

# Kajal Synthetics And Silk Mills Limited

CIN No. L17110MH1985PLC035204

Regd. Office : 29, Bank Street, 1st Floor, Fort, Mumbai - 400 001

Email : kajalsyntheticsandsilk@gmail.com

Website : www.kajalsynthetics.com

**30<sup>th</sup> September, 2020**

Dept of Corporate Services (CRD)

**BSE Limited**

P. J. Tower,

Dalal Street,

Fort, Mumbai 400 001

**Ref: Scrip Code – 512147**

Dear Sir / Madam,

**Sub : Disclosure of Voting Results of Thirty Second (32<sup>nd</sup> ) Annual General Meeting of the Company held on Wednesday, September 30, 2020 pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

The 32<sup>nd</sup> Annual General Meeting of the Company was held on Wednesday, September 30, 2020 at 4.30 pm at the registered office of the Company at 29, Bank Street, First Floor, Fort, Mumbai 400 001.

In this regard, we hereby submit the following:

- a) Details of the Voting Results of the aforesaid 32<sup>nd</sup> AGM pursuant to the requirement of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on various Resolution specified in the AGM Notice dated September 5, 2020. The detailed voting results consolidating the results of remote e-voting with the results of e-voting during AGM are enclosed herewith. All the resolution were passed with the requisite majority by the Shareholders. The details of vote cast by the Shareholders are give in the Annexure. The same shall be treated as in compliance with SEBI Circular No. CIR/CFD/CMD/8/2015 dated November 4, 2015
- b) In terms of the Rule 20(4) of the Companies (Management and Administration) Rules, 2014, as amended, the Consolidated Scrutinizer's Report on the remote e-voting and e-voting during AGM is enclosed herewith.

Kindly take the aforesaid on record and acknowledge the receipt.

Thanking you.

Yours faithfully,

**For KAJAL SYNTHETICS AND SILK MILLS LIMITED**

**Seetha Ramaiya K. Vellore**  
**Managing Director**  
**(DIN-08216198)**

# Kajal Synthetics And Silk Mills Limited

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<b>Voting Results</b>	
<b>Record Date</b>	September 23, 2020
<b>Total Number of Shareholder on record on that date</b>	155
<b>Number of Shareholder present in the Meeting either In person or through proxy</b>	
<b>a) Promoter and Promoter Group</b>	3
<b>b) Public</b>	2
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	
<b>a) Promoter and Promoter Group</b>	0
<b>b) Public</b>	0
<b>No. of Resolution Passed in the Meeting</b>	5

**KAJAL SYNTHETICS AND SILK MILLS LIMITED**

Details of Voting Results of 32nd Annual General Meeting held on 30th September, 2020  
Pursuant to Clause 44(3) of SEBI(LODR)Regulation 2015

Date of 32nd Annual General Meeting	30th September, 2020
No. of Shareholders as on record date	155 as on 23rd September, 2020

No. of Shareholders present in the meeting either in Person or through Proxy

Promoter and Promoter Group	Public	
	In Person	Proxy
3	2	Nil

No. of Shareholders attended the meeting through Video Conference

NA	NA
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## KAJAL SYNTHETICS AND SILK MILLS LIMITED

1. To receive, consider and adopt Audited Standalone and Consolidated Annual Account for the year ended 31st March, 2020 along with the Report of Directors' and Auditors' thereon

Resolution (Ordinary / Special)

Ordinary

Whether Promoter / Promoter Group are interested in the Agenda / Resolution

No.

Particulars	Mode of Voting	No. of Shares Held	No. of Votes Polled	% of shares Polled on O/s Shares	No. of votes in Favour	No. of Votes Against	% of Votes in favour on Votes Polled	% of Votes Against on Votes Polled
Promoter and Promoter Group	E-Voting	1283350	0	0	0	0	0	0
	Poll		1283350	100	1283350	0	100	0
	Postal Ballot		0	0	0	0	0	0
	<b>Sub-Total</b>		<b>1283350</b>	<b>1283350</b>	<b>100</b>	<b>1283350</b>	<b>0</b>	<b>100</b>
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Sub-Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Non-Public Institutions	E-Voting	708650	0	0	0	0	0	0
	Poll		693650	97.88	693650	0	100	0
	Postal Ballot		0	0	0	0	0	0
	<b>Sub-Total</b>		<b>708650</b>	<b>693650</b>	<b>97.88</b>	<b>693650</b>	<b>0</b>	<b>100</b>
<b>Grand Total</b>		<b>1992000</b>	<b>1977000</b>	<b>99.25</b>	<b>1977000</b>	<b>0</b>	<b>100</b>	<b>0</b>

## KAJAL SYNTHETICS AND SILK MILLS LIMITED

2. To re-appoint a Directors in place of Mr. G. M. Loyalka (DIN-00299416) who retire by rotation and being eligible offer herself for re-appointment

Resolution (Ordinary / Special)

Ordinary

Whether Promoter / Promoter Group are interested  
in the Agenda / Resolution

No.

Particulars	Mode of Voting	No. of Shares Held	No. of Votes Polled	% of shares Polled on O/s Shares	No. of votes in Favour	No. of Votes Against	% of Votes in favour on Votes Polled	% of Votes Against on Votes Polled
Promoter and Promoter Group	E-Voting	1283350	0	0	0	0	0	0
	Poll		1283350	100	1283350	0	100	0
	Postal Ballot		0	0	0	0	0	0
	<b>Sub-Total</b>		<b>1283350</b>	<b>1283350</b>	<b>100</b>	<b>1283350</b>	<b>0</b>	<b>100</b>
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Sub-Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Non-Public Institutions	E-Voting	708650	0	0	0	0	0	0
	Poll		693650	97.88	693650	0	100	0
	Postal Ballot		0	0	0	0	0	0
	<b>Sub-Total</b>		<b>708650</b>	<b>693650</b>	<b>97.88</b>	<b>693650</b>	<b>0</b>	<b>100</b>
<b>Grand Total</b>		<b>1992000</b>	<b>1977000</b>	<b>99.25</b>	<b>1977000</b>	<b>0</b>	<b>100</b>	<b>0</b>

## KAJAL SYNTHETICS AND SILK MILLS LIMITED

3. To re-appoint Shri Giriraj Maheswari (DIN-00796252) as Non-Executive Independent Director for the second Term of 5 years (ie. Up to 30.09.2025)

Resolution (Ordinary / Special)

Special

Whether Promoter / Promoter Group are interested in the Agenda / Resolution

No.

Particulars	Mode of Voting	No. of Shares Held	No. of Votes Polled	% of shares Polled on O/s Shares	No. of votes in Favour	No. of Votes Against	% of Votes in favour on Votes Polled	% of Votes Against on Votes Polled
Promoter and Promoter Group	E-Voting	1283350	0	0	0	0	0	0
	Poll		1283350	100	1283350	0	100	0
	Postal Ballot		0	0	0	0	0	0
	<b>Sub-Total</b>		<b>1283350</b>	<b>1283350</b>	<b>100</b>	<b>1283350</b>	<b>0</b>	<b>100</b>
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Sub-Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Non-Public Institutions	E-Voting	708650	0	0	0	0	0	0
	Poll		693650	97.88	693650	0	100	0
	Postal Ballot		0	0	0	0	0	0
	<b>Sub-Total</b>		<b>708650</b>	<b>693650</b>	<b>97.88</b>	<b>693650</b>	<b>0</b>	<b>100</b>
<b>Grand Total</b>		<b>1992000</b>	<b>1977000</b>	<b>99.25</b>	<b>1977000</b>	<b>0</b>	<b>100</b>	<b>0</b>

## KAJAL SYNTHETICS AND SILK MILLS LIMITED

4. To re-appoint Smt. Rajshree Tapuriah (DIN-01655859) as Non-Executive Independent Director for the second Term of 5 years (ie. Up to 30.09.2025)

Resolution (Ordinary / Special)

Special

Whether Promoter / Promoter Group are interested in the Agenda / Resolution

No.

Particulars	Mode of Voting	No. of Shares Held	No. of Votes Polled	% of shares Polled on O/s Shares	No. of votes in Favour	No. of Votes Against	% of Votes in favour on Votes Polled	% of Votes Against on Votes Polled
Promoter and Promoter Group	E-Voting	1283350	0	0	0	0	0	0
	Poll		1283350	100	1283350	0	100	0
	Postal Ballot		0	0	0	0	0	0
	<b>Sub-Total</b>		<b>1283350</b>	<b>1283350</b>	<b>100</b>	<b>1283350</b>	<b>0</b>	<b>100</b>
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Sub-Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Non-Public Institutions	E-Voting	708650	0	0	0	0	0	0
	Poll		693650	97.88	693650	0	100	0
	Postal Ballot		0	0	0	0	0	0
	<b>Sub-Total</b>		<b>708650</b>	<b>693650</b>	<b>97.88</b>	<b>693650</b>	<b>0</b>	<b>100</b>
<b>Grand Total</b>		<b>1992000</b>	<b>1977000</b>	<b>99.25</b>	<b>1977000</b>	<b>0</b>	<b>100</b>	<b>0</b>

## KAJAL SYNTHETICS AND SILK MILLS LIMITED

5. To re-appointment of Mr. Seetha Ramaiya K. Vellore (DIN-08216198) as Managing Director for further period of Three years (ie. Up to 30.09.2023)

Resolution (Ordinary / Special)

Ordinary

Whether Promoter / Promoter Group are interested in the Agenda / Resolution

No.

Particulars	Mode of Voting	No. of Shares Held	No. of Votes Polled	% of shares Polled on O/s Shares	No. of votes in Favour	No. of Votes Against	% of Votes in favour on Votes Polled	% of Votes Against on Votes Polled
Promoter and Promoter Group	E-Voting	1283350	0	0	0	0	0	0
	Poll		1283350	100	1283350	0	100	0
	Postal Ballot		0	0	0	0	0	0
	<b>Sub-Total</b>		<b>1283350</b>	<b>1283350</b>	<b>100</b>	<b>1283350</b>	<b>0</b>	<b>100</b>
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Sub-Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Non-Public Institutions	E-Voting	708650	0	0	0	0	0	0
	Poll		693650	97.88	693650	0	100	0
	Postal Ballot		0	0	0	0	0	0
	<b>Sub-Total</b>		<b>708650</b>	<b>693650</b>	<b>97.88</b>	<b>693650</b>	<b>0</b>	<b>100</b>
<b>Grand Total</b>		<b>1992000</b>	<b>1977000</b>	<b>99.25</b>	<b>1977000</b>	<b>0</b>	<b>100</b>	<b>0</b>



# **GIRISH MURARKA & CO.**

*Company Secretaries*

*Ground Floor, Wing "A", Flat No. 001, Bharateeya Kala Mandal C/2, Co-op. Hsg. Soc. Ltd.  
Om Nagar, Andheri (East), Mumbai 400 099*

Phone (O) : 2839 2294

Email : girishmurarka@gmail.com

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## **REPORT OF SCRUTINIZER**

**[Pursuant to section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies  
(Management and Administration) Rule 2014]**

The Chairman

**KAJAL SYNTHETICS AND SILK MILLS LIMITED**

29, Bank Street, First Floor,

Fort,

Mumbai 400 001

**THIRTY SECOND ANNUAL GENERAL MEETING OF THE MEMBERS OF KAJAL SYNTHETICS AND  
SILK MILLS LIMITED HELD ON WEDNESDAY, 30<sup>TH</sup> DAY OF SEPTEMBER, 2020 AT 4.30 PM AT 29,  
BANK STREET, FIRST FLOOR, FORT, MUMBAI 400 001**

**Sub: Combined Report of Scrutinizer in respect of votes casted by e-voting and poll on the  
resolution proposed in the Notice convening aforesaid 32<sup>nd</sup> Annual General Meeting of the  
Members of the Company.**

Dear Sir,

I Mr. Girish Murarka, Proprietor of M/s GIRISH MURARKA & CO., Practicing Company Secretaries having Membership No. 7036 and Certificate of Practice No. 4576 appointed as Scrutinizer pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Rules, 2015 and Regulation 44 of the SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015 for the purpose of remote voting as well as voting by poll taken by taken on the resolution proposed at 32<sup>nd</sup> Annual General Meeting of the Equity Shareholders of the Company held on Wednesday, 30<sup>th</sup> September, 2020 at 4.30 pm at 29, Bank Street, First Floor, Fort, Mumbai 400 001, submit my report as under:

1. The Company had appointed National Securities Depository Limited (NSDL) for the purpose of providing the facility of remote e-voting to the Members of the Company
2. NSDL has set up an electronic voting facility on their website [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and Company had uploaded all the item of business to be transacted at the 32<sup>nd</sup> Annual General Meeting on the website of NSDL.
3. The Notice clearly indicate the process and manner of voting by electronic means including stepwise procedure for voting in a secure manner.

4. The Cut-off date for purpose of identification of Members who is entitled to vote on the resolution was 23<sup>rd</sup> September, 2020
5. Pursuant to Rule 20(4)(v) of Companies (Management and Administration) Rules, 2014, the Company released an advertisement, which was published on 6<sup>th</sup> September, 2020 in Free Press Journal (English) and Navshakti (Marathi) on 6<sup>th</sup> September, 2020 about the Notice of 32<sup>nd</sup> Annual General Meeting.
6. The Remote voting period commenced on Sunday, 27<sup>th</sup> September, 2020 at 9.00 am and end on Tuesday, 29<sup>th</sup> September, 2020 at 5.00 pm
7. At the end of the voting period at 5.00 pm Tuesday, 29<sup>th</sup> September, 2020 the voting portal was blocked forthwith and the same was unblocked on 30<sup>th</sup> September, 2020 after the 32<sup>nd</sup> Annual General Meeting was over on 30<sup>th</sup> September, 2020 through voting by poll in the presence of two witnesses Mr. Ramaiya VKS and Mr. Ashok Bhinge.
8. At the venue of the 32<sup>nd</sup> Annual General Meeting of the Company on Wednesday, 30<sup>th</sup> September, 2020, the facility to vote through ballot paper was provided to those members presents in person or by Proxy and who did not participate through remote e-voting.
9. At the close of the meeting, Ballot Box kept for polling was locked in my presence.
10. The locked ballot box was opened in my presence along with two witness Mr. Ramaiya VKS and Mr. Ashok Bhinge and the poll papers were diligently scrutinized. The Poll papers were reconciled with the record maintained by the RTA.
11. No poll paper was found defective or invalid.
12. The consolidated results of remote e-voting and voting by poll are as under:
  1. **Ordinary Resolution:**  
Adoption of the Audited Standalone and consolidated financial statements of the Company for the year ended on 31st March, 2020 and the Board's and Auditors' Reports thereon.

Type of Voting	No. of Members Voted	No. of Vote casted	In favor	Against	Invalid	% of Vote
Remote E-voting	0	0	0	0	0	0
Voting by Poll	5	1977000	1977000	0	0	100
<b>Total</b>	<b>5</b>	<b>1977000</b>	<b>1977000</b>	<b>0</b>	<b>0</b>	<b>100</b>

The Resolution as set out in the Notice of 32<sup>nd</sup> Annual General Meeting are passed with requisite majority as Ordinary Resolution

**2. Ordinary Resolution:**

To appoint a Director in place of Mr. G. M. Loyalka (DIN No: 00299416) who retires by rotation and, being eligible, offers herself for re-appointment.

Type of Voting	No. of Members Voted	No. of Vote casted	In favor	Against	Invalid	% of Vote
Remote voting E-	0	0	0	0	0	0
Voting by Poll	5	1977000	1977000	0	0	100
Total	5	1977000	1977000	0	0	100

The Resolution as set out in the Notice of 32<sup>nd</sup> Annual General Meeting are passed requisite majority as Ordinary Resolution

**3. Special Resolution**

To re-appoint Shri Giriraj Maheswari ( DIN-00796252) as Non-Executive Independent Director for second term of Five years (ie. Up to 30.09.2025)

Type of Voting	No. of Members Voted	No. of Vote casted	In favor	Against	Invalid	% of Vote
Remote voting E-	0	0	0	0	0	0
Voting by Poll	5	1977000	1977000	0	0	100
Total	5	1977000	1977000	0	0	100

The Resolution as set out in the Notice of 32<sup>nd</sup> Annual General Meeting are passed requisite majority as Special Resolution

**4. Special Resolution**

To re-appoint Smt. Rajshree Tapuriah (DIN-01655859) as Non-Executive Independent Director for second term of Five year (ie. Up to 30.09.2025)

Type of Voting	No. of Members Voted	No. of Vote casted	In favor	Against	Invalid	% of Vote
Remote voting E-	0	0	0	0	0	0
Voting by Poll	5	1977000	1977000	0	0	100
Total	5	1977000	1977000	0	0	100

The Resolution as set out in the Notice of 32<sup>nd</sup> Annual General Meeting are passed requisite majority as Special Resolution

#### 5. Special Resolution

Re-appointment of Mr. Seetha Ramaiya K. Vellore (DIN-08216198) as Managing Director for further terms of Three years (ie. Up to 30.09.2023)

Type of Voting	No. of Members Voted	No. of Vote casted	In favor	Against	Invalid	% of Vote
Remote E-voting	0	0	0	0	0	0
Voting by Poll	5	1977000	1977000	0	0	100
Total	5	1977000	1977000	0	0	100

The Resolution as set out in the Notice of 32<sup>nd</sup> Annual General Meeting are passed requisite majority as Special Resolution

The Pen drive containing the list of equity shareholders who voted for / Against and also The Poll Paper, other relevant records were sealed and handed over to the Director, for safe keeping

**For GIRISH MURARKA & CO.**  
Company Secretaries

Girish Murarka  
Proprietor  
ACS – 7036  
COP – 4576  
Place: Mumbai  
Date : 30<sup>th</sup> September, 2020  
UDIN – A007036B000828362