

# **KLJ Resources Limited**

CORP. OFF.: KLJ HOUSE, 8A, SHIVAJI MARG, NAJAFGARH ROAD, NEW DELHI-110 015 (INDIA) TEL.: (011) 25459706-7-8, 41427427-8-9, 45371400 FAX: (0091-11) 25458767, 25459709 E-MAIL: krl@kljindia.com WEBSITE: www.kljindia.com CIN: L67120WB1986PLC041487

Date: 30th September, 2021

To,

The Calcutta Stock Exchange Limited 7, Lyons Range, Dalhousie, Kolkata - 700 001, West Bengal

#### **CSE SECURITY CODE: 021095**

Sub: <u>Proceedings of 35<sup>th</sup> Annual General Meeting ("the AGM") along with Voting Results and Scrutinizer's Report</u>

Dear Sir/ Madam,

We are enclosing herewith the following with respect to the 35<sup>th</sup> Annual General Meeting ("AGM") of the Company held on Thursday, the 30<sup>th</sup> day of September, 2021 at 10.00 A.M. at the Registered Office of the Company at 22, Ground Floor, Shanti Niketan Building, 8, Cammac Street, Kolkata – 700 017:-

- 1. Proceedings of the AGM as required under Regulation 30 read with Para A of Part A of Schedule-III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Annexure-I).
- 2. Voting Results pursuant to Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Annexure-II).
- 3. Scrutinizer's Report dated 30<sup>th</sup> September, 2021 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration Rules, 2014) (Annexure-III).

Kindly take the same on your record and oblige.

Thanking you.

Yours Sincerely,

For KLJ RESOURCES LIMITED

(Ajai Kuma Gupta)
Company Secretary

Membership No.: FCS 8020

Encl: As stated



# **KLJ Resources Limited**

CORP. OFF.: KLJ HOUSE, 8A, SHIVAJI MARG, NAJAFGARH ROAD, NEW DELHI-110 015 (INDIA)

TEL.: (011) 25459706-7-8, 41427427-8-9, 45371400 FAX: (0091-11) 25458767, 25459709

E-MAIL: krl@kljindia.com WEBSITE: www.kljindia.com CIN: L67120WB1986PLC041487

Annexure I

# SUMMARY OF PROCEEDINGS OF THE 35<sup>th</sup> ANNUAL GENERAL MEETING OF KLJ RESOUECES LIMITED AND DECLARATION OF RESULTS OF E-VOTING AND POLL THROUGH BALLOT PAPER(S)

The 35<sup>th</sup> Annual General Meeting ("the AGM") of the Members of KLJ Resources Limited ("the Company") was held on Thursday, the 30<sup>th</sup> day of September, 2021 at 10.00 A.M. at the Registered Office of the Company at 22, Ground Floor, Shanti Niketan Building, 8, Cammac Street, Kolkata – 700017.

Sh. Dilip Kumar Karn, the Chairman of the Board, Chaired the meeting. Smt. Kalpana Seth represented as a Chairperson of Stakeholders Relationship Committee and as a member of Audit Committee and Nomination and Remuneration Committee of the Board. The Chairman informed the members that Sh. Hemant Jain, Managing Director, Sh. Ram Parkash Makan, Director and Sh. Ranjit Ray Banthia, Director of the Company could not attend the meeting due to their preoccupations. Leave of absence was granted to M/s Deepti Chawla & Associates, Company Secretaries, New Delhi, the Secretarial Auditors of the Company and to M/s Kumar Chopra & Associates, Chartered Accountants, New Delhi, the Statutory Auditors of the Company, who had requested for the same.

Total 16 members attended the meeting in person including bodies corporate through their authorized representatives. Sh. Ajai Kumar Gupta, Company Secretary of the Company ascertained the quorum of the meeting. After ascertaining the requisite quorum, the Chairman called the meeting in order.

The Notice Convening the Annual General Meeting together with Director's Report and Auditor's Report were taken as read with the consent of the members. The Chairman informed that there were no qualifications, reservations or adverse remarks in the Auditor's Report.

The Statutory Registers, Proxy Registers and inspection documents were available during the meeting for inspection by the Members.

The Chairman then informed that as per the applicable provisions of the Companies Act, 2013 and Rules framed there under read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Company had provided e-voting facility to its members entitled to cast their vote on the agenda items from 27<sup>th</sup> September, 2021 (9:00 a.m.) to 29<sup>th</sup> September, 2021 (5:00 p.m.). The Chairman drew the attention of the members regarding the resolutions on which voting was to be held and informed that members who were present at the meeting but have not cast their votes by availing the remote e-voting facility, can exercise their vote by use of Polling Paper. The Board of Directors had appointed Sh. Ganesh Dutt Sharma, Practicing Company Secretary (Membership No.: A43348), as the Scrutinizer for remote e-voting and poll. Thereafter, the resolutions as set out in the Notice convening the Annual General Meeting were proposed and seconded by the Members.

The Chairman then announced voting to be taken by poll through physical ballot and requested Sh. Ganesh Dutt Sharma, Practicing Company Secretary, the Scrutinizer for the orderly conduct of the voting. Sh. Ganesh Dutt Sharma, then conducted the voting process through Polling Paper. On completion of the Poll process the Chairman declared the meeting as concluded at 11.00 a.m. The Chairman authorized Sh. Ajai Kumar Gupta, Company Secretary of the Company, to declare the results of voting.

REGISTERED OFFICE: "Shanti Niketan Building" Suite No. 22, Ground Floor, 8, Camac Street, KOLKATA-700017 (INDIA)

MUMBAI OFFICE: HUBTOWN SOLARIS, 403/404, 4th Floor, N. S. Phadke Marg,

Near Andheri East West Flyover, Andheri (East). MUMBAI-400069 (INDIA)



# **KLJ Resources Limited**

CORP. OFF.: KLJ HOUSE, 8A, SHIVAJI MARG, NAJAFGARH ROAD, NEW DELHI-110 015 (INDIA)

TEL.: (011) 25459706-7-8, 41427427-8-9, 45371400 FAX: (0091-11) 25458767, 25459709

E-MAIL: krl@kljindia.com WEBSITE: www.kljindia.com CIN: L67120WB1986PLC041487

The consolidated Results as per the Scrutinizer Report dated 30<sup>th</sup> September, 2021, submitted to the Company are as follows:-

Resolution No.	Particulars	% of Votes in favour	% of Votes Against
1	To receive, consider and adopt the audited standalone annual financial statement for the financial year ended 31 <sup>st</sup> March, 2021 and the reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)	100.00	0.00
2	To receive, consider and adopt the audited consolidated annual financial statement for the financial year ended 31 <sup>st</sup> March, 2021 and the report of Auditors thereon. (Ordinary Resolution)	100.00	0.00
3	To declare a final dividend on equity shares for the financial year ended 31 <sup>st</sup> March, 2021 (Ordinary Resolution)	100.00	0.00
4	To appoint a Director in place of Sh. Dilip Kumar Karn (DIN 00061804), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)	100.00	0.00
5	To ratify the remuneration of M/s Yogesh Gupta & Associates, Cost Accountants, New Delhi (Firm Registration No. 000373), the Cost Auditors of the Company for the financial year 2021-22. (Ordinary Resolution)	100.00	0.00

Based on the Scrutinizer's Report, all the resolutions as set out in the Notice of the AGM have been duly approved by the members with requisite majority.

For KLJ RESOURCES LIMITED

(Ajai Kumar Gupta) Company Secretary

Membership No.: FCS 8020

Place: New Delhi Date: 30.09.2021

# **Voting Results**

Date of the AGM	30 <sup>th</sup> September, 2021
Total number of shareholders on record date	87
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	1
Public:	15
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	NIL
Public	NIL

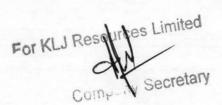
Agenda- wise disclosure (to be disclosed separately for each agenda item)

# **Ordinary Business:**

Agenda No. 1				statement for th	To receive, consider and adopt the audited standalone annual financial statement for the financial year ended 31st March, 2021 and the reports of the Board of Directors and Auditors thereon.				
Resolution re	quired: (Ordi	nary/ Special)		Ordinary					
Whether pro the agenda/re	moter/ promotesolution?	er group are	interested in	n NO					
Category	Mode of Voting	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	E-Voting		974250	14.71	974250		100	0.00	
and Promoter	Poll		46448	0.70	46448	-	100	0.00	
Group	Postal Ballot (If Applicable)	6623228	-	*	-	-		-	
	Total	6623228	1020698	15.41	1020698	-	100	0.00	
Public-	E-Voting			-	-		_	-	
Institutions	Poll		_	-		_			
	Postal Ballot (If Applicable	•	7	-		-			
24	Total	-	-		-				
Public- Non	E-Voting		3156000	76.66	3156000		100	0.00	
Institutions	Poll		910350	22.11	910350		100	0.00	
	Postal Ballot (If Applicable	4116772	-		-	₩.	•		
	Total	4116772	4066350	98.77	4066350		100	0.00	
Total		10740000	5087048	47.36	5087048	-	100	0.00	

For KLJ Resources Limited

Agenda No. 2		To receive, consider and adopt the audited annual consolidated financial statement for the financial year ended 31 <sup>st</sup> March, 2021 and the reports of Auditors thereon						
Resolution re	quired: (Ordi	nary/ Special	)	Ordinary				
Whether pro the agenda/re	moter/ promot esolution?	er group are	interested in	NO				
Category	Mode of Voting	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	E-Voting		974250	14.71	974250		100	0.00
and	Poll		46448	0.70	46448		100	0.00
Promoter Group	Postal Ballot (If Applicable)	6623228	-	-	-	-	7	-
	Total	6623228	1020698	15.41	1020698		100	0.00
Public-	E-Voting		-	-	_	<u> 12</u>	_	_
Institutions	Poll						-	_
	Postal Ballot (If Applicable	-		-	-	-		-
	Total		-		-	-	=	-
Public- Non	E-Voting		3156000	76.66	3156000		100	0.00
Institutions	Poll		910350	22.11	910350		100	0.00
	Postal Ballot (If Applicable	4116772	. 10€.	•		•		-
	Total	4116772	4066350	98.77	4066350		100	0.00
Total		10740000	5087048	47.36	5087048	-	100	0.00



Agenda No. 3				To declare a final dividend of Rs. 0.25 per equity shares for the financial year ended 31st March, 2021					
Resolution re	equired: (Ordi	nary/ Special	)	Ordinary					
Whether pro the agenda/r	omoter/ promotesolution?	er group are	interested in	Up to the exten	t of their sha	reholding			
Category	Mode of Voting	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	E-Voting		974250	14.71	974250	-	100	0.00	
and	Poll		46448	0.70	46448	-	100	0.00	
Promoter Group	Postal Ballot (If Applicable)	6623228	-	-	-	-	-	-	
	Total	6623228	1020698	15.41	1020698	-	100	0.00	
Public-	E-Voting		_			_			
Institutions	Poll			-	-	_			
	Postal Ballot (If Applicable	-			-	-	-	·	
	Total	-	-	-		-	-		
Public- Non	E-Voting		3156000	76.66	3156000		100	0.00	
Institutions	Poll		910350	22.11	910350		100	0.00	
	Postal Ballot (If Applicable	4116772							
	Total	4116772	4066350	98.77	4066350		100	0.00	
Total		10740000	5087048	47.36	5087048	-	100	0.00	

For KLJ Resources Limited

Agenda No. 4		To appoint a Director in place of Sh. Dilip Kuma Karn (DIN 00061804), who retires by rotation and being eligible, offers himself for re-appointment.						
Resolution re	equired: (Ordi	nary/ Special		Ordinary				
Whether pro the agenda/re	moter/ promotesolution?	er group are	interested in	NO				
Category	Mode of Voting	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	E-Voting		974250	14.71	974250	-	100	0.00
and	Poll		46448	0.70	46448		100	0.00
Promoter Group	Postal Ballot (If Applicable)	6623228	-	-	-	-	-	-
	Total	6623228	1020698	15.41	1020698		100	0.00
Public-	E-Voting				_	_		
Institutions	Poll		-	-	-	-	-	
	Postal Ballot (If Applicable	•				•	•	
	Total			-	-	-	-	
Public- Non	E-Voting		3156000	76.66	3156000	-	100	0.00
Institutions	Poll	Victoria de la composición dela composición de la composición de la composición dela composición dela composición dela composición dela composición de la composición dela composición del	910350	22.11	910350	-	100	0.00
	Postal Ballot (If Applicable	4116772	-	•	•	-	•	•
	Total	4116772	4066350	98.77	4066350	-	100	0.00
Total		10740000	5087048	47.36	5087048	-	100	0.00

For KLJ Resources Limited
Company Secretary

## **Special Business:**

Agenda No. 5		To ratify the remuneration of M/s Yogesh Gupta & Associates, Co. Accountants, New Delhi (Firm Registration No.000373), the Cost Auditor of the Company for the financial year 2021-22.						
Resolution re	equired: (Ordi	nary/ Special	)	Ordinary				
Whether pro the agenda/re	moter/ promotesolution?	er group are	interested in	NO				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandin g 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	E-Voting		974250	14.71	974250		100	0.00
and Promoter	Poll		46448	0.70	46448		100	0.00
Group	Postal Ballot (If Applicable)	6623228	-		-	-		•
	Total	6623228	1020698	15.41	1020698		100	0.00
Public-	E-Voting			-	-			
Institutions	Poll		-	_				_
	Postal Ballot (If Applicable							•
	Total			-	-		-	-
Public- Non	E-Voting		3156000	76.66	3156000		100	0.00
Institutions	Poll	0809WeStassa	910350	22.11	910350		100	0.00
	Postal Ballot (If Applicable	4116772		-				
	Total	4116772	4066350	98.77	4066350	-	100	0.00
Total		10740000	5087048	47.36	5087048	-	100	0.00

For KLJ RESOURCES LIMITED

(Ajai Kumar Gupta) Company Secretary Membership No.: FCS 8020

For KLJ Resources Limited

#### SCRUTINIZER'S REPORT

To.

The Chairman, KLJ RESOURCES LIMITED (CIN: L67120WB1986PLC041487) 8 CAMMAC STREET, KOLKATA - 700017 (West Bengal)

Subject: Scrutinizer's Report on voting at Annual General Meeting ("AGM") (remote evoting and poll) pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

Dear Sir,

- I, GANESH DUTT SHARMA, Company Secretary in Whole time Practice, was appointed as a Scrutinizer by the Board of Directors of KLJ RESOURCES LIMITED at its meeting held on 3rd September, 2021, for the purpose of:
- Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("Rules") and
- Poll through polling papers under the provisions of Section 109 of the Act read with Rule 21 of the Rules, on the resolutions contained in the notice of the AGM of the shareholders of the Company held on Thursday, 30th September, 2021 at the registered office of the Company at 22, Ground Floor, Shanti Niketan Building, 8 Cammac Street, Kolkata, 700017.
  - 1. The Company had appointed Central Depository Services Limited (CDSL) to provide the facility of remote e-voting with respect to voting by electronic means for the AGM.
  - 2. As per the said rules, the Company had mentioned in the Notice that the remote e-voting period will commence on Monday, 27th September, 2021 (09:00 a.m.) and will end on Wednesday, 29th September, 2021 (5:00 p.m.).

3. The shareholders holding shares as on "cut off" date i.e. 23rd September, 2021 were entitled to vote on the proposed resolutions.

C. P. No. 16085

Office: Lower Ground Floor, S-674-A, School Block, Shakarpur, New Delhi-110092 E-mail: csganeshdutt@gmail.com; Ph.: +91 9891 429 863

CERTIFIED TO LE TRUE COPY

For KLJ Resources Limited

Company Secretary

- After the time fixed for closing of the poll by the Chairman, ballot boxes kept for polling were locked in our presence.
- The locked ballot boxes were subsequently opened by me in the presence of two witnesses
  not in the employment of the company and poll papers were diligently scrutinized. The poll
  papers were reconciled with the records maintained by the Registrar and Transfer Agents of
  the Company.
- 6. Thereafter the details containing, inter alia, list of equity shareholders, who voted "For" and "Against", were duly unblocked and downloaded from the website of CDSL i.e. https://www.evotingindia.com.

#### SUMMARY OF THE VOTES IS GIVEN BELOW: -

#### ORDINARY BUSINESS:

#### Resolution No.1: Ordinary Resolution

Adoption of audited standalone annual financial statement of the Company for the financial year ended 31st March, 2021 and the reports of the Board of Directors and Auditors report.

(i) Votes in favour of the resolution

Particulars	No. of Members voted	No. of votes cast	% of total no. of valid votes cast
E-Voting	42	41,30,250	100
Poll	16	9,56,798	100
TOTAL	58	50,87,048	100

(ii) Votes against the resolution:

Particulars	No. of Members voted	No. of votes east	% of total no. of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
TOTAL	0	0	0.00

(iii) Invalid Votes:

Total no. of members whose votes were declared invalid	Total no. of votes east by them	
Nil	Nil	

## Resolution No.2: Ordinary Resolution

Adoption of audited consolidated annual financial statement of the Company for the financial year ended 31"March, 2021 and the report of Auditors.



CERTIFIED TO LE TRUE COPY

For KLJ Resources Limited

(i) Votes in favour of the resolution

Particulars	No. of Members voted	No. of votes cast	% of total no. of valid votes cast
E-Voting	42	41,30,250	100
Poll	16	9,56,798	100
TOTAL	58	50,87,048	100

(ii) Votes against the resolution

Particulars	No. of Members voted	No. of votes cast	% of total no. of valid votes cast	
E-Voting	0	0	0.00	
Poll	0	0	0.00	
TOTAL	0	0	0.00	

(iii) Invalid Votes:

Total no. of members whose votes were declared invalid	Total no. of votes cast by them
Nil	Nil

# \* Resolution No.3:OrdinaryResolution

Declaration of a final dividend on equity shares for the financial year ended 31" March, 2021 at the rate of Rs. 0.25 (Twenty-Five Paisa Only) per equity share of Rs. 10 (Ten Rupees) each.

(i) Votes in favour of the resolution

Particulars	No. of Members voted	No. of votes cast	% of total no. of valid votes cast
E-Voting	42	41,30,250	100
Poll	16	9,56,798	100
TOTAL	58	50,87,048	100

(i) Votes against the resolution:

Particulars	No. of Members voted	No. of votes cast	% of total no. of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
TOTAL	0	0	0.00

(a) Invalid Votes:

Total no. of members whose votes were declared invalid	Total no. of votes cast by them
Nıl	Nil



CERTIFIED TO TRUE COPY

For KLJ Resources Limite

## Resolution No.4: Ordinary Resolution

Re-appointment of Mr. Dilip Kumar Karn (DIN-00061804), as a Director of the company.

(ii) Votes in favour of the resolution

Particulars	No. of Members voted	No. of votes cast	% of total no. of valid votes cast
E-Voting	42	41,30,250	100
Poll	16	9,56,798	100
TOTAL	58	50,87,048	100

(iii) Votes against the resolution:

Particulars	No. of Members voted	No. of votes cast	% of total no. of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
TOTAL.	0	0	0.00

(iv) Invalid Votes:

Total no. of members whose votes were declared invalid	Total no. of votes cast by them
Nil	Nil

## SPECIAL BUSINESS:

#### Resolution No.5: Ordinary Resolution

Ratification of remuneration to M/s Yogesh Gupta and Associates, Cost Accountants, as Cost Auditors to conduct the audit of the cost records of the company for the financial year ending 31"March 2022.

(iii) Votes in favour of the resolution

Particulars	No. of Members voted	No. of votes cast	% of total no. of valid votes cast
E-Voting	42	41,30,250	100
Poll	16	9,56,798	100
TOTAL	58	50,87,048	100

(v) Votes against the resolution:

Particulars	No. of Members voted	No. of votes cast	% of total no. of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
TOTAL	0	0	0.00



CERTIFIED TO BE TRUE COPY

For KLJ Resources Limited

(41) Invalid Votes:

Total no. of members whose votes were declared invalid	Total no. of votes cast by them
Nil	Nil

Accordingly, all the aforesaid resolutions were passed with requisite majority.

The register, all other papers and relevant records relating to Electronic voting &Poll shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting.

Thanking you Yours faithfully,

For Ganesh Sharma & Associates

Company Secretary in Practice

(Ganesh Dur Sharma)

(Proprietor) Membership No.: A43348

C. P. No: 16085

UDIN: A043348C001050035

Place: New Delhi Date: 30.09.2021

For KLJ Resources Limited

Company Secretary