

KIDUJA INDIA LIMITED

Date: 29th September, 2023

To,
General Manger - Listing, ISC & CRD
BSE Limited
P.J. Towers, Dalal Street,
Mumbai - 400 001.

Dear Sir,

Sub: Scrutinizer's Report

We upload herewith Scrutinizer's Report Dated: 29-09-2023.

Kindly take the same on your records.

Thanking you,

Yours faithfully,
For **KIDUJA INDIA LIMITED**

POOJA
MITESH
CHAVAN

Digitally signed by
POOJA MITESH
CHAVAN
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POOJA M. CHAVAN
Company Secretary & Compliance Officer

Encl.: a/a



29th September, 2023

REPORT OF SCRUTINIZER
UDIN: F005769E001127758

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 37th Annual General Meeting of the Members of Kiduja India Limited held on Friday, 28th September, 2023 at 10.00 a.m.

We, Pradeep Kumar Purwar, Managing Partner of Purwar & Purwar Associates LLP, Practicing Company Secretaries and Mrs. Swara Sandeep Vayangankar, a Shareholder of the Company (DP ID: 1202250000107579) 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 23rd August, 2023 of the 37th Annual General Meeting ("the AGM") of **Kiduja India Limited** ("the Company") held on **28th September, 2023** 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., National Securities Depositories Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on **25th August, 2023**, being the cut-off date for the purpose of sending Notice of the AGM, the Company completed dispatch of Notice of the AGM by email to **821** 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 **28th August, 2023**.
2. In accordance with Notice of the AGM sent to the members pursuant to Rule 20 of the Companies (Management and Administration) Rules 2014 dated **23th August, 2023**, the remote e-voting was open for 3 consecutive days from 9.00 a.m. of Monday, **25th September, 2023** upto 5.00 p.m. of Wednesday, **27th September, 2023** 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 AGM to enable the members to cast their votes on the resolutions, if they had not already cast it through remote e-voting.





Purwar & Purwar Associates LLP
Company Secretaries

3. Accordingly, only votes cast upto 5.00 p.m. of 27th September, 2023 by way of remote e-voting have been considered for our scrutiny. Further, the votes cast through physical ballots at the AGM have also been considered for our scrutiny.
4. After the conclusion of the AGM, 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. Ajaykumar Vishwakarma. 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 AGM 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 AGM 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 AGM 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 Purwar & Purwar Associates LLP,

Company Secretaries

Firm Registration No.: L2023MH013701



Pradeep Kumar Purwar

Designated Partner

DPIN: 01179697

FCS No.: 5769

COP No.: 5918

Date: 29th September, 2023

Place: Thane



Swara Sandeep Vayangankar

.....
Scrutinizer

Mrs. Swara Sandeep Vayangankar
Shareholder of the Company
(DP ID.: 1202250000107579)

Date: 29th September, 2023
Place: Thane

Countersigned by

Ashish D Jaipuria

.....
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 2023 together with the Report 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	91	260
2.	Votes through remote e-voting	95	1234469
3.	Total	186	1234729
4.	Less: Invalid physical ballot/ remote e-voting confirmations	60	134
5.	Net valid physical ballots/remote e-voting confirmations	126	1234595
6.	i) Physical Ballots/ Remote e-voting with assent for the Resolution	126	1234595
	% of Assent	100%	
	ii) Physical Ballots/ Remote e-voting with dissent for the Resolution	Nil	Nil
	% of Dissent	Nil	

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. Kushal Ashish Jaipuria (DIN: 09262684), who retires by rotation and being 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	91	260
2.	Votes through remote e-voting	95	1234469



3.	Total		186	1234729
4.	Less: Invalid physical ballot/ remote e-voting confirmations		61	136
5.	Net valid physical ballots/remote e-voting confirmations		125	1234593
6.	i)	Physical Ballots/ Remote e-voting with assent for the Resolution	124	1234578
		% of Assent		99.999
	ii)	Physical Ballots/ Remote e-voting with dissent for the Resolution	1	15
		% of Dissent		0.001

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

Resolution No. 3: To consider and approve re-appointment of and remuneration payable to, Mr. Ashish D. Jaipuria (DIN: 00025537) as Managing Director and Chairman of the Company. (Special Resolution)

Sr. No.	Particulars	Resolution No. 3		
		No. of Physical Ballots/ Remote E-Voting confirmations	No. of votes	
1.	Votes cast through physical ballots	91	260	
2.	Votes through remote e-voting	95	1234469	
3.	Total	186	1234729	
4.	Less: Invalid physical ballot/ remote e-voting confirmations	*62	1115136	
5.	Net valid physical ballots/remote e-voting confirmations	124	119593	
6.	i)	Physical Ballots/ Remote e-voting with assent for the Resolution	123	119578
		% of Assent		99.987
	ii)	Physical Ballots/ Remote e-voting with dissent for the Resolution	1	15
		% of Dissent		0.013

*Vote of Directors interested in the resolution has not been counted. Thus, the **Special Resolution** as contained in Item No. 3 is passed with **requisite majority**.



Resolution No. 4: To consider and approve increase in Authorised Share Capital of the Company and consequential amendment in Memorandum of Association of the Company (Special Resolution)

Sr. No.	Particulars	Resolution No. 4	
		No. of Physical Ballots/ Remote E-Voting confirmations	No. of votes
1.	Votes cast through physical ballots	91	260
2.	Votes through remote e-voting	95	1234469
3.	Total	186	1234729
4.	Less: Invalid physical ballot/ remote e-voting confirmations	61	136
5.	Net valid physical ballots/remote e-voting confirmations	125	1234593
6.	i) Physical Ballots/ Remote e-voting with assent for the Resolution	124	1234578
	% of Assent		99.999
	ii) Physical Ballots/ Remote e-voting with dissent for the Resolution	1	15
	% of Dissent		0.001

Thus, the **Special Resolution** as contained in Item No. 4 is passed with requisite majority.

Resolution No. 5: To consider, approve and adopt new sets of Articles of Association of the Company (Special Resolution)

Sr. No.	Particulars	Resolution No. 5	
		No. of Physical Ballots/ Remote E-Voting confirmations	No. of votes
1.	Votes cast through physical ballots	91	260
2.	Votes through remote e-voting	95	1234469
3.	Total	186	1234729
4.	Less: Invalid physical ballot/ remote e-voting confirmations	61	136
5.	Net valid physical ballots/remote e-voting	125	1234593



		confirmations		
6.	i)	Physical Ballots/ Remote e-voting with assent for the Resolution	124	1234578
		% of Assent		99.999
	ii)	Physical Ballots/ Remote e-voting with dissent for the Resolution	1	15
		% of Dissent		0.001

Thus, the **Special Resolution** as contained in Item No. 5 is passed with requisite majority.

