



## KILBURN ENGINEERING LTD.

PLOT NO. 6, MIDC-SARAVALI, KALYAN BHIWANDI ROAD, TALUKA BHIWANDI, DIST. THANE - 421 311, MAHARASHTRA, INDIA  
Tel : 91-2522-663800 / 662200 Fax : 91-2522-281026 / 280166 Website : [www.kilburnengg.com](http://www.kilburnengg.com)

Ref : KEL/ BSE-CSE / 17 – 18/ AGM-2

September 26, 2017

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 Association Ltd.,  
7, Lyons Range,  
Kolkata – 700 001  
Scrip Code: CSE 21022

Dear Sir / Madam

**Sub: Voting results at 29<sup>th</sup> Annual General Meeting ( AGM )  
of the Company held on 25<sup>th</sup> Sept., 2017**

We are submitting the results of voting at 29<sup>th</sup> AGM under Regulation 44(3) of the SEBI ( Listing Obligations and Disclosure Requirements ) Regulations, 2015. We write to advise that all the Resolutions bearing item no. 1 to 6 placed at the 29<sup>th</sup> Annual General Meeting (AGM) of the Company held on Monday, 25<sup>th</sup> September, 2017 were passed with requisite majority.

We send herewith the Report dated 26<sup>th</sup> September, 2017 furnished by Mr. A.K. Labh, practicing Company Secretary, who was appointed as the Scrutinizer to scrutinize the voting process at the 29<sup>th</sup> AGM of the Company for your information and record.

We trust that you will find the aforesaid report in order.

Yours Truly  
For KILBURN ENGINEERING LTD.

  
Arvind Bajoria  
Company Secretary & Sr. Manager ( Costing )

Encl : as above

AN ISO-9001 : 2000 CERTIFIED COMPANY

REGD. OFFICE : FOUR MANGOE LANE, SURENDRA MOHAN GHOSH SARANI, KOLKATA - 700 001, INDIA  
E-MAIL : [kilbncal@cal2.vsnl.net.in](mailto:kilbncal@cal2.vsnl.net.in) CIN : L24232WB1987PLC042956



A Williamson Magor Group Enterprise



**A. K. LABH & Co.**

**Company Secretaries**

40, Weston Street, 3rd Floor, Kolkata - 700 013  
© (033) 2221-9381 / 3296-7770, Fax : (033) 2221-9381  
Mobile : 98300-55689 / 93312-13190  
e-mail : aklabh@aklabh.com / aklabhcs@gmail.com  
website : [www.aklabh.com](http://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 29<sup>th</sup> Annual General Meeting of  
Kilburn Engineering Limited  
Four Mangoe Lane  
Surendra Mohan Ghosh Sarani  
Kolkata - 700001**

*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 29th Annual General Meeting of the members of “**Kilburn Engineering Limited**” (“Company”) held on Monday, 25th September, 2017 at Williamson Magor Hall, The Bengal Chamber of Commerce & Industry, 6, Netaji Subhash Road, Kolkata - 700 001 at 10.00 A.M. for the purpose of scrutinizing the remote e-voting and voting through physical ballot process 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 and Rules relating to remote e-voting and voting through physical ballot process on the resolutions contained in the Notice of the Annual General Meeting dated 10<sup>th</sup> August, 2017. My responsibility as a scrutinizer for remote e-voting and voting through physical ballots 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) and of voting through physical ballots as provided by Maheshwari Datamatics Private Limited, the agencies engaged by the Company to provide remote e-voting / physical ballot facilities.







# A. K. LABH & Co.

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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 Thursday, the 21st September, 2017 up to 5.00 P.M. IST on Sunday, the 24<sup>th</sup> September, 2017.
2. The Shareholders holding shares as on the "cut off" date, i.e. 18<sup>th</sup> September, 2017 were entitled to vote on the proposed 6 (Six) resolutions as mentioned in the notice dated 10th August, 2017 of the Annual General Meeting of the Company.
3. The Company has also distributed the physical ballot forms at the venue of the Annual General Meeting to enable the shareholders to cast the votes physically in case the same has not been casted by them through remote e-voting.
4. The locked ballot boxes were subsequently opened in my presence and poll/ballot papers were diligently scrutinized. The poll/ballot papers were reconciled with the records maintained by the Registrar and Share Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
5. The votes were unblocked on Monday, the 25th September, 2017 around 02:50 PM after the completion of the Annual General Meeting in the presence of two witnesses, namely, Ms. Sunayna Jaiswal, residing at 17, Karbala Tank Lane Kolkata-700006, and Ms. Amrita Sampat, residing at 59, Kalicharan Ghosh Road, Kolkata – 700050 who are not in employment of the Company.
6. The ballots which were incomplete and/or which were otherwise found defective have been treated as invalid.
7. The combined result of the remote e-voting [EVSN : 170822067] and votes casted through physical ballot papers distributed at the AGM venue are as under:





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## <A> ORDINARY BUSINESS:

### a) Resolution 1

**To receive, consider and adopt the Audited Financial Statement for the Financial Year ended 31st March, 2017 and Report of Directors and Auditors thereon**

(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	26	8007109	
Voting by ballot	16	320	
<b>Total</b>	<b>42</b>	<b>8007429</b>	<b>99.997%</b>

(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	1	250	
Voting by ballot	0	0	
<b>Total</b>	<b>1</b>	<b>250</b>	<b>0.003%</b>

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
4	3520





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## b) Resolution 2

*To appoint a Director in place of Mr. Aditya Khaitan (holding DIN : 00704863), who retires by rotation and being eligible, offers himself for reappointment*

(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	26	8007109	
Voting by ballot	16	320	
<b>Total</b>	<b>42</b>	<b>8007429</b>	<b>99.997%</b>

(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	1	250	
Voting by ballot	0	0	
<b>Total</b>	<b>1</b>	<b>250</b>	<b>0.003%</b>

(iii) *Invalid* Votes:

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## c) Resolution 3

*To declare dividend for the financial year 2016-17*

(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	26	8007109	
Voting by ballot	16	320	
<b>Total</b>	<b>42</b>	<b>8007429</b>	<b>99.997%</b>

(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	1	250	
Voting by ballot	0	0	
<b>Total</b>	<b>1</b>	<b>250</b>	<b>0.003%</b>

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
4	3520





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## d) Resolution 4

*To consider the appointment of new Statutory Auditors - M/s. S R B C and CO LLP, Chartered Accountants (Firm Registration no. : 324982E / E300003 ) as per the provisions of Section 139(2) of the Companies Act, 2013 and the rules framed thereunder, upto the conclusion of Annual General Meeting to be held in 2022, subject to ratification of their appointment by members at every Annual General Meeting*

(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	25	8006309	
Voting by ballot	16	320	
<b>Total</b>	<b>41</b>	<b>8006629</b>	<b>99.987%</b>

(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	2	1050	
Voting by ballot	0	0	
<b>Total</b>	<b>2</b>	<b>1050</b>	<b>0.013%</b>

(iii) *Invalid* Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
4	3520





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## <B> SPECIAL BUSINESS:

### e) Resolution 5 : Special Resolution

**Appointment of Mr. S. Mukherjee (holding DIN: 00127747) as Managing Director for a tenure of one year with effect from April 1, 2017**

(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	26	8007109	
Voting by ballot	16	320	
<b>Total</b>	<b>42</b>	<b>8007429</b>	<b>99.997%</b>

(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	1	250	
Voting by ballot	0	0	
<b>Total</b>	<b>1</b>	<b>250</b>	<b>0.003%</b>

(iii) *Invalid* Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
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## f) Resolution 6 : Ordinary Resolution

### *Ratification of remuneration of Cost Auditor*

(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	25	8006309	
Voting by ballot	16	320	
<b>Total</b>	<b>41</b>	<b>8006629</b>	<b>99.987%</b>

(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	2	1050	
Voting by ballot	0	0	
<b>Total</b>	<b>2</b>	<b>1050</b>	<b>0.013%</b>

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
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8. All the resolutions proposed hereinabove have been passed with requisite majority.
9. The physical ballot forms, remote e-voting register and 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 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)  
Practicing Company Secretary  
FCS - 4848 / CP No. - 3238



Place: Kolkata  
Dated: 26.09.2017



## A. K. LABH & Co.

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Witness:

1. *Sunayna Jaiswal*

(Sunayna Jaiswal)  
17, Karbala Tank Lane  
Kolkata - 700006

2. *Amrita Sampat*

(Amrita Sampat)  
59, Kalicharan Ghosh Road  
Kolkata - 700 050

Received the Report of the Scrutinizer  
For Kilburn Engineering Limited

(Arvind Bajoria)  
Company Secretary