



MONA AGARWAL

Company Secretaries

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Scrutinizer's Report

To,
Chairman
KCIL LIMITED
8, Bentick Street, Ground Floor,
Taheer Mansion,
Kolkata 700 001

Dear Sir,

Sub: Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting through ballot paper at the 39th Annual General Meeting of KCIL Limited held on Friday, September 30, 2016 at 10.30 A.M.

I, Mona Agarwal, Practicing Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of KCIL Limited ("the Company") pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the e-voting process in respect of the below mentioned resolutions passed at the 39th Annual General of the Company held on Friday, September 30, 2016 at 10.30 A.M.

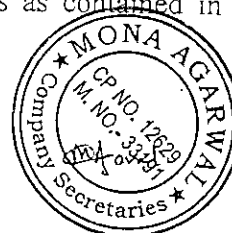
I was also appointed as Scrutinizer to scrutinize the voting process at the said Annual General Meeting held on September 30, 2016.

The Notice dated June 30, 2016 was sent to the shareholders in respect of the below mentioned resolutions passed at the Annual General Meeting of the Company.

The Company had availed the e-voting facility offered by Central Depository Services Ltd. ("CDSL") for conducting e-voting by the Shareholders of the Company.

The Company had also provided voting facility through ballot paper to the shareholders present at the Annual General Meeting, but who had not cast their votes earlier availing the e-voting facility.

The shareholders of the Company holding shares as on the "cut-off" date of September 23rd, 2016 were entitled to vote on the resolutions as contained in the Notice of the Annual General Meeting.





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The voting period for e-voting commenced on Monday, 26th September 2016 at 10:00 A.M (IST) and ends on Thursday, 29th September 2016 at 5:00PM (IST) and the CDSL e-voting platform was blocked thereafter.

After the closure of the voting at the Annual General Meeting, the report on voting done at the meeting was generated in my presence and the voting was meticulously scrutinized.

The votes cast under e-voting facility were thereafter unblocked by me in the presence of two witnesses who were not in the employment of the Company and after the conclusion of the voting at the Annual General Meeting the votes cast there under were counted.

I have scrutinized and reviewed the e-voting and votes tendered therein based on the data downloaded from the Central Depository Services Ltd. ("CDSL") e-voting system and voting through ballot paper at the AGM.

I now submit my consolidated Report as under on the result of the e-voting and voting through ballot paper at the AGM in respect of the said Resolutions.

ORDINARY BUSINESS:

Resolution 1: Ordinary Resolution:

Adoption of:-

- a. Ordinary Resolution to consider, approve and adopt the audited financial statements of the company for the financial year ended 31st March, 2016 together with the reports of the Directors' and Auditors' thereon.

(i) Voted in favour of the resolution:

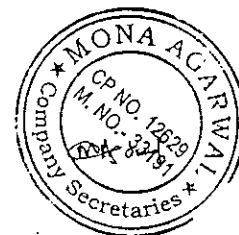
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
8	90500	100%

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	Not applicable	Not applicable

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
Nil	Not applicable





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Resolution 2: Ordinary Resolution:

b. Ordinary Resolution to appoint a Director in place of Shri. Srinath Daga (holding DIN 00294203), who retires by rotation and being eligible, offers himself for reappointment.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
8	90500	100%

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	Not applicable	Not applicable

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
Nil	Not applicable

Resolution 3: Ordinary Resolution:

c. Ordinary Resolution to ratify the appointment of M/s. N K Jain & Co., Chartered Accountants (Firm Registration No. 304078E) as the Statutory Auditors of the financial year 2016-17 and to fix remuneration in consultation with the Audit Committee.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
8	90500	100%

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	Not applicable	Not applicable

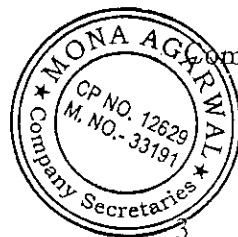
(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
Nil	Not applicable

Accordingly, all the Resolutions stand passed by requisite majority.

Place : Kolkata

Dated: September 30, 2016



Mona Agarwal
(Mona Agarwal)

Company Secretary in Whole-time Practice
ACS: 33191/C.P. No.: 12629