

CONSOLIDATED SCRUTINIZER REPORT ON REMOTE E-VOTING AND POLL
*(Pursuant to 108 of the Companies Act 2013 and Rule 20(4)(xii) of the
Companies (Management and Administration) Rules, 2014)*

To
Sri. K G Krishnakumar
Managing Director,
Keltron Component Complex Limited
Keltron Nagar, Kalliassery P.O, Kannur - 670562

Dear Sir,

Sub: Report on electronic voting carried out during 23rd June, 2017 (9.00 AM) to 25th June, 2017 (5.00 PM) and Poll conducted at the Adjourned Annual General Meeting of Keltron Component Complex Limited held on 26th June, 2017

I, **CS. Sarath S**, Practising Company Secretary, having office at L2/25, JRWA, Justice Lane, Major road, Ermakulam – 682019, holding Membership Number: ACS - 47669 and Certificate of Practice Number – 17466, was appointed as Scrutinizer by the Board of Directors of Keltron Component Complex Limited (the Company), vide Circular Resolution No. 02/2017 dated 26.05.2017, for the purpose of scrutinizing e-voting process (remote e-voting) and voting by use of ballot at the meeting pursuant to Section 108 of the Companies Act 2013, read with Rule 20 and 21 of the Companies (Management and Administration) Rules 2014, Amendment Rules (2015) in respect of the below mentioned resolution proposed at the Adjourned Annual General meeting of the Company held on 26th June, 2017, do hereby submit my report as follows:

- (i) The compliance with provisions of Companies Act, 2013 and the rules made there under relating to voting through electronic means (by remote e-voting) and voting by using ballots by the shareholders on the resolution proposed in the Notice of the Adjourned 42nd Annual General meeting of the Company is the responsibility of the management. My responsibility as –



a scrutinizer is to ensure that the voting process through both electronic means and by use of ballot at the meeting are conducted in a fair and transparent manner and to render a consolidated scrutinizers report of the total votes cast in favour or against, if any, to the Managing Director on the resolution based on the reports generated from the electronic voting systems provided by National Securities Depository Limited (NSDL) and the reports for voting by use of ballots at the meeting.

- (ii) The Company engaged the services of National Securities Depository Limited (NSDL) (herein referred to as the "**Service Provider**") to offer the e-voting facility to its shareholders. The e-voting facility was offered and kept open by the Company to its shareholders for the period commencing from Friday, 23rd June, 2017 (9.00 AM) to Sunday, 25th June, 2017 (5.00 pm).
- (iii) The shareholders whose names appeared in the Register of Members as on the cut-off date ie, 21st June, 2017 were allowed to participate and vote electronically during the aforesaid period of voting. The remote e-voting results were unblocked by me in the capacity of Scrutinizer on 27th June, 2017 in the presence of two witnesses who are not in employment of the Company. The names and signatures of the witnesses appear elsewhere in the report.
- (iv) At the Adjourned 42nd Annual General Meeting of the Company held on Monday, the 26th June, 2017, at 3.30 PM at the Registered office of the Company, located at Keltron Nagar, Kalliasseri P.O, Kannur - 670562, a poll was conducted on the resolution to facilitate the members present at the meeting, who did not participate in the e-voting to cast their votes through the poll.
- (v) Further, an empty ballot polling box was kept ready at the venue of the meeting. Subsequent to the completion of the polling process, the ballot (polling) box was unlocked in the presence of two witnesses and the poll papers were diligently scrutinized by me. The poll papers were reconciled with the records maintained by the Company.
- (vi) The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

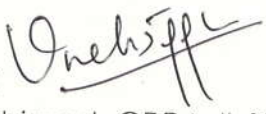



(vii) The resolution was passed with requisite majority. No voting rights were exercised through remote e-voting facility by the shareholders. The result of e-voting together with that of poll in the form of a combined scrutinizer report as well as the detailed result with respect to the resolution passed, is being annexed herewith the report.

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Res. No	Subject Matter of Resolution	Particulars of Business	Votes in favour of Resolution		Votes against the Resolution	
			Number	%	Number	%
ORDINARY BUSINESS						
1.	To receive, consider and adopt the Audited Balance Sheet and Profit & Loss Account of the Company for the year ended 31 st March, 2016 together with the Reports of the Directors and Auditors thereon and the comments of the Comptroller and Auditor General of India and the comments of the Additional Chief Secretary (Finance), Government of Kerala.	E-voting	0	0	0	0
		Poll	3,34,94,507	100	0	0
		Total	3,34,94,507	100	0	0

Witnesses to the unblocking of votes:

1. Vivek Vijayan 
 Manapallil Ashirvad, CRR # 17,
 Chennankulangara Road,
 Edapally, Cochin - 682024

2. Varsha V P 
 Sreedharam, YMA Road,
 Choorakadu, Tripunithura
 Cochin - 682301



**REPORT OF SCRUTINIZER WITH RESPECT TO THE RESULTS OF INDIVIDUAL RESOLUTION
PASSED AT THE ANNUAL GENERAL MEETING AS PER FORM MGT 13, PURSUANT TO
SECTION 109 OF THE COMPANIES ACT 2013 AND RULE 21(2) OF THE COMPANIES
(MANAGEMENT AND ADMINISTRATION) RULES, 2014**

A. Resolution 1: Ordinary Resolution

To receive, consider and adopt the Audited Balance Sheet and Profit & Loss Account of the Company for the year ended 31st March, 2016 together with the Reports of the Directors and Auditors thereon and the comments of the Comptroller and Auditor General of India and the comments of the Additional Chief Secretary (Finance), Government of Kerala.

I. Voted in favour of the Resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
40	3,34,94,507	97.86

II. Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

III. Invalid /Abstain votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
13	1150



All relevant records of electronic voting and ballot forms shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the Adjourned 42nd Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.



Signature :

A handwritten signature in blue ink, appearing to be "Sarath S.", written over a horizontal line.

Place: Cochin

Date : 27.06.2017

Name of the Company Secretary: Sarath. S

ACS No. : 47669

C.P. No : 17466

SARATH S.
PRACTISING COMPANY SECRETARY
ACS 47669, CP 17466
L2/25, JRWA, JUSTICE LANE
MAJOR ROAD, VYTTILA.
COCHIN - 682 019