

Kalyan Capitals Limited

(formerly known as Akashdeep Metal Industries Limited)

CIN: L28998DL1983PLC017150

Corporate Office: 3rd Floor,56/33, Site IV

Industrial Area Sahibabad,

Ghaziabad-201010, Uttar Pradesh

Tel: +91-120-4543708

Email: info@kalyancapitals.com

Website: www.kalyancapitals.com

March 15th, 2024

To

Department of Corporate Services

BSE Limited

PJ Towers, Dalal Street

Fort, Mumbai-400 001

Sub: Disclosure of Voting Results

Scrip Code: 538778

Dear Sir/Madam,

Pursuant to Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, please find attached herewith the voting results of Postal Ballot through electronic means (remote e-voting) along with Scrutinizer's Report.

Please take the above on records.

Thanking you,

Yours truly,

For Kalyan Capitals Limited

Isha Agarwal

Company Secretary & Compliance Officer

M. No.: A25763

Encl:a/a

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DECLARATION OF RESULTS OF POSTAL BALLOT (E VOTING)

Pursuant to Section 108 & 110 of the Companies Act, 2013 read with Rule 20 & Rule 22 of the Companies (Management and Administration), Rules, 2014, the Board of Directors of the Company had accorded its approval to conduct Postal Ballot process (through E-Voting) to seek consent of the Members of the Company for the proposed 2 resolutions to be passed by means of Postal Ballot (through e-voting) as specified in the Notice dated February 09th, 2024 ("the said notice").

The Company had appointed Mr. Hemant Sajnani, **Company Secretary in Practice and Proprietor of M/s Hemant Kumar Sajnani & Associates, Kanpur**, as the Scrutinizer for conducting the postal ballot process in a fair and transparent manner. The Scrutinizer has submitted its report on March 15th, 2024.

On the basis of the report submitted by the Scrutinizer, the Company hereby declares that the proposed 2 resolutions have been passed with requisite majority and such resolution is deemed to have been passed on the last date of voting i.e., March 13th, 2024.

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Regularisation of Additional Director, Mr. Kushal Gupta(DIN:10414379), as a Managing Director of the Company				
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	35559636	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		13700000	38.5268	13700000	0	100.0000	0.0000
	Total		35559636	13700000	38.5268	13700000	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	16953469	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		363067	2.1415	362386	681	99.8124	0.1876
	Total		16953469	363067	2.1415	362386	681	99.8124
Total		52513105	14063067	26.7801	14062386	681	99.9952	0.0048
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Regularisation of Additional Director, Mrs. Mamta Gupta (DIN:02789086) as an Independent Director				
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	35559636	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		13700000	38.5268	13700000	0	100.0000	0.0000
	Total		35559636	13700000	38.5268	13700000	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	16953469	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		362964	2.1409	362233	731	99.7986	0.2014
	Total		16953469	362964	2.1409	362233	731	99.7986
Total		52513105	14062964	26.7799	14062233	731	99.9948	0.0052
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



📍 Chamber No. A10, BHR Complex,
119/538-A, Gumti No. 5,
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SCRUTINIZER'S REPORT FOR REMOTE E-VOTING

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2015]

To,
The Chairman,
KALYAN CAPITALS LIMITED
PLAZA-3 P3-204, 2ND FLOOR, CENTRAL SQAURE,
20 MANOHAR LAL KHURANA MARG, BARA HINDU RAO,
DELHI SADAR BAZAR, NORTH DELHI, DELHI-110006

Dear Sir,

I, CS Hemant Kumar Sajnani, Proprietor of Hemant Kumar Sajnani & Associates, Company Secretary in practice, have been appointed as a Scrutinizer by the Board of Directors of **KALYAN CAPITALS LIMITED** (the 'Company') for the purpose of scrutinizing the remote e-voting by Members on Notice pursuant to provisions of Section 108 of the Companies Act, 2013 ('Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ('Rules') in respect of the resolutions contained in the Postal Ballot Notice. Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's Report on e-voting process of the equity shareholders of the company Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2015] as amended and pursuant to Regulation 44 of the SEBI(Listing Obligation and Disclosure Requirements) Regulation, 2015 in respect of the resolutions.



I submit my report as under:

The remote e-voting process ("e-voting") of the Company which remained opened from Tuesday, 09:00 a.m. (IST) on February 13, 2024, to Wednesday, 5.00 p.m. (IST) on March 13, 2024, through NSDL, and the voting for agenda items as per the Postal Ballot Notice were transacted through remote electronic voting process and the voting through postal ballot, in compliance with applicable provisions of the Companies Act, 2013 (including any statutory modification or re-enactments thereof)

1. The Management of the Company is responsible to ensure the compliance with the requirements of (i) the Companies Act, 2013 and the Rules made thereunder; (ii) Ministry of Corporate Affairs ('MCA') Circulars; and (iii) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR') relating to e-voting process on the resolutions contained in the Postal Ballot Notice of the Company. The Management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.
2. My responsibility as a Scrutinizer for e-voting and the voting through postal ballot is restricted to make a Scrutinizer's Report of the votes cast "in favor" or "against" the resolutions contained in the Postal Ballot Notice, based on the reports generated from the e-voting system provided by National Securities and Depository Limited (NSDL) (the Authorized Agency engaged by the Company to provide remote e-voting facility, M/s Skyline Financial Services Private Limited, the Registrar and Transfer Agent ('RTA') of the Company.

3. Dispatch of Postal Ballot Notice

- (i) In accordance with General Circulars Nos. 14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020, No. 20/2020 dated May 05, 2020, No. 22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020, No. 39/2020 dated December 31, 2020, No. 10/2021 dated June 23, 2021, No. 20/2021 dated



December 8, 2021, No. 3/2022 dated May 05, 2022 and No. 10/2022 dated December 28, 2022 respectively issued by the Ministry of Corporate Affairs ('MCA Circulars') and SEBI (Issue of Capital and Disclosure Requirements) Regulation, 2018 and Regulation 277 of SEBI(ICDR) Regulation, 2018 read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the notice will be sent only through electronic mode to all the Members of the Company who have registered their e-mail IDs with the Depository Participants/ Registrar and Transfer Agents ("RTA") of the Company.

- (ii) In accordance with Rule 20 (4) (v) of the Companies (Management and Administration) Rules, 2014, a public notice by way of advertisement was published on Tuesday, February 13, 2024 in 'FINANCIAL EXPRESS' (English Edition) and in "JANSATTA" (Hindi edition) inter-alia, specifying the record date, date, time and the manner of voting through remote e-voting which remained opened from Tuesday, 09:00 a.m. (IST) on February 13, 2024, to Wednesday, 5.00 p.m. (IST) on March 13, 2024, through NSDL.
- (iii) The Company hosted the Postal Ballot Notice on website of NSDL, the Agency providing the platform for remote e-voting and also intimated the same to Bombay Stock Exchange.
- (iv) The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by Skyline Financial Services Private Limited, the Registrar and Share Transfer Agents ('RTA') of the Company and the Depositories viz; National Securities Depository Limited ('NSDL')
- (v) Company had completed the dispatch of Postal Ballot Notice on February 12, 2024 by e-mail shareholders who had registered their email IDs with the Company /Depositories.

4. Cut-off Date

Voting rights were reckoned as on Friday, February 02, 2024, being the 'cut-off date' for the purpose of deciding the entitlements of members for voting & remote e-voting.



5. Remote e-voting process

(i) Agency for e-voting

The Company has appointed National Securities Depository Limited ('NSDL') as the agency for providing the platform for remote e-voting.

(ii) Remote e-voting period

Remote e-voting platform was open from Tuesday, 09:00 a.m. (IST) on February 13, 2024, to Wednesday, 5.00 p.m. (IST) on March 13, 2024 and members were required to cast their votes electronically conveying their 'Assent' or 'Dissent' in respect of the resolutions (Item Nos. 01 and 02) as set out in the Notice of the Company, on the remote e-voting platform provided by 'NSDL'.

6. Counting Process

On completion of e-voting, we unblocked the results of the remote e-voting on the NSDL e-voting platform and downloaded the results.

- i.** I have scrutinized and reviewed the remote e-Voting based on the data downloaded from the NSDL.
- ii.** Thereafter, the details of equity shareholders, who voted for or against was extracted from the list of equity shareholders who voted.
- iii.** "For" or "Against" were downloaded from the e-Voting website of NSDL (www.evoting.nsdl.com)
- iv.** The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to remote e-Voting on the Resolutions contained in the Notice of the Postal Ballot.
- v.** My responsibility as Scrutinizer for the remote e-Voting is restricted to submit Scrutinizer's Report of the Votes cast in favour or against the Resolutions.



7. Results

ITEM NO. 1: SPECIAL RESOLUTION FOR REGULARIZATION OF ADDITIONAL DIRECTOR, MR. KUSHAL GUPTA (DIN: 10414379), AS A MANAGING DIRECTOR OF THE COMPANY

Particulars	Remote E-voting		Percentage (%)
	Number	Votes	
Assent	42	14062284	99.9951%
Dissent	21	681	0.0049%
Total	63	1,40,62,965	100%

Result: Based on the aforesaid result, we report that the Special Resolution in respect of Item No. 1 of the Notice has been passed by majority

ITEM NO.2 SPECIAL RESOLUTION FOR REGULARIZATION OF ADDITIONAL DIRECTOR, MRS. MAMTA GUPTA (DIN:02789086) AS AN INDEPENDENT DIRECTOR

Particulars	Remote E-voting		Percentage (%)
	Number	Votes	
Assent	40	14062233	99.995%
Dissent	22	731	0.005%
Total	62	14062964	100%

Result: Based on the aforesaid result, we report that the Special Resolution in respect of Item No. 2 of the Notice has been passed by majority.



- (i) The above results may accordingly, be declared by the Chairman of the Company / any other person authorized by Chairman in writing. The Company is also hereby instructed to put up the results on its Website and also that of "NSDL" and inform the Bombay Stock Exchange accordingly.
- (ii) The electronic data and all other relevant records relating to e-voting and voting through ballot are under my safe custody and will be handed over to the Company Secretary for preserving safely.

Thanking you,
Yours Faithfully,

FOR HEMANT KUMAR SAJNANI & ASSOCIATES
Company Secretaries



(CS HEMANT KUMAR SAJNANI)

Proprietor

FCS No: 7348

CP No.: 14214

UDIN: F007348E003584671

Peer Review code: 997/2020

Place: KANPUR

Date: 14-03-2024