

CONSOLIDATED SCRUTINIZER'S REPORT

(Voting through Remote E-Voting and Ballot Form)

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

To,

The Chairman of 32nd Annual General Meeting of the Equity shareholders of **KITPLY INDUSTRIES LIMITED**, held on **Wednesday, the 30th day of December, 2015 10:30 a.m.** at the Registered Office of the Company at Makum Pathar, A.T. Road, Margherita – 786181 (Assam)

Dear Sir,

1. I Mohan Ram Goenka, a Company Secretary in Practice, have been appointed as a Scrutinizer by the Board of Directors of KITPLY INDUSTRIES LIMITED (the Company) for the purpose of Scrutinizing the e-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Rules, 2015 and Clause 35B of the Listing Agreement.
2. The Management of the Company is responsible to ensure the Compliance of the requirements of the Companies Act, 2013 and Rules relating to voting through remote e-voting and Ballot Form and for the resolutions proposed in the Notice of 32nd Annual General Meeting of the equity shareholders of the Company. My responsibility as a Scrutinizer for the process of voting through remote e-voting and Ballot Form at the venue of AGM is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to make a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolution proposed in the Notice of the 32nd AGM of the Company, based on the reports generated from the e-voting system provided by National Securities Depository Limited ("NSDL"), the agency engaged by the Company to provide e-voting facilities for voting through electronic means and votes casted through ballot forms at the venue of Annual General Meeting in respect of the resolutions considered at the 32nd Annual General Meeting of the shareholders of the Company.



Our Office :
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Phone No : 2237 9517

3. In terms of the aforesaid Notice and as prescribed in the aforesaid rules, the remote e-voting facility commenced on Saturday, 26th December, 2015 (10:00 a.m.) and ends on Tuesday, 29th December, 2015 (5:00 p.m.) and members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolution on e-voting platform provided by NSDL.
4. The member of the Company as on on cut-off date i.e. , Tuesday, 23rd December, 2015 were entitled to vote on the resolutions. (Item No. 1 to 4 as set out in the notice of 32nd AGM of the Company.
5. At the end of the voting period on Tuesday, 29th September, 2015 at 5.00 P.M. IST, the voting portal of the service provider was blocked forthwith.
6. The votes cast were unblocked on 30.12.2015 and 31.12.2015 in the presence of two witnesses Ms. Tanvee Srivastava and Ms. Sneha Khaitan who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Tanvee
Ms. Tanvee Srivastava

Sneha Khaitan
Ms. Sneha Khaitan

7. Thereafter, the details containing inter alia, list of the Members, who voted "for" or "against" on each of the resolution that were put to vote, were derived from the ballot forms as received and the report generated from the e-voting website of National Securities Depository Limited ("NSDL"), and based on such reports,

The brief analysis of the results of the voting through Remote e-voting and Ballot Form are as under:

Item No. 1 - Ordinary Resolution :

Adoption of the Audited Financial Statement of the Company for the Financial Year ended 31.03.2015 including the Balance Sheet as on 31st March, 2015, the Statement of Profit and Loss for the Financial Year ended on that date, Cash Flow Statement for the year ended on that date together with Reports of the Board of Directors and Auditors thereon.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Ballot Form		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	24	12280281	18	12121565	42	24401846	100
Dissent	0	0	0	0	0	0	0
Total	24	12280281	18	12121565	42	24401846	100
Abstain / Invalid	0	0	0	0	-	-	-

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Item No. 2 - Ordinary Resolution :

Appointment of Mr. Pawan Kumar Goenka (DIN: . 00090809), who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Ballot Form		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	23	12280266	18	12121565	41	24401831	99.99 (approx.)
Dissent	1	15	0	0	1	15	0.01 (approx.)
Total	24	12280281	18	12121565	42	24401846	100
Abstain / Invalid	0	0	0	0	-	-	-

Item No. 3 - Ordinary Resolution :

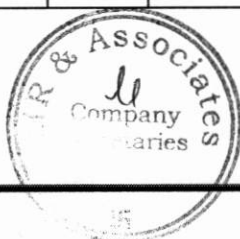
Ratification of the appointment of M/s. S. MANDAL & Co. , Chartered Accountants (FRN: 314188E) as Statutory Auditors of the Company and fixation of their remuneration for the Financial Year 2015-16.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Ballot Form		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	24	12280281	18	12121565	42	24401846	100
Dissent	0	0	0	0	0	0	0
Total	24	12280281	18	12121565	42	24401846	100
Abstain / Invalid	0	0	0	0	-	-	-

Item No. 4 – Special Resolution:

Appointment of Ms. Gigyasa Agrawal (DIN 07142988) as Director

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Ballot Form		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	24	12280281	18	12121565	42	24401846	100
Dissent	0	0	0	0	0	0	0
Total	24	12280281	18	12121565	42	24401846	100
Abstain / Invalid	0	0	0	0	-	-	-



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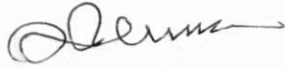
MR & Associates

Company Secretaries

Based on the foregoing, the aforesaid resolutions shall be deemed to have been passed with the requisite majority.

All the relevant records relating to the voting through ballot form and remote e-voting is under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You,
Yours Faithfully,



Mohan Ram Goenka
Practicing Company Secretary
C.P. No: 2551



Place: Kolkata
Date: 31.12.2015

Countersigned by:

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