



Kilburn Chemicals Ltd. Shantiniketan, 16th Floor, 8, Camac Street, Kolkata 700017 Ph 033-22828501

Date: 1st October, 2019

DCS-CRD
The Mumbai Stock Exchange,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001.

SCRIP Code- 524699

Dear Sirs,

SUB: SCRUTINIZER REPORT FOR 29th ANNUAL GENERAL MEETING OF KILBURN CHEMICALS LTD

We are enclosing herewith Scrutinizer Report for Annual General Meeting of our Company, which was held on Monday, 30th day of September, 2019 at Bharatiya Bhasha Parishad, 36A Shakespeare Sarani, Kolkata -17

This is for your information and record purpose.

Thanking you,

For KILBURN CHEMICALS LIMITED.

MUKESH SHARMA

COMPANY SECRETARY

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_banerj@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 CHEMICALS LIMITED (SCRIP CODE-524699 and ISIN-INE655C01027) on 30th September,2019, at Bharatiya Bhasha Parishad,36A,Shakespeare Sarani, Kolkata –700017 at 10.00 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 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 Chemicals Ltd. held at Bharatiya Bhasha Parishad,36A,Shakespeare Sarani, Kolkata – 700017 on 30th September,2019 at 10.00 a.m on 6 (Six) Ordinary Resolutions as set out at the Notice convening the meeting.I do 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 under Section 102 of the Act alongwith the Annual Reports convening the meeting have been dispatched to all the members of the Company through electronic means (wherever email ids were available) on 3rd September,2019 and to the other shareholders by Registered Post on the 3 rd September,2019 and the same was also hosted 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 conduct of voting through electronic means was published in an English newspaper "The Echo of India" of wide circulation and in a Bengali vernacular newspaper "The Duranta".
c.	The remote e-voting period commenced on 26 th September,2019 at 9.00 A.M. (IST) and ended on the close of 29 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 29 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 as 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, the ballot box kept for exercising their voting right was locked in my presence with due identification marks.



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

:: 2 ::

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 as on records date	12749
Total no. of shareholders present in the meeting either in person or through proxy:	
- Promoters and Promoter Group	11
- Public Shareholders	22
Total	33



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_banerj@yahoo.co.in
Phone: (033)- 25190662, Mobile: 9831284390

:: 3 ::

Agendawise-1

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	9947374	8219281	82.62	8219281	N.A	100.00	-
	Poll		1727993	17.37	1727993	N.A.	100.00	N.A.
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub Total (A)		9947374	9947274	99.99	9947274	N.A.	100.00	N.A.
Public-Institutions	E-voting	2600	-	N.A.	-	N.A.	N.A.	N.A.
	Poll		-	N.A.	-	N.A.	N.A.	N.A.
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub Total (B)		2600	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public-Non-Institutions	E-voting	3957403	4586	0.11	4586	N.A.	100.00	N.A.
	Poll		-	-	-	N.A	-	
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub Total (C)		3957403	4586	0.11	4586	N.A	100.00	N.A
Total		13907377	9951860	71.55	9951860	N.A	100.00	N.A



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

: 4 ::

Agendawise-2

Re-appointment of Mr.Ashim Dutta (DIN-06651961),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	9947374	8219281	82.62	8219281	N.A	100.00	-
	Poll		1727993	17.37	1727993	N.A.	100.00	N.A.
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub Total (A)		9947374	9947274	99.99	9947274	N.A.	100.00	N.A.
Public-Institutions	E-voting	2600	-	N.A.	-	N.A.	N.A.	N.A.
	Poll		-	N.A.	-	N.A.	N.A.	N.A.
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub Total (B)		2600	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public-Non-Institutions	E-voting	3957403	4586	0.11	4586	N.A.	100.00	N.A.
	Poll		-	-	-	N.A.	-	
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub Total (C)		3957403	4586	0.11	4586	N.A.	100.00	N.A.
Total		13907377	9951860	71.55	9951860	N.A.	100.00	N.A.



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

:: 5 ::

Agendawise-3

SPECIAL BUSINESS Appointment of Ms./V.Singhi & Associates,Chartered Accountants, the Statutory Auditors of the Company for another 5 (five) years till 2023-24 and to fix their remuneration(**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	9947374	8219281	82.62	8219281	N.A	100.00	-
	Poll		1727993	17.37	1727993	N.A.	100.00	N.A.
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub Total (A)		9947374	9947274	99.99	9947274	N.A.	100.00	N.A.
Public-Institutions	E-voting	2600	-	N.A.	-	N.A.	N.A.	N.A.
	Poll		-	N.A.	-	N.A.	N.A.	N.A.
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub Total (B)		2600	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public-Non-Institutions	E-voting	3957403	4586	0.11	4585	1	99.97	0.03
	Poll		-	-	-	N.A	-	
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub Total (C)		3957403	4586	0.11	4585	1	99.97	0.03
Total		13907377	9951860	71.55	9951859	1	99.99	0.01



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_banerj@yahoo.co.in
Phone: (033)- 25190662, Mobile: 9831284390

:: 6 ::

Agendawise-4

SPECIAL BUSINESS

Re-appointment of Mr.Dilip Mukherjee(DIN-07244118) ,as an Independent Director for 3 (three) 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	9947374	8219281	82.62	8219281	N.A.	100.00	-
	Poll		1727993	17.37	1727993	N.A.	100.00	N.A.
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub Total (A)		9947374	9947274	99.99	9947274	N.A.	100.00	N.A.
Public-Institutions	E-voting	2600	-	N.A.	-	N.A.	N.A.	N.A.
	Poll		-	N.A.	-	N.A.	N.A.	N.A.
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub Total (B)		2600	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public-Non-Institutions	E-voting	3957403	4586	0.11	4586	N.A.	100.00	N.A.
	Poll		-	-	-	N.A.	-	-
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub Total (C)		3957403	4586	0.11	4586	N.A.	100.00	N.A.
Total		13907377	9951860	71.55	9951860	N.A.	100.00	N.A.



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_banerj@yahoo.co.in
Phone: (033)- 25190662, Mobile: 9831284390

:: 7 ::

Agendawise-5

SPECIAL BUSINESS

Re-appointment of Smt.Manimala Dey,(DIN-08463463), as an Independent Director for 3 (three) 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	9947374	8219281	82.62	8219281	N.A.	100.00	-
	Poll	-	1727993	17.37	1727993	N.A.	100.00	N.A.
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub Total (A)		9947374	9947274	99.99	9947274	N.A.	100.00	N.A.
Public-Institutions	E-voting	2600	-	N.A.	-	N.A.	N.A.	N.A.
	Poll		-	N.A.	-	N.A.	N.A.	N.A.
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub Total (B)		2600	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public-Non-Institutions	E-voting	3957403	4586	0.11	4586	N.A.	100.00	N.A.
	Poll		-	-	-	N.A.	-	
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub Total (C)		3957403	4586	0.11	4586	N.A.	100.00	N.A.
Total		13907377	9951860	71.55	9951860	N.A.	100.00	N.A.



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_banerj@yahoo.co.in
Phone: (033)- 25190662, Mobile: 9831284390

:: 8 ::

Agendawise-6
SPECIAL BUSINESS

Ratification for re-appointment of Mr.Sandeep Kumar Jalan,(DIN-00015836) ,as a Managing Director for a period 3 (three) years from 13-11-2018(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	9947374	8219281	82.62	8219281	N.A.	100.00	-
	Poll	-	1727993	17.37	1727993	N.A.	100.00	N.A.
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub Total (A)		9947374	9947274	99.99	9947274	N.A.	100.00	N.A.
Public-Institutions	E-voting	2600	-	N.A.	-	N.A.	N.A.	N.A.
	Poll		-	N.A.	-	N.A.	N.A.	N.A.
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub Total (B)		2600	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public-Non-Institutions	E-voting	3957403	4586	0.11	4586	N.A.	100.00	N.A.
	Poll		-	-	-	N.A.	-	
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Sub Total (C)		3957403	4586	0.11	4586	N.A.	100.00	N.A.
Total		13907377	9951860	71.55	9951860	N.A.	100.00	N.A.



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_banerj@yahoo.co.in
Phone: (033)- 25190662, Mobile: 9831284390

:: 9 ::

The Summarised Results are given below :

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 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	17	8223867	17	8223867	82.63	0	0	0	17	8223867	82.63
	Physical	3	1727993	3	1727993	17.36	0	0	0	3	1727993	17.36
	Postal Voting	NA	NA	NA	NA	NA	0	0	0	NA	NA	NA
	Total	20	9951860	20	9951860	100.00	0	0	0	20	9951860	100
2. Re-appointment of Mr. Ashim Datta (DIN-0665161), as a Director who retires by rotation and being eligible offers himself for re-appointment (ORDINARY RESOLUTION)												
2. Re-appointment of Mr. Ashim Datta (DIN-0665161), as a Director who retires by rotation and being eligible offers himself for re-appointment (ORDINARY RESOLUTION)	E-Voting	17	8223867	17	8223867	82.63	0	0	0	17	8223867	82.63
	Physical	3	1727993	3	1727993	17.36	0	0	0	3	1727993	17.36
	Postal Voting	NA	NA	NA	NA	NA	0	0	0	NA	NA	NA
	Total	20	9951860	20	9951860	100.00	0	0	0	20	9951860	100
SPECIAL BUSINESS												
3. Reappointment of M/s. V. Singhi and Associates, Chartered Accountants, the statutory auditors of the Company for another 5 (five) years till 2023-24 and to fix their remuneration (ORDINARY RESOLUTION)	E-Voting	17	8223867	17	8223866	82.63	1	1	0.00001	17	8223867	82.63
	Physical	3	1727993	3	1727993	17.36	0	0	0	3	1727993	17.36
	Postal Voting	NA	NA	NA	NA	NA	0	0	0	NA	NA	NA
	Total	20	9951860	20	9951859	99.99	1	1	0.01	20	9951860	100



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_banerj@yahoo.co.in
Phone: (033)- 25190662, Mobile: 9831284390

:: 10 ::

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	%
SPECIAL BUSINESS 4. Appointment of Mr. Dilip Mukherjee (DIN-07244118) as an Independent Director for 3 (Three) years (AS AN ORDINARY RESOLUTION)	E-Voting	17	8223867	17	8223867	82.63	0	0	0	17	8223867	82.63
	Physical	3	1727993	3	1727993	17.36	0	0	0	3	1727993	17.36
	Postal Voting	NA	NA	NA	NA	NA	0	0	0	NA	NA	NA
	Total	20	9951860	20	9951860	100.00	0	0	0	20	9951860	100
SPECIAL RESOLUTION 5. Appointment of Smt. Mani Mala Dey (DIN-08463463) as an Independent Director for 3 (Three) years (AS AN ORDINARY RESOLUTION)	E-Voting	17	8223867	17	8223867	82.63	0	0	0	17	8223867	82.63
	Physical	3	1727993	3	1727993	17.36	0	0	0	3	1727993	17.36
	Postal Voting	NA	NA	NA	NA	NA	0	0	0	NA	NA	NA
	Total	20	9951860	20	9951860	100.00	0	0	0	20	9951860	100
SPECIAL RESOLUTION 6. Ratification for re-appointment of Mr. Sandeep Kumar Jalan (DIN-00015836) as a Managing Director for 3 (Three) years wef 13-11-2018 (AS AN ORDINARY RESOLUTION)	E-Voting	17	8223867	17	8223867	82.63	0	0	0	17	8223867	82.63
	Physical	3	1727993	3	1727993	17.36	0	0	0	3	1727993	17.36
	Postal Voting	NA	NA	NA	NA	NA	0	0	0	NA	NA	NA
	Total	20	9951860	20	9951860	100.00	0	0	0	20	9951860	100




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_banerj@yahoo.co.in
Phone: (033)- 25190662, Mobile: 9831284390

: 11 ::

- 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 and Managing Director/Chief Financial Officer/Company Secretary 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 and Managing Director/Chief Financial Officer/Company Secretary, once the Minutes are approved and signed.
- 12.The Consolidated Report is submitted to the Chairman of the Company 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



Place :KOLKATA

Date : 30th September,2019