

218, SSG Majesty Mall, Road No. 13
Guru Harikrishan Marg, Pitampura,
New Delhi-110034

RAHUL JAIN & Co.
Company Secretaries
C.No. 5975, Proprietor
218, SSG Majesty Mall,
New Delhi-110034
E: rahul@rajain.com

SCRUTINIZER'S REPORT

*(Pursuant to rule section 108 of the Companies Act, 2013 and rule 20(3)(xi)
of the Companies (Management and Administration) Rules, 2014)*

To,

**The Chairman
M/s B. L. Kashyap and Sons Limited
409, 4th Floor, DLF Tower-A,
Jasola, New Delhi-110 025**

**Subject : Report on the e-Voting Process for the Annual General Meeting of
M/s B. L. Kashyap and Sons Limited for the year 2014.**

Dear Sir,

I, Rahul Jain, Practising Company Secretary, holding Membership Number F-5804 and Certificate of Practice Number- 5975, Proprietor of Rahul Jain & Co. Company Secretaries, 218, SSG Majesty Mall, Guru Harikrishan Marg, West Enclave, Pitampura, New Delhi-110034 has been appointed by the Board of Directors of **B.L. Kashyap and Sons Limited** as a Scrutinizer for conducting the e-voting process for the Annual General Meeting of the Company to be held on 29th September 2014.

As the Scrutinizer, I report that in compliance of the provisions of Rule 20(3) (vi) of the Companies (Management and Administration) Rule 2014, the above electronic voting remained open to the members from 25th September, 2014 [10.01 AM] to 25th September, 2014 [6.00 PM]. Further the e-voting period was completed three days prior to the date of meeting, as per the above Rule.

On completion of the E-voting period, in compliance of the provisions of Rule 20(3) (xi) of the Companies (Management and Administration) Rule 2014, in the presence of two witnesses, who were not the employees of the Company. The name and signatures of the witness appeared elsewhere in this report, we give our report herein below on the results of Evoting.



Scrutinizer report for e-voting on 25th September, 2014 for Annual General Meeting on 29th September, 2014 of B. L. Kashyap and Sons Limited, New Delhi

RAHUL JAIN & Co

Company Secretaries
 201, Park Road, Connaught Place,
 New Delhi - 110029
 Ph: 26109829

12th Floor, Sector 17, Connaught Place,
 New Delhi - 110029
 Ph: 26109829

The following is the summary of e-voting result:

Resol no.	Subject matter of the Resolution	Total No. of shares through E- voting	Number of members voted	Assent/in favour of			Dissent/against	
				No of Votes thru e- Voting	% of votes in favour of votes thru e- voting	% of paid up capital	No of Votes throug h E- voting	% of votes against on votes thru E voting
1	Receipt, Consider and Adopt the Audited Annual Financial Statements for the financial year ended 31/03/2014 and Report of Directors and Auditors thereon. (Ordinary Resolution)	138473834	14	138473834	100	67.40	0	0
2	Appointment of Director in place of Mr. Vikram Kashyap, Director retiring by rotation (Ordinary Resolution)	138473834	14	138473834	100	67.40	0	0
3	Appointment of Statutory Auditors & fixing their Remuneration (Ordinary Resolution)	138473834	14	138473834	100	67.40	0	0
4	Appointment of Mr. H.M. Nanani as Independent Director for 5 years from 29/09/2014 (Ordinary Resolution)	138473834	14	138473834	100	67.40	0	0
5	Appointment of Mr. Justice C.K. Mahajan as Independent by for 5 years from 29/09/2014 (Ordinary Resolution)	138473834	14	138473834	100	67.40	0	0
6	To borrow monies in excess of the aggregate of the paid-up share capital and free reserves of the Company as per Section 180(1)(c) of the Companies Act, 2013 (Special Resolution)	138473834	14	138473834	100	67.40	0	0
7	Increase in Authorised Share Capital from Rs. 25 Crores to Rs. 30 Crores as per Section 13 & 61 of the Companies Act, 2013 (Ordinary Resolution)	138473834	14	138473834	100	67.40	0	0
8	To create, issue, offer and allot Equity Shares, GDRs, ADRs, Foreign Currency Convertible Bonds, Convertible Debentures and such other securities as per Section 42, 62 & 71 of the Companies Act, 2013 (Special Resolution)	138473834	14	138473834	100	67.40	0	0

Scrutinizer report for e-voting on 25th September, 2014 for Annual General Meeting on 28th September, 2014 of B. L. Kashyap and Sons Limited, New Delhi



1. K. Venkatesh Kumar, Director
2. Mr. Harishwar Singh, Managing Director
New Delhi-110085

RAHUL JAIN & Co.
Company Secretaries
11, Connaught Place, New Delhi-110085
E-mail: rahul@rajain.com

You may accordingly declare the result of the e-voting.

Thanking you,



(CS Rahul Jain)

SCRUTINIZER

Prop., Rahul Jain & Co

Company Secretaries





FCS NO. 5804, C. P. No. 5975

Place : Delhi

Dated : 26.09.2014

Witnesses to the unblocking of Votes:

1. 
Mr. Abhinav Hasija
H.No 177, Pocket B-7,
Sector-4, Rohini, Delhi-110085

2. 
Mr. Sachin Garg
24-C, Varun Apartments, Sector-9, Rohini,
New Delhi 110 085

RAHUL JAIN & Co.

Company Secretaries

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Guru Harikishan Marg, Pitampura,
Near Maxfort School, Delhi- 110034

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FORM No. MGT-13: Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman
M/s B. L. Kashyap and Sons Limited
409, 4th Floor, DLF Tower-A,
Jasola, New Delhi-110 025

Polling Result: Annual General Meeting of the Equity Shareholders of B.L. Kashyap and Sons Limited Held on 29th September 2014.

Dear Sir,

I, Rahul Jain, Practising Company Secretary, holding Membership Number F-5804 and Certificate of Practice Number- 5975 Proprietor of Rahul Jain & Co. Company Secretaries, 218, SSG Majesty Mall, Guru Harikishan Marg, West Enclave, Pitampura, New Delhi-110034 has been appointed by the Board of Directors of **B.L. Kashyap and Sons Limited** as a Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 25th Annual General Meeting of the Equity Shareholders of **B.L. KASHYAP AND SONS LIMITED, held on 29th September 2014 at PHD House, 4/2, Siri Institutional Area, August Kranti Marg, New Delhi - 110 016** submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, One ballot box kept for polling at 10.15 A.M and was locked in my presence with due identification marks placed by me and kept for polling from 10.15 A.M to 10.30 A.M.
2. The locked ballot box was subsequently opened in my presence in the witness of Mr. Abhinav Hasija H.No 177, Pocket B-7, Sector-4, Rohini, Delhi-110085 and Mr. Sachin Garg 24-C, Varun Apartments, Sector-9, Rohini, New Delhi 110 085 who have signed in confirmation of the votes being unblocked in their presence. The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company. All poll papers & relevant documents are with us for safe custody and will be handed over to the Company Secretary of the company for safe keeping;
3. I did not find any poll papers invalid.
4. The result of the Poll is as under:



RAHUL JAIN & Co.

Company Secretaries

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www.rajns.com, www.rajns.co.in, www.rajns.org

Resolution 1: Receipt, Consider and Adopt the Audited Annual Financial Statements for the financial year ended 31/03/2014 and Report of Directors and Auditors thereon. (Ordinary Resolution)

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
36	292934	100%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

Resolution 2: Appointment of director in place of Mr. Vikram Kashyap, Director retiring by rotation (Ordinary Resolution)

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
36	292934	100%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL



RANIL JAIN & Co

Company Secretaries

100, Vasant Marg, 2nd Floor, Vasant Vihar, New Delhi - 110014
100, Vasant Marg, 2nd Floor, Vasant Vihar, New Delhi - 110014
100, Vasant Marg, 2nd Floor, Vasant Vihar, New Delhi - 110014

(II) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

Resolution 3: Appointment of retiring Auditors, M/s Sood Brij & Associates, Chartered Accountants, as Statutory Auditors & fixing their Remuneration (Ordinary Resolution)

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
36	292934	100%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

Resolution 4: Appointment of Mr. H.N. Nanani as Independent Director for 5 years from 29/09/2014 (Ordinary Resolution)

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
36	292934	100%



RAHUL JAIN & Co.

Company Secretaries

212, 206, 205, 204, 203, 202, 201, 199, 198,
197, 196, 195, 194, 193, 192, 191, 190, 189,
188, 187, 186, 185, 184, 183, 182, 181, 180, 179, 178, 177, 176, 175, 174, 173, 172, 171, 170, 169, 168, 167, 166, 165, 164, 163, 162, 161, 160, 159, 158, 157, 156, 155, 154, 153, 152, 151, 150, 149, 148, 147, 146, 145, 144, 143, 142, 141, 140, 139, 138, 137, 136, 135, 134, 133, 132, 131, 130, 129, 128, 127, 126, 125, 124, 123, 122, 121, 120, 119, 118, 117, 116, 115, 114, 113, 112, 111, 110, 109, 108, 107, 106, 105, 104, 103, 102, 101, 100, 99, 98, 97, 96, 95, 94, 93, 92, 91, 90, 89, 88, 87, 86, 85, 84, 83, 82, 81, 80, 79, 78, 77, 76, 75, 74, 73, 72, 71, 70, 69, 68, 67, 66, 65, 64, 63, 62, 61, 60, 59, 58, 57, 56, 55, 54, 53, 52, 51, 50, 49, 48, 47, 46, 45, 44, 43, 42, 41, 40, 39, 38, 37, 36, 35, 34, 33, 32, 31, 30, 29, 28, 27, 26, 25, 24, 23, 22, 21, 20, 19, 18, 17, 16, 15, 14, 13, 12, 11, 10, 9, 8, 7, 6, 5, 4, 3, 2, 1, 0

11, 12, 13, 14, 15, 16, 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27, 28, 29, 30, 31, 32, 33, 34, 35, 36, 37, 38, 39, 40, 41, 42, 43, 44, 45, 46, 47, 48, 49, 50, 51, 52, 53, 54, 55, 56, 57, 58, 59, 60, 61, 62, 63, 64, 65, 66, 67, 68, 69, 70, 71, 72, 73, 74, 75, 76, 77, 78, 79, 80, 81, 82, 83, 84, 85, 86, 87, 88, 89, 90, 91, 92, 93, 94, 95, 96, 97, 98, 99, 100

(II) VOTED AGAINST THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

Resolution 5: Appointment of Mr. Justice C.K. Mahajan as Independent by for 5 years from 29/09/2014 (Ordinary Resolution)

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
36	292934	100%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

Resolution 6: To borrow monies in excess of the aggregate of the paid-up share capital and free reserves of the Company as per Section 180(1)(c) of the Companies Act, 2013 (Special Resolution)



RAHUL JAIN & Co.

Company Secretaries

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Guru Harikishan Marg, Pitampura,
Near Maxfort School, Delhi- 110034t: +91 11 27010826
f: +91 11 27010826
e: rjccs@gmail.com**(I) VOTED IN FAVOUR THE RESOLUTION:**

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
36	292934	100%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

Resolution 7: Increase in Authorised Share Capital from Rs. 25 Crores to Rs. 30 Crores as per Section 13 & 61 of the Companies Act, 2013 (Ordinary Resolution)**(I) VOTED IN FAVOUR THE RESOLUTION:**

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
36	292934	100%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL



RAHUL JAIN & Co.

Company Secretaries

101, Connaught Place, New Delhi - 110028
101, Connaught Place, New Delhi - 110028
101, Connaught Place, New Delhi - 110028

Resolution 8: To create, issue, offer and allot Equity Shares, GDRs, ADRs, Foreign Currency Convertible Bonds, Convertible Debentures and such other securities as per Section 42, 62 & 71 of the Companies Act, 2013 (Special resolution)

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
36	292934	100%

(II) VOTED AGAINST THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
NIL	NIL	NIL

The poll papers and all other relevant records were sealed and handed over to the Company Secretary of the Company, authorised by the Board for safe keeping.

Thanking you,

(CS Rahul Jain) SCRUTINIZER

Prop., Rahul Jain & Co., Company Secretaries

FCS NO. 5804, C. P. No. 5975

Place : Delhi

Dated : 30.09.2014



Witnesses to the unblocking of Votes:

1. Mr. Abhinav Hasija

H.No 177, Pocket B-7,
Sector-4, Rohini, Delhi - 110084

2. Mr. Sachin Garg

24-C, Varun Apartments, Sector-9, Rohini,
New Delhi - 110045

Scrutinizer report for poll at Annual General Meeting on 29th September, 2014 of B. L. Kashyap and Sons Limited, New Delhi

218, SSG Majesty Mall, West Enclave,
Gurgaon, Haryana-122002
New Mexico Sec-34, DLF, Gurgaon

RAHUL JAIN & CO.
Company Secretaries
New Delhi-110002
New Mexico Sec-34, DLF, Gurgaon
New Mexico Sec-34, DLF, Gurgaon

COMBINED SCRUTINIZER'S REPORT FOR E-VOTING & POLL
CONDUCTED FOR ANNUAL GENERAL MEETING 2014 OF
B.L. KASHYAP AND SONS LIMITED

To,

The Chairman
M/s B. L. Kashyap and Sons Limited
409, 4th Floor, DLF Tower-A,
Jasola, New Delhi-110 025

Subject: Passing of Resolution through electronic voting and Poll conducted at the Annual General Meeting of B.L. Kashyap and Sons Limited held on 29th September 2014.

Dear Sir,

I, Rahul Jain, Practising Company Secretary, holding Membership Number P-5804 and Certificate of Practice Number- 5975, Proprietor of Rahul Jain & Co. Company Secretaries, 218, SSG Majesty Mall, Guru Harikishan Marg, West Enclave, Pitampura, New Delhi-110034 has been appointed by the Board of Directors of **B.L. Kashyap and Sons Limited** as a Scrutinizer for conducting the e-voting and for the purpose of the Poll taken on the below mentioned resolution(s), at the Annual General Meeting of the Company held on 29th September 2014.

The Company has appointed Central Depository Services Limited (CDSL) as the Service Provider, for extending the facility for the electronic voting to the shareholder from 25th September, 2014 [10.01 AM] to 25th September, 2014 [6.00 PM]. The E voting results were unblocked by me on 26th September 2014 in the presence of two witnesses who have signed herein as confirmation of votes being unlocked in their presence. For further details kindly refer my Scrutinizer report dated 26th September 2014 attached herewith.

At the Annual General Meeting, it was facilitated to the members present in the meeting, who could not participate in the e-voting, to record their votes through poll process. For details kindly refer to my Scrutinizer report in MGT 13 dated 30th September 2014.

Combined Report of Scrutinizer for e-voting and poll for Annual General Meeting held on 29th September, 2014 of B. L. Kashyap and Sons Limited, New Delhi



RAHUL JAIN & CO.

Company Secretaries

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NEW DELHI - 110002, INDIA
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10, ANSARI MARKET, PHASE - I,
NEW DELHI - 110002, INDIA
E-Mail: rahul@rajain.com

The result of the E-voting together with that of the Poll is as under:

Resol ution No.	Subject matter of the Resolution	Particular of Business	Total No of shares	Numbers of members voted	Assent/ Favour		Dissent/ Against	
					No of Votes	% of votes	No of Votes	% of votes
1	Receipt, Consider and Adopt the Audited Annual Financial Statement for the financial year ended 31/03/2014 and Report of Directors and Auditors thereon. (Ordinary Resolution)	E-Voting	138473834	14	138473834	100	0	0
		Poll	292934	36	292934	100	0	0
		Total	138766768	50	138766768	100	0	0
2	Appointment of director in place of Mr. Vikram Kashyap, Director retiring by rotation. (Ordinary Resolution)	E-Voting	138473834	14	138473834	100	0	0
		Poll	292934	36	292934	100	0	0
		Total	138766768	50	138766768	100	0	0
3	Appointment of Statutory Auditors & fixing their Remuneration. (Ordinary Resolution)	E-Voting	138473834	14	138473834	100	0	0
		Poll	292934	36	292934	100	0	0
		Total	138766768	50	138766768	100	0	0
4	Appointment of Mr. H.N. Nandan as Independent Director for 5 years from 29/09/2014 (Ordinary Resolution)	E-Voting	138473834	14	138473834	100	0	0
		Poll	292934	36	292934	100	0	0
		Total	138766768	50	138766768	100	0	0
5	Appointment of Mr. Justice C.K. Mahajan as Independent for 5 years from 29/09/2014 (Ordinary Resolution)	E-Voting	138473834	14	138473834	100	0	0
		Poll	292934	36	292934	100	0	0
		Total	138766768	50	138766768	100	0	0
6	To borrow monies in excess of the aggregate of the paid-up share capital and free reserves of the Company as per Section 180(1)(c) of the Companies Act, 1956 (as amended)	E-Voting	138473834	14	138473834	100	0	0
		Poll	292934	36	292934	100	0	0
		Total	138766768	50	138766768	100	0	0

Combined Report of Scrutinizer for e-voting and poll for Annual General Meeting held on 29 September, 2014 of S. L. Kashyap and Sons Limited, New Delhi



RAHUL JAIN & Co.

Company Secretaries

118, NS, Marg, L.I.C. Bldg. 11,
Old Park, Janakpuri, New Delhi-110059
Reg. No. MCA 21/11/2012

118, NS, Marg, L.I.C. Bldg. 11,
Old Park, Janakpuri, New Delhi-110059
Reg. No. MCA 21/11/2012

7	Increase in Authorised Share Capital from Rs. 25 Crores to Rs. 30 Crores as per Section 13 & 61 of the Companies Act, 2013 (Ordinary Resolution)	e-voting	138473834	14	138473834	100	0	0
		Poll	292934	36	292934	100	0	0
		Total	138766768	50	138766768	100	0	0
8	To create, issue, offer and allot Equity Shares, SOFs, ADRs, Foreign Currency Convertible Bonds, Convertible Debentures and such other securities as per Section 42, 62 & 71 of the Companies Act, 2013 (Special resolution)	e-voting	138473834	14	138473834	100	0	0
		Poll	292934	36	292934	100	0	0
		Total	138766768	50	138766768	100	0	0

All the resolutions stand passed under e voting and poll with requisite majority

I hereby confirm that I am maintaining the Register received from the Service Provider both electronically and manual, in respect of the votes cast through e-voting and poll by the shareholder of the company. I shall be arranging to hand over these records to the Chairman or such other person as authorized by him in due course as prescribed in the said Rules.

Thanking you,



(CS Rahul Jain) SCRUTINIZER

Prop., Rahul Jain & Co., Company Secretaries

FCS NO. 5804, C. P. No. 5975

Place : Delhi



Dated : 30.09.2014

Witnesses to the unblocking of Votes:

1. Mr. Abhinav Hasija

H.No 177, Pocket B-7,
Sector-4, Rohini, Delhi-110085

2. Mr. Sachin Garg

24-C, Varun Apartments, Sector-9, Rohini,
New Delhi 110 085