



12th September, 2022

REPORT OF SCRUTINIZER

UDIN: F005769D000955157

To,
The Chairman,
Kiduja India Limited
127-B, Mittal Tower,
Nariman Point,
Mumbai– 400 021.

Dear Sir,

Subject: Consolidated Scrutinizer’s Report on the remote e-voting and voting through physical ballots conducted at the 36th Annual General Meeting of the Members of Kiduja India Limited held on Friday, 9th September, 2022 at 10.00 a.m.

We, Pradeep Kumar Purwar of M/s. Pradeep Purwar & Associates, Practicing Company Secretaries and Mrs. Swara Sandeep Vayangankar, a Shareholder of the Company (DP ID: 1202250000207579) were appointed as the Scrutinizers for the purpose of scrutinizing the process of remote e-voting and voting through physical ballots on the resolutions contained in the Notice dated 29th July, 2022 of the 36th Annual General Meeting of **Kiduja India Limited** (the Company) held on **9th September, 2022** as required under Section 108 of the Companies Act, 2013 (“the Act”) as amended from time to time, read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, in a fair and transparent manner and accordingly we report as under:

1. On the basis of the Register of Members and the List of beneficial owners made available by the Depositories viz., NSDL and Central Depository Services (India) Limited (CDSL), as on **29th July 2022**, being the cut-off date for the purpose of sending the Notice of 36th Annual General Meeting, the Company completed dispatch of the Notice of 36th Annual General Meeting by email to **783** Members who had registered their e-mail-ids with the Company or as provided by the Depositories or the Registrar and Share Transfer Agent on **18th August, 2022** and
2. In accordance with the Notice of 36th Annual General Meeting sent to the members pursuant to Rule 20 of the Companies (Management and Administration) Rules 2014 dated 29th July, 2022, the remote e-voting was open for 3 consecutive days from 9.00 a.m. of Tuesday, **6th September, 2022** upto 5.00 p.m. of Thursday, **8th September, 2022** and Members were required to cast their votes electronically conveying their “Assent” or “Dissent” in respect of the Ordinary and Special Resolutions, on e-voting platform provided by National Securities Depository Limited (NSDL). The Company had also made available physical ballots at the 36th Annual General Meeting to enable the members to cast their votes on the resolutions, if they had not already cast it through remote e-voting.



3. Accordingly, only votes cast upto 5.00 p.m. of **8th September, 2022** by way of remote e-voting have been considered for our scrutiny. Further, the votes cast through physical ballots have also been considered for our scrutiny.
4. After the conclusion of the Annual General Meeting, first the voting conducted through physical ballots at the meeting, was unblocked in the presence of two witnesses not in employment of the Company, namely Ms. Sonali Bapardekar and Mr. Vedant Kamulkar. Thereafter, the votes cast through remote e-voting were unblocked in the presence of two witnesses not in employment of the Company, namely, Mr. Manish Selvaraj and Ms. Kejal Jain.
5. A summary of the votes cast by members through remote e-voting and by physical ballots at the 36th Annual General Meeting with their pattern of voting is as per **Annexure 1** annexed to this Report.
6. The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and rules made thereunder and the applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, relating to remote e-voting and voting through physical ballots on the resolutions contained in the aforesaid notice of the 36th Annual General Meeting of the members of the Company. Our responsibility as Scrutinizers is to scrutinize and ensure that the voting done through remote e-voting and physical ballots is done in a fair and transparent manner and to make a consolidated scrutinizer's report on the votes cast "in favour" or "against" the resolutions, based on the reports generated from the remote e-voting system of National Securities Depository Limited (NSDL), the agency engaged by the Company to provide remote voting facility and of voting through physical ballots as provided by the Company, on the resolutions contained in the Notice.
7. The results of the voting by members through remote e-voting and physical ballot at the 36th Annual General Meeting in respect of resolutions mentioned in the Notice thereof may accordingly be declared by the Chairman of the Company and who has countersigned hereunder in token thereof.

Scrutinizer
For Pradeep Purwar & Associates
Company Secretaries



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Pradeep Kumar Purwar
Proprietor
Membership No.: FCS: 5769
Certificate of Practice No.: 5918

Date: 12th September, 2022
Place: Thane



Swavayankar

.....
Scrutinizer

Mrs. Swara Sandeep Vayankar
Shareholder of the Company
(DP ID.: 1202250000207579)

Date: 12th September, 2022
Place: Thane

Countersigned by

Ashish D Jaipuria

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Mr. Ashish D Jaipuria
Chairman of the Meeting

Analysis of Results

Resolution No. 1: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2022 together with the Reports of the Directors and Auditors thereon. (Ordinary Resolution)

Sr. No.	Particulars		Resolution No. 1	
			No. of Physical Ballots/ Remote E-Voting confirmations	No. of vote
1.	Votes cast through physical ballots		61	4,580
2.	Votes through remote e-voting		71	11,16,536
3.	Total		132	11,21,116
4.	Less: Invalid physical ballot/ remote e-voting confirmations		30	86
5.	Net valid physical ballots/remote e-voting confirmations		102	11,21,030
6.	i)	Physical Ballots/ Remote e-voting with assent for the Resolution	102	11,21,030
		% of Assent	100.00	
	ii)	Physical Ballots/ Remote e-voting with dissent for the Resolution	0	0
		% of Dissent	0.00	

Thus, the **Ordinary Resolution** as contained in Item No. 1 is passed with **requisite majority**.

Resolution No. 2: To appoint a director in the place of Mr. Ujjval A. Jaipuria (DIN: 09262693) who retires by rotation and is eligible, offers himself for re-appointment (Ordinary Resolution)

Sr. No.	Particulars		Resolution No. 2	
			No. of Physical Ballots/ Remote E-Voting confirmations	No. of votes
1.	Votes cast through physical ballots		61	4,580
2.	Votes through remote e-voting		71	11,16,536



3.	Total		132	11,21,116
4.	Less: Invalid physical ballot/ remote e-voting confirmations		30	86
5.	Net valid physical ballots/remote e-voting confirmations		102	11,21,030
6.	i)	Physical Ballots/ Remote e-voting with assent for the Resolution	102	11,21,030
		% of Assent		100.00
	ii)	Physical Ballots/ Remote e-voting with dissent for the Resolution	0	0
		% of Dissent		0.00

Thus, the **Ordinary Resolution** as contained in Item No. 2 is passed with **requisite majority**.

Resolution No. 3: To appoint M/s. Lodha & Co., Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration. (Ordinary Resolution)

Sr. No.	Particulars	Resolution No. 3		
		No. of Physical Ballots/ Remote E-Voting confirmations	No. of votes	
1.	Votes cast through physical ballots	61	4,580	
2.	Votes through remote e-voting	71	11,16,536	
3.	Total	132	11,21,116	
4.	Less: Invalid physical ballot/ remote e-voting confirmations	30	86	
5.	Net valid physical ballots/remote e-voting confirmations	102	11,21,030	
6.	i)	Physical Ballots/ Remote e-voting with assent for the Resolution	102	11,21,030
		% of Assent		100.00
	ii)	Physical Ballots/ Remote e-voting with dissent for the Resolution	0	0
		% of Dissent		0.00

Thus, the **Ordinary Resolution** as contained in Item No. 3 is passed with **requisite majority**.

Resolution No. 4: To approve payment of remuneration to Mr. Ashish D Jaipuria (DIN: 00025537) as Chairman and Managing Director of the Company w.e.f. 1st April, 2022 and perquisites payable w.e.f. 3rd September, 2021 for his remaining tenure i.e., upto 30th June 2023 (Ordinary Resolution)

Sr. No.	Particulars	Resolution No. 4	
		No. of Physical Ballots/ Remote E-Voting confirmations	No. of votes
1.	Votes cast through physical ballots	61	4,580
2.	Votes through remote e-voting	70*	1,536
3.	Total	131	6,116
4.	Less: Invalid physical ballot/ remote e-voting confirmations	30	86
5.	Net valid physical ballots/remote e-voting confirmations	101	6,030
6.	i) Physical Ballots/ Remote e-voting with assent for the Resolution	101	6,030
	% of Assent	100.00	
	ii) Physical Ballots/ Remote e-voting with dissent for the Resolution	0	0
	% of Dissent	0.00	

*Vote casted by Mr. Ashish Jaipuria interested director shall not be counted. Thus, the **Ordinary Resolution** as contained in Item No. 4 is passed with **requisite majority**.


