

Rekha Agarwal
COMPANY SECRETARY

**AD-173, Salt Lake City Sector-1,
Kolkata-700064,
Email Id: acsrekha@gmail.com**

CONSOLIDATED SCRUTINIZER'S REPORT

**[PURSUANT TO SECTION 108 OF THE COMPANIES ACT, 2013 AND COMPANIES
(MANAGEMENT AND ADMINISTRATION) RULES, 2014 AS AMENDED)**

To,
The Chairman,
K M INDUSTRIAL INVESTMENTS LIMITED
S, 208, Ideal Plaza, 11/1, Sarat Bose Road
Kolkata- 700 020

Dear Sir,

I, Mrs. Rekha Agarwal, Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of **K M INDUSTRIAL INVESTMENTS LIMITED** ("the Company") for the purpose of scrutinizing the remote E-voting and the poll undertaken at the venue of 34th Annual General Meeting (AGM) held on 30th September, 2015 at S, 208, Ideal Plaza, 11/1, Sarat Bose Road, Kolkata-700 020 at 1.00 p.m on the resolutions contained in the notice convening the said AGM and ascertaining the requisite majority as per the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

The compliance with the provisions of the Act and rules made there under relating to voting through electronic means on the resolutions contained in the said Notice is the responsibility of the Management. My responsibility as a scrutinizer to ensure that the voting process is conducted in a fair and transparent manner and submit a consolidated scrutinizer's report on the voting to the Chairman of the Company on the resolutions based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL) the agency appointed to provide E-voting facilities,

Further to above, I submit my report as under:

1. The remote e-voting period remained open from 27th September, 2015 (10:00 am) to 29th September, 2015 (5:00 pm)
2. At the AGM, the Chairman after discussion on all matters included in the said Notice announced that the Members present at the AGM and who have not cast their vote by remote e-voting, can exercise their voting rights through poll which was made available at the venue of the AGM.
3. The members as on the cut-off date of 23rd September, 2015 were entitled to vote on the resolution as set out in the notice of the Annual General Meeting.
4. As stated above the e-voting period ended on 29th September, 2015 at 5.00 p.m. The vote casts on e-voting were unblocked by me in presence of two witnesses Mr. Raghav Agarwal and Mr. Shubham Agarwal who were not in the employment of the company.



The consolidated results of the remote e-voting and poll are as under:

Resolution 1: To receive, consider and adopt the Audited Profit and Loss Account for the year ended 31st March 2015 and the Balance Sheet as on that date and the Report of the Board of Directors and the Auditors Report thereon

K M INDUSTRIAL INVESTMENTS LIMITED - CIN No: L67120WB1981PLC033287							
Clause 35A (Physical & E-voting)							
Resolution No. 1							
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	135200	81200	60.06	81200	0	100	0
Public Institutional Holders	0	0	0	0	0	0	0
Public-Others	3064800	600000	19.57	600000	0	100	0
Total	3200000	681200	21.29	681200	0	100	0

Resolution 2: The Board decided not to declare any dividend for the Financial Year ended 31st March, 2015.

Resolution 3: To appoint a Director in place of Mrs. Sunita Bagrodia (DIN: 00425561), who retires by rotation and being eligible, offers herself for re-appointment.

K M INDUSTRIAL INVESTMENTS LIMITED - CIN No: L67120WB1981PLC033287							
Clause 35A (Physical & E-voting)							
Resolution No. 3							
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	135200	81200	60.06	81200	0	100	0
Public Institutional Holders	0	0	0	0	0	0	0
Public-Others	3064800	600000	19.57	600000	0	100	0
Total	3200000	681200	21.29	681200	0	100	0



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Resolution 4: Re-appointment of M/s SM Daga & Co., Chartered Accountants as Statutory Auditor of the company.

K M INDUSTRIAL INVESTMENTS LIMITED - CIN No: L67120WB1981PLC033287							
Clause 35A (Physical & E-voting)							
Resolution No. 4							
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	135200	81200	60.06	81200	0	100	0
Public Institutional Holders	0	0	0	0	0	0	0
Public-Others	3064800	600000	19.57	600000	0	100	0
Total	3200000	681200	21.29	681200	0	100	0

Resolution 5 Appointment of Mr. Avijit Banerjee as an Independent Director of the company

K M INDUSTRIAL INVESTMENTS LIMITED - CIN No: L67120WB1981PLC033287							
Clause 35A (Physical & E-voting)							
Resolution No. 5							
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	135200	81200	60.06	81200	0	100	0
Public Institutional Holders	0	0	0	0	0	0	0
Public-Others	3064800	600000	19.57	600000	0	100	0
Total	3200000	681200	21.29	681200	0	100	0



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Resolution 6: Appointment of Mr. Sandeep Bagrodia as Managing Director of the Company

K M INDUSTRIAL INVESTMENTS LIMITED - CIN No: L67120WB1981PLC033287							
Clause 35A (Physical & E-voting)							
Resolution No. 6							
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	135200	81200	60.06	81200	0	100	0
Public Institutional Holders	0	0	0	0	0	0	0
Public-Others	3064800	600000	19.57	600000	0	100	0
Total	3200000	681200	21.29	681200	0	100	0

I hereby confirm that I am maintaining the register received from the service provider in respect of the vote cast through e-voting by the shareholders of the Company. All the relevant records and documents will be handed over after getting confirmation of the signing of the minutes of the Annual General Meeting by the Chairman.

Thanking You,
Yours Faithfully,

Rekha Agarwal
Membership No: 27482

Place: Kolkata
Date: 01/10/2015

We the undersigned witnesses that the votes in the respect of the e-voting of the shareholders of the Company were unblocked from e-voting website of the NSDL in our presence

Name: Mr. Aghav Agarwal
R. Agarwal

Mr. Shubham Agarwal
Shubham Agarwal