

Scrutinizer's Report

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and
Rule 20(4) (xii) and Rule 22 of Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
KAKA INDUSTRIES LIMITED
(CIN NO: L25209GJ2019PLC108782)
Regi off: PLOT NO. 67, Bhagwati Nagar,
Opp Nilkanth Arcadeopp Kathwada GIDC,
kuha-Kanbha Road, Odhav,
Ahmedabad 382415, Gujarat, India,

SUB: Scrutinizer's Report on Resolution proposed through Postal Ballot including voting by Electronic Means in respect of the resolutions (business) contained in the Postal Ballot Notice dated 05th February, 2024

Dear Sir,

1. I, **Murtuza Kaizar Mandorwala**, Practicing Company Secretary, having office at B-503, Sivanta One, Near. V.S Hospital, Pritam Char Rasta, Ellisbridge, Paldi – 380006, Ahmedabad, have been appointed as a scrutinizer by the Board of Directors of Kaka Industries Limited for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on remote e-voting process carried out as per 108 and 110 of the Companies Act, 2013 read with Rule 20(4)(xii) and Rule 22 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the Postal Ballot Notice as detailed below:

No	Type of Resolution	Particulars
1	Special Resolution	Alteration of main object clause of Memorandum of Association (the "MOA") of the Company:
2	Special Resolution	Alteration of The Articles Of Association of The Company

2. For the above mentioned resolution, the Company has provided facility for voting by E-Voting to the members. The chairman of the Board has appointed me as the Scrutinizer for the same.



3. The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and the Rules made thereunder; (ii) The SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard-2 on General Meetings issued by the Institute of Company secretaries of India, relating to voting by electronics means (Remote E-Voting). My responsibilities as a Scrutinizer is restricted to give a Scrutinizer Report on the Votes cast by the members for the resolutions (Businesses) contained in the Postal Ballot Notice dated **05th February, 2024**.
4. Further to the above, I submit my reports as under:
- (i) In compliance with the requirements under Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereto, for the time being in force and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for holding general meetings / conducting postal ballot through e-voting, vide Ministry's General Circular No. 14/2020 date 08th April, 2020, Circular No. 03/2022 .dated 05th May, 2022 ,Circular No 11/ 2022 dated 28th December, 2022 and Circular No. 09/2023 dated 25th September, 2023 (in continuation to the circulars issued earlier in this regard), and Circular no SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 07th October, 2023 Issued by SEBI and Secretarial Standard – 2 ("SS-2") on General Meetings issued by the Institute of Company Secretaries of India and other applicable laws and regulations, if any, approval of the Members of the Company is sought for the proposals contained in the resolutions forming part of Notice of Postal Ballot ("Notice"). The company has dispatched the postal ballot notice dated **05th February, 2024** to the members of the company, whose name appeared on the register of member/ list of beneficiaries as on cut-off date **2nd February, 2024**.
- (ii) The e-voting period remained open from **9:00 am (IST) on Wednesday, 7th February, 2024** to **5.00 pm (IST) on Thursday, 07th March, 2024**.
- (iii) The shareholders holding shares as on the "cut off" date i.e. **2nd February, 2024** were entitled to vote on the proposed resolutions Items No. 1 to 2 as set out in the Postal Ballot Notice dated **05th February, 2024**
- (iv) The votes were unblocked on **Friday, 8th March, 2024** around **12: 00: 00 P.M** in the presence of two witnesses **Mr. Gaurang Shelke and Ms. Siddhi Darji** who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.
- (v) Thereafter the details containing inter alia, list of Equity Share Holders, who voted "for" / "against" each of the resolutions that were put to vote, were generated from the e-voting website of Bigshare Services Private Limited), ie. <https://ivote.bigshareonline.com/landing>.



(vi) The result of the voting by electronic means in respect of resolutions (business) contained in Postal Ballot notice dated **05th February, 2024** is as under:

A) Resolution No. 1 - (Special Resolution):

ALTERATION OF MAIN OBJECT CLAUSE OF MEMORANDUM OF ASSOCIATION (THE "MOA") OF THE COMPANY

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution? (Refer Note 1)				No				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favor	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)] *100	(4)	(5)	(6)= [(4)/(2)] *100	(7)= [(5)/(2)] *100
Promoter and Promoter Group	E-Voting	95,32,000	95,32,000	100	9532000	0	100	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		95,32,000	95,32,000	100	95,32,000	0	100
Public-Institutions	E-Voting	115000	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		115000	0	0.00	0	0	0.00
Public-Non Institutions	E-Voting	4013000	608000	15.151	607000	1000	99.836	0.164
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		4013000	6,08,000	15.151	607000	1000	99.84
Grand Total		13660000	10140000	74.23	10139000	1000	99.99	0.01
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution			Note: 1 - This resolution is passed as a Special resolution as votes cast by shareholders other than promoters in favor of the proposal are more than 3 times the number of votes cast					

	by "Shareholders other than promoter shareholders against the proposal.
--	---

B) Resolution No. 2 - (Special Resolution):

ALTERATION OF THE ARTICLES OF ASSOCIATION OF THE COMPANY:

Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution? (Refer Note 1)				No				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favor	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9532000	9532000	100	9532000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		9532000	9532000	100	9532000	0	100.00
Public-Institutions	E-Voting	115000	0	0	0	0	0	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		115000	0	0.00	0	0	0.00
Public-Non Institutions	E-Voting	4013000	608000	15.15	608000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		4013000	608000	15.15	608000	0	100.00
Grand Total		13660000	10140000	74.23	10140000	0	100.00	0.00
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution			Note: 2 - This resolution is passed as Special resolution as votes cast by shareholders other than promoters in favor of the proposal are more than 3 times the number of votes cast by "Shareholders other than promoter shareholders against the proposal.					

(vii) A list of Equity Shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

Thanking you,
Yours Faithfully,

For, Murtuza Mandorwala & Associates
Practicing Company Secretary



CS Murtuza Mandor
M. NO. : F10745
C. P. NO : 14284
PLACE : Ahmedabad
DATE : 08th March, 2024
P. R No : 1615/2021
UDIN : F010745E003559202

Counter Signed by

Rajesh Dhirubhai Gondaliya
Managing Director
KAKA INDUSTRIES LIMITED