institutions	E-voting	3311604	140	0.00420	140	N.A.	100.0000	N.A.
	Poll	N.A.	262	0.00790	227	35	86.64120	13.35880
	Postal Ballot(if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub Total (C)		3311604	402	0.01210	367	35	91.29350	8.70650
Total		6750100	3432698	50.85403	3432663	35	99.99898	0.00102



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 Resolutions			Invalid Votes	
				No. of Folios/ Ballots received	No. of Shares	%	No. of Folios/ Ballots received	No. of Shares	%	No. of Folios/ Ballots received	Votes received
ORDINARY RESOLUTION 1. Adoption of Annual Financial Statements for the Financial Year ended 31 st March, 2018 along with the Report of the Board of Directors and Auditors thereon	E-Voting	8	3430236	8	3430236	99.92	0	0	0	0	0
	Physical	17	2561	10	2415	0.07	6	47	0.0013	1	99
	Postal Voting	0	0	0	0	0	0	0	0	0	0
	Total	25	3432797	18	3432651	99.99	6	47	0.0013	1	99
2. Re-appointment of Mr. S.K. Jalan (DIN-00015836) as a Director who retired by rotation	E-voting	8	3430236	8	3430236	99.92	0	0	0	0	0
	Physical	17	2561	10	2415	0.07	6	47	0.0013	1	99
	Postal Voting	0	0	0	0	0	0	0	0	0	0
	TOTAL	25	3432797	18	3432651	99.99	6	47	0.0013	1	99
3. To consider the Re-appointment of Mr. Varadarajan Vanchi (DIN-00015985), as the Managing Director of the Company from 14-11-2017 to 13-11-2018	E-voting	8	3430236	8	3430236	99.92	0	0	0	0	0
	Physical	17	2561	11	2427	0.07	5	35	0.0010	1	99
	Postal Voting	0	0	0	0	0	0	0	0	0	0
	TOTAL	25	3432797	19	3432663	99.99	5	35	0.0010	1	99



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8. While summarizing the Results invalid votes comprising 99 Nos. of Shares (Dp Id. and Client Id: IN300513/17084914) were taken into consideration and the reason for invalidity was due to Share mismatch.

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

10. The ballot papers and all other relevant records were sealed and handed over to the Chairman/Managing Director / Chief Financial Officer authorized by the Board for safe keeping.

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 Company, once the Minutes are approved and signed.

12. The Consolidated Report is submitted to the Chairman of the Company for declaration of the Results

Thanking you,
Yours faithfully,



SUNIL KUMAR BANERJEE
COMPANY SECRETARY IN PRACTICE
CP NO.4652



Place : KOLKATA

Date : 30th August, 2018

KILBURN OFFICE AUTOMATION LTD. "SHANTINIKETAN", 15TH FLOOR, 8, CAMAC STREET, KOLKATA-700017.									
DETAILS OF REPORTING AS PER REGULATION 44 OF LISTING (OBLIGATIONS AND REQUIREMENTS), REGULATIONS, 2015 BASED ON RESULT OF REMOTE E-VOTING AND BALLOT (POLL) AND ANNUAL GENERAL MEETING HELD ON 29TH AUGUST, 2018									
RESOLUTION 1- ADOPTION OF ANNUAL ACCOUNTS AND OF BOARD OF DIRECTORS AND AUDITORS REPORT FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2018									
SL NO.	PROMOTER/PUBLIC	MODE OF VOTING	TOTAL NO. SHARES HELD	NO. OF VOTES POLLED	% OF VOTES POLLED ON OUTSTANDING SHARES	NO. OF VOTES- IN FAVOUR	NO. OF VOTES- AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTES POLLED
1	PROMOTER AND PROMOTER GROUP	E-VOTING POLL POSTAL BALLOT(IF APPLICABLE)	3432296	3430096 2200	99.93590% 0.06410%	3430096 2200	- -	100.00000% 100.00000%	- -
2	PUBLIC-INSTITUTIONAL HOLDERS	E-VOTING POLL POSTAL BALLOT(IF APPLICABLE)	6200	3432296	100.00000%	3432296	-	100.00000%	-
3	PUBLIC-NON-INSTITUTIONS	E-VOTING POLL POSTAL BALLOT(IF APPLICABLE)	3311604	140 262	0.00423% 0.00791%	140 215	- 47	100.00000% 82.06107%	- 17.93893%
	GRAND-TOTAL		6750100	3432698	50.85403%	3432651	47	99.99863%	0.00137%

KILBURN OFFICE AUTOMATION LTD.

V V S
(V. VANCHI)
Managing Director

RESOLUTION 2 - APPOINTMENT OF MR. SANDEEP KUMAR JALAN (DIN-00015836), DIRECTOR WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT										
SL NO.	PROMOTER/PUBLIC	MODE OF VOTING	TOTAL NO. SHARES HELD	NO. OF VOTES POLLED	% OF VOTES POLLED ON OUTSTANDING SHARES	NO. OF VOTES- IN FAVOUR	NO. OF VOTES- AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTES POLLED	
			1	2	$3 - \frac{(2)}{(1)} * 100$	4	5	$6 - \frac{(4)}{(2)} * 100$	$7 - \frac{(5)}{(2)} * 100$	
1	PROMOTER AND PROMOTER GROUP	E-VOTING POLL POSTAL BALLOT (IF APPLICABLE)	3432296	3430096 2200	99.93590% 0.06410%	3430096 2200	-	100.00000% 100.00000%	-	-
2	PUBLIC-INSTITUTIONAL HOLDERS	E-VOTING POLL POSTAL BALLOT (IF APPLICABLE)	6200	3432296	100.00000%	3432296	-	100.00000%	-	-
3	PUBLIC-NON-INSTITUTIONS	E-VOTING POLL POSTAL BALLOT (IF APPLICABLE)	3311604	140 262	0.00423% 0.00791%	140 215	47	100.00000% 82.06107%	-	17.93893%
	GRAND-TOTAL		6750100	3432698	50.85403%	3432651	47	99.99863%	11.69154%	0.001369%

KILBURN OFFICE AUTOMATION L.

V V

(V. VANCHI)
Managing Director

3. SPECIAL BUSINESS												
(SPECIAL RESOLUTION)-RE-APPOINTMENT OF MR. VARADARAJAN VANCHI(DIN-00015985) AS THE MANAGING DIRECTOR OF THE COMPANY												
FOR A PERIOD OF ONE YEAR FROM 14-11-2017 TO 13-11-2018												
PROMOTER/PUBLIC												
SL NO.	MODE OF VOTING	TOTAL NO. SHARES HELD	NO. OF VOTES POLLED	% OF VOTES POLLED ON OUTSTANDING SHARES	NO. OF VOTES IN FAVOUR	NO. OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTES POLLED				
				$3 = \frac{(2)}{(1)} * 100$			$6 = \frac{(4)}{(2)} * 100$	$7 = \frac{(5)}{(2)} * 100$				
GROUP												
1	PROMOTER AND PROMOTER	3432296	3430096	99.93590%	3430096	-	100.00000%	-				
	GROUP		2200	0.06410%	2200	-	100.00000%	-				
	POSTAL BALLOT(IF APPLICABLE)		-	-	-	-	-	-				
			3432296	100.00000%	3432296	-	100.00000%	-				
2	PUBLIC-INSTITUTIONAL	6200	-	-	-	-	-	-				
	HOLDERS		-	-	-	-	-	-				
	POSTAL BALLOT(IF APPLICABLE)		-	-	-	-	-	-				
3	PUBLIC-NON-INSTITUTIONS	3311604	140	0.00423%	140	-	100.00000%	-				
	GROUP		262	0.00791%	227	35	86.64122%	13.35878%				
	POSTAL BALLOT(IF APPLICABLE)		-	-	-	-	-	-				
			402	0.01214%	367	35	91.29353%	8.70647%				
	GRAND-TOTAL	6750100	3432698	50.85403%	3432663	35	99.99898%	0.00102%				

NILBURN OFFICE AUTOMATION LTD.

V V V
(V. VANCHI)
Managing Director