

KRYPTON INDUSTRIES LIMITED
CIN: L25199WB1990PLC048791

Disclose of Voting Results under Clause 35B of the Listing Agreement

Date of the AGM : 24 th September, 2015

Total number of shareholders on Cut-off date i.e. 18.09.2015: 7886

No. of shareholders present in the meeting either in person or through proxy*: 35 (*Bases on shareholders registering attendance)

Promoters and Promoter Group: 6

Public: 29

No. of shareholders attended the meeting through Video Conferencing:

Promoters and Promoter Group: Not Applicable

Public: Not Applicable

Results of both E-voting and Ballot voting on the Ordinary and Special Business at the 25th Annual General Meeting of the Company held on

Thursday, 24th September, 2015

Ordinary Business: Resolution required (Ordinary)

Mode of Voting: Remote E-voting and Voting through Ballot Paper

Resolution: I. Adoption of Audited Financial Statements, Reports of Directors & Auditors for the year ended 31st March, 2015

	No. of Shares Held (1)	No. of votes polled (2)	% of Votes Polled on outstanding Shares {(3)=(2/1)*100}	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes Polled {(6)=(4/2)*100}	% of Votes against on votes Polled {(7)=(5/2)*100}
Promoter /Public							
Promoter and Promoter Group	3876141	3013668	77.75	3013668	0	100.0000	0.0000
Public- Institutional holders	300	0	0.00	0	0	0.0000	0.0000
Public-others	10820689	168983	1.56	168982	1	99.9994	0.0006
Total	14697130	3182651	21.65	3182650	1	99.9999	0.0001



Ordinary Business: Resolution required (Ordinary)

Mode of Voting: Remote E-voting and Voting through Ballot Paper

Resolution: II. Re-appointment of Mr. T. C. Bachhawat (DIN: 00580356) who retires by rotation as Director of the Company

	No. of Shares Held (1)	No. of votes polled (2)	% of Votes Polled on outstanding Shares $\{(3)=2/1*100\}$	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes Polled $\{(6)=4/2*100\}$	% of Votes against on votes Polled $\{(7)=(5/2)*100\}$
Promoter /Public							
Promoter and Promoter Group	3876141	3013668	77.75	3013668	0	100.0000	0.0000
Public- Institutional holders	300	0	0.00	0	0	0.0000	0.0000
Public-others	10820689	168983	1.56	168982	1	99.9994	0.0006
Total	14697130	3182651	21.65	3182650	1	99.9999	0.0001

Ordinary Business: Resolution required (Ordinary)

Mode of Voting: Remote E-voting and Voting through Ballot Paper

Resolution: III. Ratification of the Appointment of Auditors and fixing of their remuneration

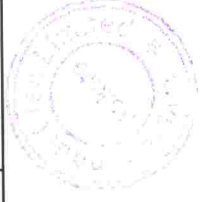
	No. of Shares Held (1)	No. of votes polled (2)	% of Votes Polled on outstanding Shares $\{(3)=2/1*100\}$	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes Polled $\{(6)=4/2*100\}$	% of Votes against on votes Polled $\{(7)=(5/2)*100\}$
Promoter /Public							
Promoter and Promoter Group	3876141	3013668	77.75	3013668	0	100.0000	0.0000
Public- Institutional holders	300	0	0.00	0	0	0.0000	0.0000
Public-others	10820689	168983	1.56	168982	1	99.9994	0.0006
Total	14697130	3182651	21.65	3182650	1	99.9999	0.0001

Special Business: Resolution required (Ordinary)

Mode of Voting: Remote E-voting and Voting through Ballot Paper

Resolution: IV. Appointment of Mrs. Vimala Devi Bardia (DIN: 07125170) as a Non-Executive Woman Director

	No. of Shares Held (1)	No. of votes polled (2)	% of Votes Polled on outstanding Shares $\{(3)=2/1*100\}$	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes Polled $\{(6)=4/2*100\}$	% of Votes against on votes Polled $\{(7)=(5/2)*100\}$
Promoter /Public							
Promoter and Promoter Group	3876141	3013668	77.75	3013668	0	100.0000	0.0000
Public- Institutional holders	300	0	0.00	0	0	0.0000	0.0000
Public-others	10820689	168983	1.56	168982	1	99.9994	0.0006
Total	14697130	3182651	21.65	3182650	1	99.9999	0.0001



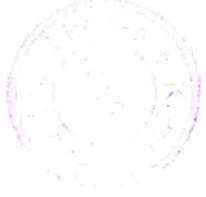
Special Business: Resolution required (Ordinary)

Mode of Voting: Remote E-voting and Voting through Ballot Paper

Resolution: V. Appointment of Mr. Ravi Prakash Pincha (DIN: 00094695) as a Non-Executive Independent Director

Promoter / Public	No. of Shares Held (1)	No. of votes polled (2)	% of Votes Polled on outstanding Shares $\{(3)=2/1*100\}$	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes Polled $\{(6)=4/2*100\}$	% of Votes against on votes Polled $\{(7)=(5/2)*100\}$
Promoter and Promoter Group	3876141	3013668	77.75	3013668	0	100.0000	0.0000
Public- Institutional holders	300	0	0.00	0	0	0.0000	0.0000
Public-others	10820689	168983	1.56	168982	1	99.9994	0.0006
Total	14697130	3182651	21.65	3182650	1	99.9999	0.0001

Note: All the aforesaid Resolution were passed with requisite majority.



CA. HARI RAM AGARWAL

B.COM (Hons.), LL.B, FCS, FCA, DISA (ICAI)

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SCRUTINIZER'S REPORT

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

To
The Chairman,
KRYPTON INDUSTRIES LIMITED
Falta Special Economic Zone,
Sector-1,
Plot No. 31 & 32,
24 Parganas (S)
Pin-743504

Dear Sir,

I, CA. Hari Ram Agarwal (M. No. FCA 057625), Chartered Accountant in Practice and Managing Partner of M/s. H. R. AGARWAL & ASSOCIATES, Chartered Accountants, at 219-C, Old China Bazar Street, 1st Floor, Room no. B-6, Kolkata – 700 001, was appointed as the scrutinizer for conducting the e voting process and voting at the AGM in a fair and transparent manner by the Board of Directors at their meeting held on 26th June, 2015, in connection with 25th AGM of the members of KRYPTON INDUSTRIES LIMITED (the “Company”) held on 24th September, 2015, at 11.30 A.M. at its Registered office Falta Special Economic Zone, Sector 1, Plot No. 31 & 32, P S: Diamond Harbour, 24 Parganas (s), Pin 743504 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 on remote e-voting and voting through physical ballot process carried out 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 e-voting and voting through physical ballot process on the resolutions contained in the Notice of the Annual General Meeting dated the 30th May, 2015. My responsibility as a scrutinizer for the voting process through electronic means and 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 M/s Maheshwari Datamatics Pvt. Ltd., the agencies engaged by the Company to provide e-voting and physical ballot facilities.

I submit my report as under:

1. The remote e-voting period remained open from 10:00 AM IST on Monday, the 21st September, 2015 up to 5.00 PM IST on Wednesday, the 23rd September, 2015.
2. The Shareholders holding shares as on the “cut off” date, i.e. Thursday, 18th September, 2015 were entitled to vote on the proposed 5 (Five) resolutions as mentioned in the notice dated 30th day of May, 2015 of the Annual General Meeting of the Company.
3. The votes were unblocked on Thursday, the 24th day of September, 2015 around 6.17 PM after the completion of the Annual General Meeting in the presence of two witnesses, namely, Mr. Prashant Gupta, residing at 9B Sikdar Para Street, Kolkata – 700007 and Mr. Sumit Agarwal residing at 13, Topsia Rd., Kolkata – 700 046 who are not in employment of the Company.
4. Thereafter the details containing, inter-alia, list of equity shareholders, who voted “For” and “Against”, were downloaded from the e-Voting website of CDSL (<https://www.evotingindia.com>)

The result of the remote e-voting [EVSN: 150811013] is as under:

<A> **ORDINARY BUSINESS:**

a) Resolution 1

To consider and adopt the Accounts of the Company for the financial year ended 31st March, 2015, the Balance Sheet as at that date and the Reports of the Board of Directors and Auditors thereon.

Total No. of votes cast	Total No. of votes cast in favour	Total No. of votes cast against
31,17,753	31,17,753	0

b) Resolution 2

To appoint a Director in place of Mr. Tilok Chand Bachhawat (DIN: 00580356), liable to retire by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

Total No. of votes cast	Total No. of votes cast in favour	Total No. of votes cast against
31,17,753	31,17,753	0

c) Resolution 3

To Ratify the Appointment of M/s. Jagdish Agarwal & Associates, Chartered Accountants as Statutory Auditors and to authorize the Board of Directors to fix their remuneration.

Total No. of votes cast	Total No. of votes cast in favour	Total No. of votes cast against
31,17,753	31,17,753	0

** SPECIAL BUSINESS:**

d) Resolution 4

Type of Resolution: Ordinary Resolution

To Appoint Mrs. Vimala Devi Bardia (DIN: 07125170) as a Director of the Company.

Total No. of votes cast	Total No. of votes cast in favour	Total No. of votes cast against
31,17,753	31,17,753	0

e) Resolution 5

Type of Resolution: Ordinary Resolution

To Appoint Mr. Ravi Prakash Pincha (DIN: 00094695) as an Independent Director of the Company.

Total No. of votes cast	Total No. of votes cast in favour	Total No. of votes cast against
31,17,753	31,17,753	0

5. 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.
6. The result of **the voting through ballot forms** are as under :

<A> ORDINARY BUSINESS:

a) Resolution 1

To consider and adopt the Accounts of the Company for the financial year ended 31st March, 2015, the Balance Sheet as at that date and the Reports of the Board of Directors and Auditors thereon.

Total No. of votes cast	Total No. of votes cast in favour	Total No. of votes cast against
64,898	64,897	1

b) Resolution 2

To appoint a Director in place of Mr. Tilok Chand Bachhawat (DIN: 00580356), liable to retire by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

Total No. of votes cast	Total No. of votes cast in favour	Total No. of votes cast against
64,898	64,897	1

c) Resolution 3

To Ratify the Appointment of M/s. Jagdish Agarwal & Associates, Chartered Accountants as Statutory Auditors and to authorize the Board of Directors to fix their remuneration.

Total No. of votes cast	Total No. of votes cast in favour	Total No. of votes cast against
64,898	64,897	1

** SPECIAL BUSINESS:**

a) Resolution 4

Type of Resolution: Ordinary Resolution

To Appoint Mrs. Vimala Devi Bardia (DIN: 07125170) as a Director of the Company.

Total No. of votes cast	Total No. of votes cast in favour	Total No. of votes cast against
64,898	64,897	1

d) Resolution 5

Type of Resolution: Ordinary Resolution

To Appoint Mr. Ravi Prakash Pincha (DIN: 00094695) as an Independent Director of the Company.

Total No. of votes cast	Total No. of votes cast in favour	Total No. of votes cast against
64,898	64,897	1

7. Thus, the **combined result** of the remote e-voting [EVSN : 150811013] and votes casted through physical ballot papers distributed at the venue are as under:

<A> **ORDINARY BUSINESS:**

a) **Resolution 1**

To consider and adopt the Accounts of the Company for the financial year ended 31st March, 2015, the Balance Sheet as at that date and the Reports of the Board of Directors and Auditors thereon.

Total No. of votes cast	Total No. of votes cast in favour	Total No. of votes cast against
31,82,651	31,82,650 (99.9999%)	1 (0.0001%)

b) **Resolution 2**

To appoint a Director in place of Mr. Tilok Chand Bachhawat (DIN: 00580356), liable to retire by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

Total No. of votes cast	Total No. of votes cast in favour	Total No. of votes cast against
31,82,651	31,82,650 (99.9999%)	1 (0.0001%)

c) **Resolution 3**

To Ratify the Appointment of M/s. Jagdish Agarwal & Associates, Chartered Accountants as Statutory Auditors and to authorize the Board of Directors to fix their remuneration.

Total No. of votes cast	Total No. of votes cast in favour	Total No. of votes cast against
31,82,651	31,82,650 (99.9999%)	1 (0.0001%)

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 SPECIAL BUSINESS:

d) Resolution 4

Type of Resolution: Ordinary Resolution

To Appoint Mrs. Vimala Devi Bardia (DIN: 07125170) as a Director of the Company.

Total No. of votes cast	Total No. of votes cast in favour	Total No. of votes cast against
31,82,651	31,82,650 (99.9999%)	1 (0.0001%)

e) Resolution 5

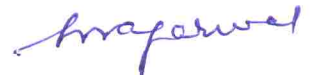
Type of Resolution: Ordinary Resolution

To Appoint Mr. Ravi Prakash Pincha (DIN: 00094695) as an Independent Director of the Company.

Total No. of votes cast	Total No. of votes cast in favour	Total No. of votes cast against
31,82,651	31,82,650 (99.9999%)	1 (0.0001%)

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 our safe custody until the Chairman considers, approves and signs the minutes in this regard.

Thanking You,
Yours Faithfully,



CA. HARI RAM AGARWAL
Practicing Chartered Accountant
M. No: FCA 057625

Place: KOLKATA
Dated: 28.09.2015

Verified the contents and received the Report of the Scrutinizer
For Krypton Industries Limited

Arti Bothra
(Arti Bothra)
Company Secretary
ACS - 35234.

