



# KCD™

(ISO 9001 : 2015)

16<sup>th</sup> January, 2020

To,  
Listing Compliances  
BSE Limited,  
P.J. Towers, Fort,  
Mumbai – 400 001

Scrip Code : 540696  
Scrip Id : KCDGROUP

**Subject: Voting Results under regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Scrutinizers Report.**

Dear Sir/Madam,

Pursuant to regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are herewith enclosing the consolidated voting results (Remote e-voting & Ballot) for the Extra-ordinary General Meeting of the Company held on 14<sup>th</sup> January, 2020 at 9:30 a.m. at the registered office of the company.

Further, we are also enclosing the scrutinizer's report for your perusal.

Kindly take the above on record.

**For KCD Industries India Limited  
(Formerly known as Ruchika Industries India Limited)**

**Rajiv Darji**  
Chairman of the Meeting



## KCD INDUSTRIES INDIA LIMITED

(Formerly known as Ruchika Industries India Limited)

### Corporate Division

501, Ruby Crescent Business Boulevard,  
Ashok Chakravati Road, Above Axis Bank,  
Kandivali (East), Mumbai - 400 101.

Tel. : +91 91373 22030

Email : roc.ruchika@gmail.com, info@kcdindustries.com,

CIN: L70100MH1985PLC301881



[www.kcdindustries.com](http://www.kcdindustries.com)

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPOINTMENT OF M/S TDK & CO. AS STATUTORY AUDITORS OF THE COMPANY TO FILL THE CASUAL VACANCY				
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)]*10 0	(4)	(5)	(6)=[(4)/(2)]*10 0	(7)=[(5)/(2)]*10 0
Promoter and Promoter Group	E-Voting	974216	0	0.0000	0	0	0	0
	Poll		974216	100.0000	974216	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		974216	100.0000	974216	0	100.0000	0.0000
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	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1025784	21	0.0020	21	0	100.0000	0.0000
	Poll		58	0.0057	58	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1025784	0.0077	79	0	100.0000	0.0000
Total	Total	2000000	974295	48.7148	974295	0	100.0000	0.0000
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



Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				PRIVATE PLACEMENT OF CONVERTIBLE EQUITY WARRANTS				
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	974216	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		0	0.0000	0	0	0.0000	0.0000
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	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1025784	21	0.0020	21	0	100.0000	0.0000
	Poll		58	0.0057	58	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		79	0.0077	79	0	100.0000	0.0000
Total	Total	2000000	79	0.0040	79	0	100.0000	0.0000
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



**NEELAM AHIRE**

B.Com. A.C.S. L.L.B.



**FORM NO. MGT-13**

**SCRUTINIZER'S CONSOLIDATED REPORT**

**[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]**

To,

**The Chairman/Company Secretary**

**Extra Ordinary General Meeting of the Equity Shareholders of  
KCD Industries India Limited**

**(formerly known as Ruchika Industries India Limited)**

**held on Tuesday, 14<sup>th</sup> day of January, 2020 at 9.30 A. M. at 501, 5<sup>th</sup> Floor, Ruby Crescent  
Business Boulevard, Ashok Chakravarti Road, Kandivali (E), Mumbai - 400101.**

Dear Sir,

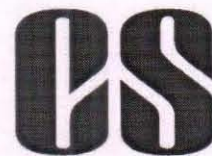
I, Neelam Ahire, Practicing Company Secretary, appointed as Scrutinizer by the Board of Directors for the purpose of Scrutinizing the remote e-voting and Physical Voting by Ballot papers in a fair and transparent manner at the Extra Ordinary General Meeting ("EOGM") of M/s. KCD Industries India Limited (herein referred as "the Company"), held on Tuesday, 14<sup>th</sup> day of January, 2020 at 9.30 A. M. at 501, 5<sup>th</sup> Floor, Ruby Crescent Business Boulevard, Ashok Chakravarti Road, Kandivali (E), Mumbai - 400 101, pursuant to section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.

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 resolution contained in the Notice of the EOGM dated 19<sup>th</sup> December, 2019. 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 remote e-voting system of National Securities Depository Limited (NSDL) and of voting through physical ballots casted by the Members present at the Annual General Meeting of the Company.



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I submit my report as under:

1. The Company had appointed National Securities Depository Limited (NSDL) as the service provider, for extending the facility for the remote e-voting to the Members of the Company from Saturday, 11<sup>th</sup> January, 2020 at 9:00 A.M. and closed on Monday, 13<sup>th</sup> January, 2020 at 5:00 P.M.
2. The voting rights were reckoned as on 7<sup>th</sup> January, 2020, being cut-off date for the purpose of deciding the entitlements of Members at the remote e-voting and voting at the Meeting.
3. The Company facilitated the Members present in the EOGM who could not participate in the remote e-voting to cast their votes through poll process. After the time fixed for the poll by the Chairman, ballot box kept for polling was locked in my presence with due identification marks placed by me.
4. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
5. The votes were unblocked on 15<sup>th</sup> January, 2020 (after the conclusion of the meeting) in the presence of 2 witnesses, namely Mr. Pankaj Yadav and Mr. Anand Parab. Both of them are not in the employment of the Company.

Mr. Pankaj Yadav

Mr. Anand Parab

6. No poll paper was found invalid.
7. The Results of the voting are as under:



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8. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
9. The poll papers and other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.
10. The consolidated result of the votes cast (by Remote E-Voting and by poll) is provided as Annexure 1 to this report.

Thanking You,  
Yours Faithfully



Neelam Ahire  
Practicing Company Secretary

Place: Mumbai  
Date: 15/01/2020

UDIN: A044679B000056636

For KCD Industries India Limited  
(formerly known as Ruchika Industries India Limited)

Rajiv Darji  
Chairman of the Meeting



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## SPECIAL BUSINESS:

### RESOLUTION NO. 1: (AS AN ORDINARY RESOLUTION)

APPOINTMENT OF M/S TDK & CO. AS STATUTORY AUDITORS OF THE COMPANY TO FILL THE CASUAL VACANCY:

Voted in favour of the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	10	21	0.00
Voting by poll	21	974274	100.00
Total	31	974295	100.00

Voted against the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0.00
Voting by poll	0	0	0.00
Total	0	0	0.00

Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	0	0
Total	0	0

Result: Resolution passed unanimously.

*Neelam Ahire*



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## RESOLUTION NO. 2: (AS A SPECIAL RESOLUTION)

### PRIVATE PLACEMENT OF CONVERTIBLE EQUITY WARRANTS:

Voted in favour of the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	10	21	26.58
Voting by poll	20	58	73.42
Total	30	79	100.00

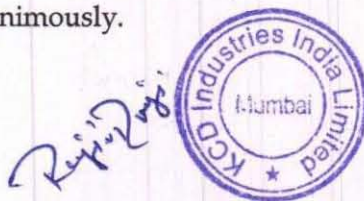
Voted against the resolution:

	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0.00
Voting by poll	0	0	0.00
Total	0	0	0.00

Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	0	0
Total	0	0

Result: Resolution passed unanimously.



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## Annexure - 1

Consolidated result of voting (by remote e-voting and Poll) for resolution numbers 1 and 2 of the Notice of the Extra Ordinary General Meeting of "KCD INDUSTRIES INDIA LIMITED" held on, January 14, 2020 at 9:30 A.M.:-

Resolution No.	Total Valid Votes Cast			Voted in favour of resolution				Voted against the resolution			
	Remote E-voting	Poll	Total	Remote E-voting	Poll	Total	%	Remote E-voting	Poll	Total	%
1	21	974274	974295	21	974274	974295	100.00	0	0	0	0.00
2	21	58	79	21	58	79	100.00	0	0	0	0.00

Result: All Resolutions passed unanimously.

