

Cements Limited

Maurya Centre, 1, Fraser Road

P. O. Box 89, Patna - 800 001, Bihar (INDIA)

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2233501 / 3092000

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CINL 26942WB1937PLC009086

Email : kcl_mktg@kalyanpur.com

website : www.kalyanpur.com

Ref : CD/08/01- 273
18.09.2017BSE Limited
Corporate Relationship Department
25th Floor, Phiroz Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001
Scrip Code - 502150The Secretary,
The Calcutta Stock Exchange Ltd.
7, Lyons Range,
Kolkata - 700 001
Scrip Code - 21105

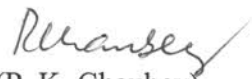
Dear Sirs,

**Sub : Details of voting results and the consolidated Scrutiniser's report
in respect of 77th Annual General Meeting (AGM) held on 16.09.2017**

We are submitting herewith the voting results in respect of the resolutions passed at the 77th Annual General Meeting of the shareholders of the Company held on Saturday, the 16th September, 2017 at William Magor Hall, Bengal Chamber of Commerce & Industry, 6, Netaji Subhas Road, Kolkata-700 001 at 11 AM. The above voting results are being submitted pursuant to Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015.

The consolidated Scrutiniser's report on remote e-voting and the voting through physical ballots at the 77th Annual General Meeting is also enclosed.

Thanking you,

Yours faithfully,
For KALYANPUR CEMENTS LIMITED
(P. K. Chaubey)
C.F.O. & Company Secretary.

Encl : As above

Kalyanpur Cements Limited

Date of the AGM	77 th Annual General Meeting held on 16 th September, 2017
Total number of shareholders on record date	882 Members as on the cut-off date, i.e, 9 th September, 2017
No. of shareholders present in the meeting either in person or through proxy :	
A. Present in person	
(i) Promoters and Promoter Group:	2
(ii) Public	<u>39</u> 41
B. Present through Proxy	9
No. of shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	Not Applicable
Public	Not Applicable

Agenda-wise

Item No.	Agenda	Resolution Required (Ordinary / Special)	Mode of Voting (Show of Hands / Poll/Postal Ballot/E-Voting)
A.	<u>ORDINARY BUSINESS :</u>		
1	To receive, consider and adopt the audited financial statements of the Company for the year ended 31 st March, 2017 and the reports of the Board of Directors and Auditors thereon.	Ordinary	E-voting and Physical ballot at the meeting
2	To appoint a Director in place of Shri Shailendra Prakash Sinha (DIN 00089604) who retires by rotation and is eligible for re-appointment	Ordinary	E-voting and Physical ballot at the meeting
3	Appointment of Auditors under Section 139 and other applicable provisions of the Companies Act, 2013.	Ordinary	E-voting and Physical ballot at the meeting
B.	<u>SPECIAL BUSINESS :</u>		
4.	Ratification of remuneration of Cost Auditors pursuant to Section 148 of the Companies Act, 2013 and the Rules made thereunder.	Ordinary	E-voting and Physical ballot at the meeting

Kalyanpur Cements Limited

Resolution Required : (Ordinary)

1 - To receive, consider and adopt the audited financial statements of the Company for the year ended 31st March, 2017 and the reports of the Board of Directors and Auditors thereon.

Whether promoter/ promoter group are interested in the agenda/resolution?

No

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	11325342	0	0.0000	0	0	0.0000	0.0000
	Poll		5800342	51.2156	5800342	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5800342	51.2156	5800342	0	100.0000	0.0000
Public Institutions	E-Voting	3288464	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	6635248	0	0.0000	0	0	0.0000	0.0000
	Poll		10192	0.1536	10192	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10192	0.1536	10192	0	100.0000	0.0000
Total		21249054	5810534	27.3449	5810534	0	100.0000	0.0000

Kalyanpur Cements Limited

Resolution Required : (Ordinary)

2 - To appoint a Director in place of Shri Shailendra Prakash Sinha (DIN 00089604) who retires by rotation and is eligible for re-appointment.

Whether promoter/ promoter group are interested in the agenda/resolution?

Yes

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	11325342	0	0.0000	0	0	0.0000	0.0000
	Poll		5800342	51.2156	5800342	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5800342	51.2156	5800342	0	100.0000	0.0000
Public Institutions	E-Voting	3288464	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	6635248	0	0.0000	0	0	0.0000	0.0000
	Poll		10192	0.1536	10192	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10192	0.1536	10192	0	100.0000	0.0000
Total		21249054	5810534	27.3449	5810534	0	100.0000	0.0000

Kalyanpur Cements Limited

Resolution Required : (Ordinary)

3 - Appointment of Auditors

Whether promoter/ promoter group are interested in the agenda/resolution?

No

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	11325342	0	0.0000	0	0	0.0000	0.0000
	Poll		5800342	51.2156	5800342	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5800342	51.2156	5800342	0	100.0000	0.0000
Public Institutions	E-Voting	3288464	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	6635248	0	0.0000	0	0	0.0000	0.0000
	Poll		10192	0.1536	10192	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10192	0.1536	10192	0	100.0000	0.0000
Total		21249054	5810534	27.3449	5810534	0	100.0000	0.0000

Kalyanpur Cements Limited

Resolution Required : (Ordinary)

4 - Ratification of remuneration of Cost Auditor

Whether promoter/ promoter group are interested in the agenda/resolution?

No

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	11325342	0	0.0000	0	0	0.0000	0.0000
	Poll		5800342	51.2156	5800342	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5800342	51.2156	5800342	0	100.0000	0.0000
Public Institutions	E-Voting	3288464	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	6635248	0	0.0000	0	0	0.0000	0.0000
	Poll		10192	0.1536	10192	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10192	0.1536	10192	0	100.0000	0.0000
Total		21249054	5810534	27.3449	5810534	0	100.0000	0.0000

A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries

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Website : www.aklabh.com

CONSOLIDATED SCRUTINIZER'S REPORT

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

**The Chairman
of the 77th Annual General Meeting of
Kalyanpur Cements Limited
2 & 3, Dr. Rajendra Prasad Sarani
Kolkata - 700001**

Dear Sir,

I, Atul Kumar Labh, Practicing Company Secretary (FCS – 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the scrutinizer in connection with the 77th Annual General Meeting of the members of “*Kalyanpur Cements Limited*” (“*Company*”) held on Saturday, 16th September, 2017 at The W. M. Hall, The Bengal Chamber of Commerce & Industry, 6, Netaji Subhas Road, 1st Floor, Kolkata – 700 001, at 11.00 A.M. 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 for the said voting 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 remote e-voting and voting through physical ballot process on the resolutions contained in the Notice of the Annual General Meeting dated 29th July, 2017. My responsibility as a scrutinizer for remote e-voting and voting through 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 Link Intime India Private Limited, the agencies engaged by the Company to provide remote e-voting / physical ballot facilities.



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM: DHRD, PGHDSM, DIRPM
Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries:

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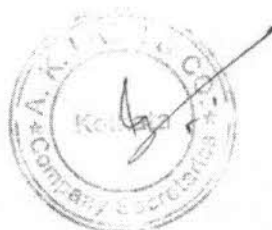
Mobile : 98300-5568

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

I submit my report as under:

1. The remote e-voting period remained open from 9.00 A.M. IST on Wednesday, the 13th September, 2017 up to 5.00 P.M. IST on Friday, the 15th September, 2017.
2. The Shareholders holding shares as on the "cut off" date, i.e. 9th September, 2017 were entitled to vote on the proposed 4 (Four) resolutions as mentioned in the notice dated 29th July, 2017 of the Annual General Meeting of the Company.
3. 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.
4. The locked ballot boxes were subsequently opened in my presence and poll/ballot papers were diligently scrutinized. The poll/ballot papers were reconciled with the records maintained by the Registrar and Share Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
5. The votes were unblocked on Saturday the 16th September, 2017 around 12:10 PM after the completion of the Annual General Meeting in the presence of two witnesses, namely, Mr. Narayan Chandra Saha, residing at 108/1, Sarat Chatterjee Road, Howrah – 711102 and Mr. Asit Kumar Labh residing at 71, N. D. Road, Kolkata – 700008 who are not in employment of the Company.
6. The ballots which were incomplete and/or which were otherwise found defective have been treated as invalid.
7. The combined result of the remote e-voting [EVSN : 170809003] and votes casted through physical ballot papers distributed at the AGM venue are as under:



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<A> ORDINARY BUSINESS:

a) Resolution 1

To receive, consider and adopt the audited financial statements of the Company for the year ended 31st March, 2017 and the reports of the Board of Directors and Auditors thereon

(i) *Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	0	0	
Voting by ballot	24	5810534	
Total	24	5810534	100.00%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	0	0	
Voting by ballot	0	0	
Total	0	0	0.00%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
1	222028



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b) Resolution 2

To appoint a Director in place of Shri Shailendra Prakash Sinha (DIN: 00089604) who retires by rotation and is eligible for re-appointment

(i) *Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	0	0	
Voting by ballot	24	5810534	
Total	24	5810534	100.00%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	0	0	
Voting by ballot	0	0	
Total	0	0	0.00%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
1	222028



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c) Resolution 3 : Ordinary Resolution

To appoint M/s. Anand Rungta & Co., Chartered Accountants (Firm Registration No. 000681C) as Auditors of the Company and fixation of their remuneration

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	
Voting by ballot	24	5810534	
Total	24	5810534	100.00%

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	
Voting by ballot	0	0	
Total	0	0	0.00%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	222028



** SPECIAL BUSINESS:****d) Resolution 4 : Ordinary Resolution****Ratification of remuneration of Cost Auditor****(i) Voted in favour of the Resolution:**

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	0	0	
Voting by ballot	24	5810534	
Total	24	5810534	100.00%

(ii) Voted against the Resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	0	0	
Voting by ballot	0	0	
Total	0	0	0.00%

(iii) Invalid Votes:

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
1	222028



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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 my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to Company Secretary as authorised by the Board of Directors for safe keeping.

Thanking You,

Yours truly

For A. K. LABH & Co.

Company Secretaries

(CS A. K. LABH)

Practicing Company Secretary

FCS - 4848 / CP No. - 3238



Place: Kolkata

Dated: 18.09.2017

A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practicing Company Secretary



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Witness :

1. 

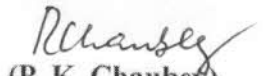
(Narayan Chandra Saha)
108/1, Sarat Chatterjee Road,
Howrah - 711 102

2. 

(Asit Kumar Labh)
71, N. D. Road
Kolkata - 700 008



Received the Report of the Scrutinizer
For Kalyanpur Cements Limited


(P. K. Chaubey)
Company Secretary