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#### SCRUTINIZER'S REPORT

(Pursuant to rule section 108 of the Companies Act, 2013 and rule 20(3)(x) of the Companies (Nanagement and Administration) Rules, 2014)

<sup>--</sup>0.

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 Str.

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 conducting the e-voting process for the Annual General Meeting of the Company to be held on 29<sup>th</sup> September 2014.

As the Scrutin zer, I report that in compliance of the provisions of Rule 20(3) (vi) of the Companies (Management and Administration) Rule 2014, the above electropic voting remained open to the members from  $25^{th}$  September, 2014 [10,01 AM] to  $25^{th}$  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

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Gempany Secretaries

The following is the summery of s-voting result:

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Early See Statement of the Artist	Company of the second of the s
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the following services the first of the first	er sere all grande a total

			,	Assent/in fa	vour of		Dissent,	'against
ikes olut	Subject matter or the Resolution	shares 1	Number of members	No of Votes thrule- Voting	votes in favour	: Dieg : du	through.	against
216 210		voting .	***************************************	:	of votes thrule veting	capital (	n E∙ Vebbe	on votes thru 5 votice
	Receipt, Consider and Adopt the Audited Annual Financial Statements for the Imancial year ended 31/03/1014 and Report of Directors and Auditors thereon. (Ordinary Resolution)	1384/3834	14	138473834				Ċ
7	Appointment of Sirector in place of Mr. Vikram Kashyap, Director retiring by rotation 'Ordinary	135473834	14	138473 <u>83</u> 4	100	67 40	: :	<b>3</b> :
3	Resolution) Appointment of Statutory Auditors & fixing their Remuneration (Ordinary		14	138473834	100	67.40	U	0
· · · · · · · · · · · · · · · · · · ·	Resolution)  Appointment of Mr. H.N.  Vanam as independent Director for 5 years from 129/09/2014 (Ordinary) Resolution)	138473834	14	138473834		67.40		Q .
7	Appointment of Mr. Justice C.K. Mahajan as Independent by for 5 years from 29/09/2014 (Ordinary		14	138473834	100	67.40		: :
<u>.</u> : 6	Resolution)  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		
Ž	Increase in Authorised Share Capital from Rs. 25 Crores to Rs. 30 Crores as per Section 13 & 61 of the Companies Act, 2013	138473834		138473854	100	67.40	0	·····
	(Ordinary Resolution) To create, issue, offer and allot Equity Shares, GDRs, ADRs, Foreign Currency Convertible Bonds, Convertible Debentures and	138473834	į 14	138473834	100	67.40		O
:	such other securities as per Section 42, 62 & 71 of the Contraction Act, 0015 (Special resolution)	i						

Scrubnizer report for e-voting on .25" September, 2014 for Annual General Meeting on September, 2014 of B. L. Kashyap and Sons Limited, New Deltri

Company Secondaries

i Santa Majora Magora de la composición de la Harten Magora Magora de la composición de la Carlo Majora de l

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 : Dethi

Dated : 26,09,2014

Witnesses to the unblocking of Votes:

1. Mr. Abhinav¥lasija

H.No 177, Pocket B-7,

Sector-4, Rohim, Dethi-110085

. 2. Мг. Šachin Gard

24-C, Varun Apartments, Sector-9, Rohins,

New Delhi 110 085

## RAHUL JAIN & Co.

Company Secretaries

218, SSG Majesty Mall, Road No. 43, Guru Harikishan Marg, Pitampura, Near Maxfort School, Delhi- 1 1 0 0 3 4

e ricocs@email.com

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 29<sup>th</sup> 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 25<sup>th</sup> Annual General Meeting of the Equity Shareholders of B.L. KASHYAP AND SONS LIMITED, held on 29<sup>th</sup> September 2014 at PHD House, 4/2, Siri Institutional Area, August Kranti Marg, New Delhi – 110 016 submit our report as under:

- 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.
- 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;
- I did not find any poll papers invalid.
- 4. The result of the Poll is as under:



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## Lloragany Socretories

The 1970 constitution of the constitution of t

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:

Wo, of Members present and voting (in person of	Number of votes Cast by them	y Ye of total number of Valid Votes Cast
by proxy)	<u> </u>	1.00%

#### (II) VOTED AGAINST THE RESOLUTION:

 	3 1 27	the contract of the second sec
Mo. of Members present	Number of votes Cas	t by - i % of total number of Valid
Sept. Mr. 1 March 2000 of the way of the	. (12-11-14-14-1-	
and the second s	Charles ever	: Votes Cast
and voting (in person or	them	V C C C C C C C C C C C C C C C C C C C
enter the mitch Att to the con-		
Proceedings of the Control of the Co	i	
Dy proxy )	and the second s	and the state of t
	€ 3 T :	: NII
NIL	· [VII].	

#### (III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (5)	Total Number of votes Cast by them	% of total number of Valid Votes Cast
person or by proxy) whose		· :
votes were declared invalid		
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	Number of votes Cast by them	i % of total number of Valid Votes Cast	ı
by proxy)	292934	100%	

#### (II) VOTED AGAINST THE RESOLUTION:

	No. of Members present and voting (in person or	Number of votes Cast b	y % of total number Votes Cast	of Val·d
::	by proxy )	NIL	NIL	



## RANK JAN 5 Co

#### Company Sparetaries

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## (III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members	Total Number of votes	% of total number of
present and voting (in	Cast by them	Valid Votes Cast
person or by proxy) whose		
votes were declared invalid NII		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	Number of votes Cast by them	% of total number or Valid Votes Cast
_by proxy)	292934	100%

## (II) VOTED AGAINST THE RESOLUTION:

A Section 1 and 1		% of total number of Valid Votes Cast
and voting (in person of the first	3.1024.1	:
OV DLOXA 1		, .,
NIL	MIL	. <u>INIL</u>

## (III) INVALID VOTES OF THE RESOLUTION:

F . 2 4 4 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7	Total Number - Cast by them		total number Votes Cast	of
person or by proxy) whose		:		
votes were declared invalid				
NII.	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	Number of votes Cast them	by % of total number of Votes Cast	of Valid
by proxy)	292934	100%	

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

## KANL JAN 5 Co.

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## (II) VOTED AGAINST THE RESOLUTION:

Number of votes Cast by them	% of total number of Valid Votes Cast		
**************************************	NIL		
F THE RESOLUTION:			
<u>d</u>	We of total number of Valid Voces Cast		
NIL	RIL		
pendent by for 5 y	tice C.K. Mahajan as ears from 29/09/2014		
THE RESOLUTION:			
Number of votes Cast by them	% of total number of Valla Votes Cast		
292934	100%		
HE RESOLUTION:			
Number of votes Cast by them	% of total number of Valid Votes Cast		
NIL	TWE		
OF THE RESOLUTION:			
se	% of total number of		
NIL.	<u> HIL</u>		
	Total Number of votes Cast by them  NIL  Intment of Mr. Just pendent by for 5 y mary Resolution)  THE RESOLUTION:  Number of votes Cast by them  292934  HE RESOLUTION:  Number of votes Cast by them  NIL  OF THE RESOLUTION:		

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

Scrutinizer report for poll at Annual General Meeting on 29th September, 2014 of 6, c. Kashyap and Bons Umited, New Delhi

## RAHUL JAIN & Co.

## Company Secretaries

218, SSG Majesty Mall, Road No 43, Guru Harikishan Marg, Pitampura, Near Maxfort School, Delhi– 1 1 0 0 3 4

f: +91-11-27010826 e: rjcocs@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	Number of votes Cast by them	% of total number of Valid Votes Cast		
by proxy )	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	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

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

## RAHUL JAIN S CH.

Company Sucretaries

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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: 1. % of total number of Valid 1. Number of votes Cast by No. of Members present 1 Votes Cast and voting (in person or them ok acoxi 100% ... (II) VOTED AGAINST THE RESOLUTION: vo. of Members present - Number of votes Cast by - % of total number of Valid Votes Cast them and voting (in person or -: av proxy) (III) INVALID VOTES OF THE RESOLUTION: 1% of total number of Total Number of votes Total No. of Members Valid Votes Cast Cast by them present and voting (inperson or by proxy) whose votes were declared invalid i 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 Kahul 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:

Mr Abhinav Hasija

H.No 177, Pocket B-7,

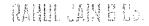
Sector 4 April a Delm 100%

2. Mr. Sachin Garo

24-C. Varun Apartments, Sector-9, Rohin.

New Delh. 110 095

Scrutinizer report for poli at Annual General Meeting on 29th September, 2014 of B. L. Kashyap and Sons Emited, New Delni



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# 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 29<sup>th</sup> September 2014.

Dear Sir.

I, Rabul Jain, Practising Company Secretary, holding Membership Number F-5804 and Certificate of Practice Number- 5975, Proprietor of Rabul 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 Poil taken on the below mentioned resolution(s), at the Annual General Meeting of the Company held on 29° 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 25° September, 2014 [10.01 AM] to 25° September, 2014 [6.00 PM]. The E voting results were unblocked by me on 25° 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 26° 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 30<sup>th</sup> September 2014.

Combined Report of Scrubinizer for e-voting and poll for Annual General Meeting held on September, 2014 of 8. L. Kashyap and Sons Limited, New Delhi

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Company Scene actes

Townskie Vergody What is a second fill of the Plan Lidde CVI and the least of other plans Sept. of Dythological Condition COMPANY SECURITIONS

VALUE OF A SECURITION OF

The result of the Eleveting together with that of the Poll is as under:

				Assent/Fa		/GUF		Dissent/ Against	
Resol ution NO	Subject matter of the Resolution	of Business	shares	of members	No of Votes .	votes	••	% of	
).	Receipt, Consider		1 6 36 23 7 6 32 4 7	· /	138473834	100	····· 0 .		
	and Adopt the Audited Arnuai	; Poli	292934	36	292934	100	· · · ()	·	
	Financial Statements for the financial year ended 31/03/2014 and Report of Directors and Auditors thereon.  (Ordinary	Total	138766768	50	138766768	100	<b>∅</b> :	···· - <u>0</u>	
	Resolution)	i.,							
<u>«</u>	Appointment of wreaths in alace of	. E-Voting	138473834	14	138473854			. Pi	
:	Orector in place of Mr. Vikram Kashyap, Director	Poli	292934	36	292934	160	0 :	r. G	
	retiring by retation (Ordinary		!				0	o i	
•	Resultition) Appointment of Statutory Auditors & fixing their	E-Voting	138473834	14	138473834	100	G	Э	
	Statutory Auditors & Gyma them	Polì	29 <b>29</b> 34	ĴĠ	292934	100	0	0	
	кетупетация	lotal	120100100	50	132/00/00	100	0	. 0	
, a	Resolution) Appointment of Mr. H.N. Namans as	: E-Voting	138473834	1.4	138473834	100		9.	
	H.N. Namans as Independent	Poll	292934	36	292934	100	0		
:	Independent Director for 5 years from 29/09/2014 (Ordinary Resolution)	. rora:	138766768	50	138766768	100	<b>o</b>	Ω	
S	Appointment of Mr.	E-Vating	138473834	14	138473834	100	$\phi$	0	
	Justice C.K. Mahajan as				292934		9	5	
	Independent by for 5 years from 29/09/2014 (Ordinary Resolution)	Total	138766768	50	138766768	100	0	. €	
6	To borrow monies in excess of the	E-Veting	138473834	14	138473834	100	9	V V	
	aggregate of the	Poli	292934	36	292934	100	0 ·	U I	
	paid-up share capital and free reserves of the Company as per Section 180(1)(c) of the Companies	Total	138766768	50	138766768	100	0	0	
	And The Species						S. C.		

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



## RAHUL JAM 5 Ge.

Company Secretaries

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increase in	E-Voting	578473834	5.4	138470834	100	0	· · · · · · · · · · · · · · · · · · ·
Author-sed Share Capital from Bs. 25		292934	36	202934	:00	0 7	
Croms to Ro. 30 Chores as per . Section 13 & 61 of . the Companies Act. 1 3015 (Ordinary	Total		50	138766768	100	0 :	6 . :
- Resolution) - u cronte, issue,	t- Yeling	138473934 ,	14				4;
offer and affor Equity Shares.	Pol	292934	36	292934	100		: '
SORS, ADRS, Fore-gn Currency Convertible Bonds, Cenvertible Bonds, Cenvertible and Isurb cther securities as per Section 42, 62 & 71 of the Companies Act, 2013 (Special resolution)	Total	138766768	50	138766768	100		0

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

I nereby confirm that I am maintaining the Register received from the Service Provider both erectronically 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 : Deihi

Dated . 30.09.2014

Witnesses to the unblocking of Votes:

Mr. Abhinav Hasija

H.No 177, Pocket B-7,

Sector-4, Rohmi, Delhi-110085

2. Mr. Săchin Garg

24-C. Varun Apartments, Sector-9. Robini,

New Delhi 110 085

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