

PANKAJ & ASSOCIATES

Company Secretaries

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Scrutinizer's Report

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

To,

Mr. Mohit P. Kaushik

Chairman

Kesar Petroproducts Limited

Regd. D-7/1, M.I.D.C., Lote Parshuram,

Taluka – Khed, District – Ratnagiri – 415722

Dear Sir,

Sub: Scrutinizer's Report on voting done through Remote E-voting Process and Polling
Papers at Annual General Meeting held on 30th September, 2019.

1. We, Pankaj & Associates, Practicing Company Secretaries, have been appointed as a scrutinizer by the Board of Directors of Kesar Petrorproducts Limited at its meeting held on 14th August, 2019 for the purpose of scrutinizing the e-voting and by use of polling papers at the Annual General Meeting and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration), Rules, 2014 as amended by the Companies (Management and Administration), Rules, 2015 and polling process undertaken at the 29th Annual General Meeting (AGM) on the resolutions contained in the notice of the 29th Annual General Meeting (AGM) of the Equity Shareholders of the Company, held on 30th September, 2019, at D-7/1, M.I.D.C., Lote Parshuram, Taluka – Khed, District – Ratnagiri – 415722.

2. The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice of the 29th Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the e-voting is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency to provide e-voting facilities, engaged by the Company.

3. Further to above, I submit my report as under:

3.1. The Company has provided the e-voting facility through National Securities Depository Limited (NSDL), on their website <https://www.evoting.nsdl.com> The Company had uploaded all the items of businesses to be transacted on the website of the Company and also it's Service Provider to facilitate their shareholders to cast their vote through e-voting.



3.2. The Notice sent (both through email and physical form) contained the detailed procedure to be followed by the members who were desirous of casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration), Rules, 2015.

3.3 The Company had arranged for polling papers and ballot box for the members and proxies present at the Annual General Meeting (AGM) as on 30th September, 2019.

3.4 We have ensured that the ballot box was duly locked and sealed in the presence of the members and proxies.

3.5 The scrutiny was done in the presence of two person's viz. Mr. Mihir Poria and Mr. Neel Singh as witnesses after the voting process was over.

3.6 The E-Voting commenced from 27th September, 2019 (9.00 a.m.) and ended on 29th September, 2019 (5.00 p.m.).

3.7 The votes cast were unblocked in the presence of 2 witnesses, Mr. Mihir Poria and Mr. Neel Singh who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

3.8 The E-Voting data was scrutinized by me for verification of votes cast "in favour" and "against" the Resolutions.

3.9. Thereafter, the details containing *inter alia*, list of Equity Shareholders, who voted "in favour" or "against" each of the Resolutions that were put to vote, were generated from the e-voting website of National Securities Depository Limited (NSDL), on their website i.e. <https://www.evoting.nsdl.com> and the result of the e-voting and after conducting the polling process at the Annual General Meeting is as under:

Item No. 1 – As an Ordinary Resolution: Adoption of Financial Statements for the year ended 31st March, 2019, Reports of the Directors and Auditors.

i. Voted in favour of the resolution:

Number of members voted	Number of Votes cast	% of total number of valid votes cast
19	44233974	99.9932

ii. Voted against the resolution

Number of members voted	Number of Votes cast	% of total number of valid votes cast
2	3000	0.0068



iii. Abstained votes:

Number of members voted	Number of Votes cast	% of total number of valid votes cast
0	0	0

Item No. 2 – As an Ordinary Resolution: To appoint a Director in place of Mr. Mohit P. Kaushik, who retires by rotation and being eligible offers himself for re-appointment.

i. Voted in favour of the resolution:

Number of members voted	Number of Votes cast	% of total number of valid votes cast
17	44232968	99.9909

ii. Voted against the resolution

Number of members voted	Number of Votes cast	% of total number of valid votes cast
4	4006	0.0091

iii. Abstained votes:

Number of members voted	Number of Votes cast	% of total number of valid votes cast
0	0	0

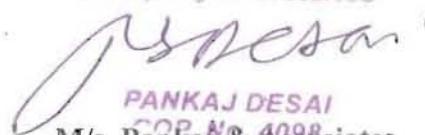
4. A Register and all other papers and relevant records containing details of equity shareholders, who voted “IN FAVOUR” OR “AGAINST” for each resolution under e-voting and voting done at the AGM through Polling Paper shall remain in our safe custody until the Chairman approves and signs the Minutes of the aforesaid AGM and the same would thereafter be handed over to Mr. Parambadi Madhavan Nair, Compliance Officer for safe keeping.

5. You may accordingly declare the result of voting by e-voting and polling.

6. The above mentioned resolutions are deemed to be passed as on the date of announcement of results.

Thanking you,

Yours faithfully,
For PANKAJ & ASSOCIATES
Company Secretaries


PANKAJ DESAI
COP. No. 4098

M/s. Pankaj & Associates
Practicing Company Secretary (C.O.P. No. 4098)
Scrutinizer for Polling form and E-voting

Place: Mumbai

Date: 1st October, 2019

