



KILBURN ENGINEERING LTD.

PLOT NO. 6, MIDC-SARAVALI, KALYAN BHIWANDI ROAD, TALUKA BHIWANDI, DIST. THANE - 421 311, MAHARASHTRA, INDIA
Tel : +91 2522 283000 Fax : +91 2522 281026 / 280166 Website : www.kilburnengg.com

Ref : KEL/ BSE-CSE / 20 – 21 /EGM

March 27, 2021

To
The Corporate Relationship Department
BSE Limited
P. J. Tower
Dalal Street, Fort
Mumbai-400 001
Scrip Code: BSE 522101

To,
The Secretary
The Calcutta Stock Exchange Ltd.,
7 , Lyons Range,
Kolkata – 700 001
Scrip Code: CSE 21022

Sub: Extra-Ordinary General Meeting (EGM) of the Company held on 27th March, 2021

Dear Sir / Madam

In accordance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we write to inform the proceedings of EGM of the Company held on 27th March, 2021 at 11:00 AM through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

Following Resolutions were approved by the members (through remote e-voting on the CDSL platform, which continued from 10:00 A.M. on March 24, 2021 upto 5:00 P.M. on March 26, 2021) . E-voting was kept open for shareholders who had not already cast their votes to exercise their voting rights at the EGM.

Item no.	Particulars of Agenda	Ordinary / Special resolution
1	Increase in Authorised Capital and alteration of Capital Clause in the Memorandum of Association	ORDINARY
2	Issue of Equity Shares on Preferential Allotment Basis to RBL Bank Limited	SPECIAL
3	Issue of Equity Shares on Preferential Allotment Basis to Firstview Trading Private Limited	SPECIAL
4	Issue of Cumulative Redeemable Preference Shares (CRPS) to RBL Bank Limited	SPECIAL

AN ISO-9001 : 2000 CERTIFIED COMPANY

REGD. OFFICE : FOUR MANGO LANE, SURENDRA MOHAN GHOSH SARANI, KOLKATA - 700 001, INDIA Page 1 of 2
E-MAIL : kilbncal@cal2.vsnl.net.in CIN : L24232WB1987PLC042956



A Williamson Magor Group Enterprise



All the abovementioned resolutions were approved by shareholders with requisite majority on the basis of Report submitted by Mr. A.K. Labh, Practicing Company Secretary who was appointed as the Scrutinizer at the Extra-Ordinary General Meeting (copy of report attached herewith).

Yours Truly

For KILBURN ENGINEERING LTD.

Arvind Bajoria

Company Secretary

& Sr. Manager (Costing)

Encl : Scrutinizer's Report submitted by Mr. A.K. Labh, Practicing Company Secretary

A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014]

The Chairman
of the Extra-ordinary General Meeting of
Kilburn Engineering Limited
Four Mangoe Lane
Surendra Mohan Ghosh Sarani
Kolkata – 700 001

Dear Sir,

I, Atul Kumar Labh, Practicing Company Secretary (FCS – 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the scrutinizer in connection with the Extra-ordinary General Meeting ("EGM") of the members of "**Kilburn Engineering Limited**" ("**Company**") held on Saturday, the 27th day of March, 2021 at 11:00 A.M. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in terms of MCA Circular No. 20/2020 dated 5th May, 2020 read with Circular No. 14/2020 dated 8th April, 2020, Circular No. 17/ 2020 dated 13th April, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020 and Circular No. 39/2020 dated December 31, 2020 (collectively referred as "MCA Circulars") for the purpose of scrutinizing the electronic voting ("e-voting") process through remote e-voting and e-voting at the EGM in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and the Rules relating to remote e-voting and e-voting at the EGM on the resolutions contained in the Notice of the EGM dated the 4th day of March, 2021. My responsibility as a scrutinizer for remote e-voting and e-voting at the EGM is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the e-voting system of Central Depository Services (India) Limited ("CDSL"), the agency engaged by the Company to provide the facilities for both remote e-voting and e-voting at the EGM.



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practicing Company Secretary



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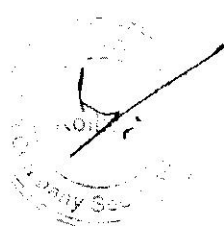
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I submit my report as under :

1. The remote e-voting period remained open from 10.00 A.M. IST on Wednesday, the 24th day of March, 2021 up to 5.00 P.M. IST on Friday, the 26th day of March, 2021.
2. The shareholders holding shares as on the "cut off" date, i.e. the 20th day of March, 2021 were entitled to vote on the proposed 4 (Four) resolutions as mentioned in the Notice dated the 4th day of March, 2021 of the EGM of the Company.
3. The Company has also provided e-voting facility at the EGM to enable the shareholders attending the EGM through VC / OAVM to cast the votes in case the same has not been cast by them through remote e-voting.
4. The votes were unblocked on Saturday, the 27th day of March, 2021 around 12:02 P.M. after the completion of the EGM in the presence of two witnesses, namely, Mrs. Anushree Dasgupta, residing at 28/N, Dwijen Mukherjee Road, Behala, Kolkata – 700060 and Ms. Nidhi Bansal, residing at 62, Vijay Kumar Mukherjee Road, Salkia, Howrah – 711106, who are not in employment of the Company.
5. The e-voting data/results downloaded from the e-voting system of CDSL were scrutinized and reviewed; the votes were counted, and the results were prepared.
6. The combined result of the remote e-voting and e-voting at the EGM [EVSNO: 210305001] is as under:



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SPECIAL BUSINESS:**a) Resolution 1 : Ordinary Resolution**

Increase in Authorised Capital and alteration of Capital Clause in the Memorandum of Association

(i) *Voted in favour of the Resolution:*

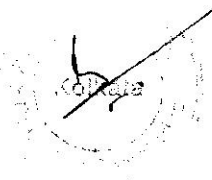
<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	51	8513391	
E-voting at EGM	4	203	
Total	55	8513594	99.9999%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	3	7	
E-voting at EGM	0	0	
Total	3	7	0.0001%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0



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b) Resolution 2 : Special Resolution

Issue of Equity Shares on Preferential Allotment Basis to RBL Bank Limited

(i) Voted in favour of the Resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	51	8513391	
E-voting at EGM	4	203	
Total	55	8513594	99.9999%

(ii) Voted against the Resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	3	7	
E-voting at EGM	0	0	
Total	3	7	0.0001%

(iii) Invalid Votes:

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0



[Handwritten signature]



A. K. LABH

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 DIM, DHRD, PGHDSM, DIRPM
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c) Resolution 3 : Special Resolution

Issue of Equity Shares on Preferential Allotment Basis to Firstview Trading Private Limited

(i) Voted in favour of the Resolution:

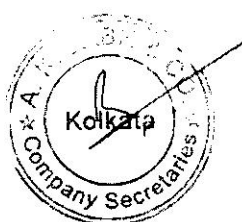
Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	51	8513391	
E-voting at EGM	4	203	
Total	55	8513594	99.9999%

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	7	
E-voting at EGM	0	0	
Total	3	7	0.0001%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



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d) Resolution 4 : Special Resolution

Issue of Cumulative Redeemable Preference Shares (CRPS) to RBL Bank Limited

(i) *Voted in favour of the Resolution:*

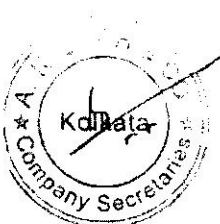
<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	51	8513391	
E-voting at EGM	4	203	
Total	55	8513594	99.9999%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	3	7	
E-voting at EGM	0	0	
Total	3	7	0.0001%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0



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7. All the resolutions proposed hereinabove have been passed with requisite majority.
8. The electronic data and e-voting registers including other related papers / registers and records shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to the Company Secretary as authorised by the Board of Directors for safe keeping.

Thanking You,

Yours truly
For A. K. LABH & Co.
Company Secretaries

(CS A. K. LABH)
Practising Company Secretary
FCS - 4848 / CP No. - 3238
UIN : S1999WB026800
UDIN : F004848B004156721



Place: Kolkata
Dated: 27.03.2021



A. K. LABH

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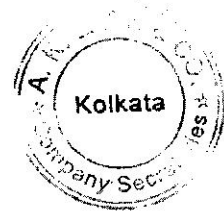
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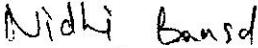
Witness:

1. 

(Anushree Dasgupta)

28/N, Dwijen Mukherjee Road, Behala
Kolkata - 700060

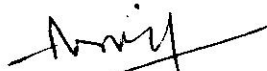


2. 

(Nidhi Bansal)

62, Vijay Kumar Mukherjee Road
Salkia, Howrah - 711106

Received the Report of the Scrutinizer
For Kilburn Engineering Limited



(Arvind Bajoria)
Company Secretary
ACS 15390

