

REPORT OF SCRUTINIZER

[E-VOTING]

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
Kilburn Chemicals Ltd.
"Shantiniketan"
16th Floor,
8, Camac Street,
Kolkata – 700017

Dear Sir,

I, Sunil Kumar Banerjee, Practising Company Secretary (FCS – 2189 / CP – 4652) had been appointed as the Scrutinizer by the Board of Directors of **Kilburn Chemicals Ltd** ("Company"), vide Resolution dated 29th May, 2014, pursuant to section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 to conduct the E-voting process in respect of the below mentioned Resolutions to be passed at the 24th Annual General Meeting of the members of the Company to be held on Tuesday, the 30th September 2014 at 02.00 P.M. at Bharatiya Bhasha Parishad, 36A, Shakespeare Sarani, Kolkata 700017.

The Notice dated 30th July, 2014 convening the Annual General Meeting (AGM) of the Company along with statement setting out material facts under Section 102 of the Act were sent to the shareholders in respect of the below mentioned Resolutions to be passed at the said AGM of the Company to be held on 30th September, 2014.

The Company has availed the E-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting E-voting by the shareholders of the Company.

The shareholders holding shares as on the "cut off" date, ie, 29th August, 2014 were entitled to vote on the proposed six (6) Resolutions as mentioned in the Notice dated 30th July, 2014 of the Annual General Meeting of the Company.



E-voting period remained open from 09.00 A.M. IST on Wednesday, the 24th September, 2014 up to 06.00 P.M. IST on Friday, the 26th September, 2014 and the CDSL E-voting platform was blocked thereafter.

The votes were unblocked on Monday, the 29th day of September, 2014 in the presence of two witnesses, namely Mr. Sukhen Ghosh resident of 182, Main Road West, Post-New Barrackpur, Kolkata-700131 and Mr. Labanya Moy Ghosh, resident of 6, Waterloo Street, Kolkata-700069, who are not in employment of the Company.

Thereafter the details containing, inter alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the E-voting website of the Central Depository Services (India) Limited (<https://www.evotingindia.co.in>).

I now submit my report as under on the result of the voting through electronic means in respect of the Resolutions specified in the Notice convening AGM of the Company dated 30th July, 2014.

ORDINARY BUSINESS & ORDINARY RESOLUTIONS:-

Resolution 1

Adoption of Accounts for the year ended 31.03.2014

No. of Folios casting the votes	Total No. of votes cast	Total No. of votes cast in Favour(F)	Total No. of votes cast Against(A)	Remarks
17	4236752	4236702	50	99.99% (F)

Resolution 2

Re-appointment of Mr. Tushar.M. Patel as a Director

No. of Folios casting the votes	Total No. of votes cast	Total No. of votes cast in Favour(F)	Total No. of votes cast Against(A)	Remarks
17	4236752	4236702	50	99.99% (F)



Resolution 3

Appointment of V. Singhi & Associates as Auditors of the Company

No. of Folios casting the votes	Total No. of votes cast	Total No. of votes cast in Favour(F)	Total No. of votes cast Against(A)	Remarks
17	4236752	4236702	50	99.99% (F)

SPECIAL BUSINESS & ORDINARY RESOLUTIONS:-

Resolution 4

Appointment of Mr. Ranjit Chaudhri as an Independent Director

No. of Folios casting the votes	Total No. of votes cast	Total No. of votes cast in Favour(F)	Total No. of votes cast Against(A)	Remarks
17	4236752	4236702	50	99.99% (F)

Resolution 5

Appointment of Mr. Parag Keshar Bhattacharjee as an Independent Director

No. of Folios casting the votes	Total No. of votes cast	Total No. of votes cast in Favour(F)	Total No. of votes cast Against(A)	Remarks
17	4236752	4236702	50	99.99% (F)



Resolution 6

Appointment of Mr. Anand Chatrath as an Independent Director

No. of Folios casting the votes	Total No. of votes cast	Total No. of votes cast in Favour(F)	Total No. of votes cast Against(A)	Remarks
17	4236752	4236702	50	99.99% (F)

The Registers, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company.

Thanking You,

Yours faithfully,

For: **Sunil Kumar Banerjee**
Company Secretaries



(CS S. K. Banerjee)
FCS - 2189
CP No - 4652



Place: Kolkata

Date: 29th September, 2014