



Kkalpana Industries (India) Limited

Date: 11th April 2024

To,
The Manager,
Listing Department,
BSE Limited,
PJ Towers, Dalal Street,
Mumbai – 400 001

Sub: Voting Results and Scrutinizer Report of Postal Ballot of Kkalpana Industries (India) Limited

Scrip Code: 526409

Dear Sir,

We would like to inform you that the Scrutinizer, Mr. Ashok Kumar Daga, (Membership No. FCS 2699 and COP No. 2948), Practicing Company Secretary, Kolkata, has submitted his report dated 11th April 2024 of the Postal Ballot of Kkalpana Industries (India) Limited.

Please find enclosed herewith the following:

- ❖ Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- ❖ Report of the Scrutinizer dated April 11, 2024, pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (as amended/modified from time to time, if any).

It may be noted that, as per the voting results, the members considered and approved the following businesses:

1. Approval for Material Related Party Transaction(s) between Kkalpana Industries (India) Limited and Ddev Plastiks Industries Limited
2. Approval for Material Related Party Transaction(s) between Kkalpana Industries (India) Limited and Ddev Plastic Limited

All resolutions were passed with Requisite majority. Kindly take the information on record and oblige.

Thanking You
Yours faithfully

For Kkalpana Industries (India) Limited



Swati Bhansali (Membership No. ACS 52755)
(Company Secretary)

CC:

1. The Calcutta Stock Exchange Limited, 7, Lyons Range, Kolkata – 700 001.

Regd. Office : New BK Market, 16A, Shakespeare Sarani, 4th Floor, Room No. 3, Kolkata - 700071

Tel : +91-33-4064 7843, E-mail : kolkata@kkalpana.co.in, www.kkalpanagroup.com

CIN : L19202WB1985PLC039431

General information about company	
Scrip code	526409
NSE Symbol	
MSEI Symbol	
ISIN	INE301C01028
Name of the company	KKALPANA INDUSTRIES (INDIA) LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	10-04-2024
Start time of the meeting	
End time of the meeting	

Scrutinizer Details	
Name of the Scrutinizer	ASHOK KUMAR DAGA
Firms Name	ASHOK KUMAR DAGA
Qualification	CS
Membership Number	2699
Date of Board Meeting in which appointed	09-02-2024
Date of Issuance of Report to the company	11-04-2024

Voting results	
Record date	23-02-2024
Total number of shareholders on record date	12458
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval for Material Related Party Transaction(s) between Kkalpana Industries (India) Limited and Ddev Plastiks Industries Limited				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	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	70415960						
	Poll							
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		70415960	0	0	0	0	0
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	23656970						
	Poll							
	Postal Ballot (if applicable)		9861385	41.6849	9859389	1996	99.9798	0.0202
	Total		23656970	9861385	41.6849	9859389	1996	99.9798
Total		94072930	9861385	10.4827	9859389	1996	99.9798	0.0202
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval for Material Related Party Transaction(s) between Kkalpana Industries (India) Limited and Ddev Plastic Limited				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	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	70415960						
	Poll							
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		70415960	0	0	0	0	0
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	23656970						
	Poll							
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Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Ashok Kumar Daga

B. Com. (H), LLB., FCS
Practising Company Secretary

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E-mail : daga.ashok@gmail.com

SCRUTINIZER'S REPORT

To,
The Chairman,
Kkalpana Industries (India)Limited
BK Market, 16A Shakespeare Sarani
4th Floor, Room No.3
Kolkata-700071

Sub: Passing of Resolutions through Postal Ballot through E-Voting

Dear Sir,

1. The Board of Directors of the Company at its meeting held on **9th February, 2024** had appointed me as the Scrutinizer for conducting the postal ballot voting process. The Company had engaged the services of National Securities Depository Limited (NSDL) for providing electronic voting facility to its shareholders, as an alternate to its members, instead of dispatching filled in Postal Ballot Forms, as allowed by MCA.
2. Based on the Register for Voting (E-Voting) on **11th April, 2024** which was provided by National Securities Depository Limited (NSDL), I hereby submit my report as under:
 - 2.1 The Shareholders holding shares as on the cut-off date i.e. 23rd February, 2024 were entitled to vote on the proposed resolutions (Item No. 1 & 2 as set out in the Notice of Postal Ballot of the Company.)
 - 2.2 The Voting through Postal Ballot via Remote electronic voting (e-voting) commenced from **12th March, 2024** (9:00 A.M. IST) and ended on **10th April, 2024** (5:00 P.M. IST).
 - 2.3 The details of Remote e-voting facility provided by National Securities Depository Limited (NSDL) has been scrutinized by me for verification of votes cast in favour and against the resolution.



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- 2.4 After the time fixed for remote e-voting facility provided to the shareholders during the period as stated above, E-voting system for voting was disabled.
- 2.5 The votes were unblocked at Kolkata on 10th April, 2024 at 5.16 p.m.
- 2.6 Since the members have voted electronically through remote e-voting. There is no instance of duplication of voting.
- 2.7 My responsibility as the Scrutinizer is restricted to ascertaining the voting processes and to make Scrutinizer's Report on the votes cast in favour or against the resolutions contained in the Notice of Postal Ballot. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made thereunder relating to voting on the resolutions contained in the notice of the Postal Ballot dated 9th February, 2024.
- 2.8 The results of the scrutiny of voting by through e-voting facility provided during the period in respect of resolutions contained in Notice dated 9th February, 2024 are as under :

RESOLUTION NO. 1: (Ordinary Resolution)

Approval for Material Related Party Transaction(s) between Kkalpana Industries (India) Limited and Ddev Plastiks Industries Limited:

“RESOLVED THAT pursuant to Section 188 of the Companies Act, 2013 ('Act'), read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions of the Act read with related rules thereunder, each as amended from time to time and Regulation 23 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations') and the Company's Policy on Related Party Transaction(s), the approval of the Members be and is hereby accorded to the Board of Directors of Company (hereinafter referred to as the "Board", which term shall be deemed to include any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to enter into, contract(s)/ arrangement(s)/ transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) as



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mentioned in the explanatory statement annexed hereto, with Ddev Plastiks Industries Limited ('DPIL'), a fellow Subsidiary of the Company's Holding Company, viz. Bbigplas Poly Private Limited and accordingly a related party within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, on such terms and conditions as may be agreed between the Company and DPIL, for:

- a. an aggregate value up to Rs. 300 crores to be entered during FY 2024-25 for sale, purchase or supply of any goods or material, directly or through an agent, subject to such transaction(s) being carried out at arm's length and in the ordinary course of business of the Company.
- b. an aggregate value up to Rs. 20 crores to be entered during FY 2024-25 for payment with respect to brand usage or royalty in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board, be and is hereby authorised, to do and perform all such acts, deeds, matters and things, including to sign, finalise, settle and execute necessary document(s), paper(s), contract(s), agreement(s), etc. on an ongoing basis, as may be necessary that it may, in its absolute discretion deem desirable or expedient, to give effect to this resolution and to settle any question, difficulty or doubt that may arise in this regard, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred on it by or under the resolution, to any Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company or to any Committee as it may deem fit, to do all such acts, deeds and things and take such steps, as may be considered necessary, expedient or incidental thereto, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board, or any person so authorized by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified, and confirmed in all respects."



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	NUMBER OF MEMBERS		NUMBER OF VOTES CONTAINED IN		%AGE	
	REMOTE E-VOTING	TOTAL	REMOTE E-VOTING	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	91	91	9859389	9859389	12.78	10.48
DISSENT	8	8	1996	1996	0	0
INVALID*	2	2	67314440	67314440	87.22	71.56
TOTAL	101	101	77175825	77175825	100	82.04

**The vote casted in the aforesaid resolution in respect of 67314440 shares by the Promoters is treated as Invalid for the purpose of passing of the Ordinary Resolution.*

In view of the above scrutiny, I hereby certify that resolution no. 1 as set out in notice dated 9th February, 2024 has been approved and passed with requisite majority.

RESOLUTION NO. 2: (Ordinary Resolution)

Approval for Material Related Party Transaction(s) between Kkalpana Industries (India) Limited and Ddev Plastic Limited:

“**RESOLVED THAT** pursuant to Section 188 of the Companies Act, 2013 (‘Act’), read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions of the Act read with related rules thereunder, each as amended from time to time and Regulation 23 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (‘SEBI Listing Regulations’) and the Company’s Policy on Related Party Transaction(s), the approval of the Members be and is with hereby accorded to the Board of Directors of Company (hereinafter referred to as the “Board”, which term shall be deemed to include any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by



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this resolution) to enter into, contract(s)/ arrangement(s)/ transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) as mentioned in the explanatory statement annexed hereto, with Ddev Plastic Limited ('DPL'), a fellow Subsidiary of the Company's Holding Company, viz. Bbigplas Poly Private Limited and accordingly a related party within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, on such terms and conditions as may be agreed between the Company and DPL, for:

an aggregate value up to Rs. 150 crores to be entered during FY 2024-25 for sale, purchase or supply of any goods or material, directly or through an agent, subject to such transaction(s) being carried out at arm's length and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board, be and is hereby authorised, to do and perform all such acts, deeds, matters and things, including to sign, finalise, settle and execute necessary document(s), paper(s), contract(s), agreement(s), etc. on an ongoing basis, as may be necessary that it may, in its absolute discretion deem desirable or expedient, to give effect to this resolution and to settle any question, difficulty or doubt that may arise in this regard, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred on it by or under the resolution, to any Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company or to any Committee as it may deem fit, to do all such acts, deeds and things and take such steps, as may be considered necessary, expedient or incidental thereto, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board, or any person so authorized by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified, and confirmed in all respects."



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	NUMBER OF MEMBERS		NUMBER OF VOTES CONTAINED IN		PERCENTAGE	
	REMOTE E-VOTING	TOTAL	REMOTE E-VOTING	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	91	91	9859389	9859389	12.78	10.48
DISSENT	8	8	1996	1996	0	0
INVALID*	2	2	67314440	67314440	87.22	71.56
TOTAL	101	101	77175825	77175825	100	82.04

**The vote casted in the aforesaid resolution in respect of 67314440 shares by the Promoters is treated as Invalid for the purpose of passing of the Ordinary Resolution.*

In view of the above scrutiny, I hereby certify that resolution no. 2 as set out in notice dated **9th February, 2024** has been approved and passed with requisite majority.

Thanking you.

ASHOK
KUMAR DAGA

Digitally signed by
ASHOK KUMAR DAGA
Date: 2024.04.11
17:23:40 +05'30'

ASHOK KUMAR DAGA
Company Secretary in practice
Scrutinizer
Membership No. 2699
CP No. 2948

UDIN: F002699F000091623

Place: Kolkata
Date: 11.04.2024