



# KILPEST INDIA LIMITED

REGD. OFFICE & FACTORY :

7-C, INDUSTRIAL AREA, GOVINDPURA, BHOPAL - 462 023 INDIA

Tel : 91-755 2586536, 2586537

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kilpestpl@yahoo.co.in

CIN : L24211MP1972PLC001131

September 26, 2020

The Relationship Manager,  
Department of Corporate Relations  
Bombay Stock Exchange Ltd (BSE),  
P.J. Towers, Dalal Street  
Fort, MUMBAI – 400 001

Dear Sir/Madam,

**SUBJECT: Proceedings and Voting Results of the 48th Annual General Meeting ('AGM') of Kilpest India Limited ('the Company') held on Friday, September 25, 2020**

In terms of the General Circular dated May 5, 2020 read with General Circulars dated April 8, 2020 and April 13, 2020 issued by the Ministry of Corporate Affairs ('MCA') and in Compliance with the provisions of the Companies Act, 2013 ('Act') and Securities And Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the 48th AGM of the Company was held on Friday, September 25, 2020 at 11:30 a.m. (IST) through Video Conferencing (VC) to transact the Business as stated in the Notice dated August 14, 2020, convening the AGM.

In this regard, please find enclosed the following:

- 1) Summary of the proceedings of the AGM of the Company as required under Regulation 30, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('the Listing Regulations') – **Annexure A**
- 2) Voting results of the businesses transacted at the AGM, as required under Regulation 44(3) of the Listing Regulations – **Annexure B**
- 3) Report of the Scrutinizer dated September 25, 2020, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 – **Annexure C**

The AGM concluded at 11:55 a.m. (IST).

This is for your information and records.  
Thanking you,

Yours faithfully,  
For KILPEST INDIA LTD,

  
DHIRENDRA DUBEY  
DIRECTOR

Encl: as above



## Annexure A

### SUMMARY OF PROCEEDINGS OF THE 48TH ANNUAL GENERAL MEETING OF MEMBERS OF KILPEST INDIA LIMITED ("THE COMPANY")

The 48<sup>th</sup> Annual General Meeting ('AGM' or 'Meeting') of the Members of Kilpest India Limited ('the Company') was held on Friday, September 25, 2020 at 11:30 a.m. (IST) via Video Conferencing ('VC')/Other Audio-Visual Means ('OVAM'). The Company, while conducting the meeting, adhered to the Ministry of Corporate Affairs (MCA) Circulars dated 5th May 2020 read with General Circulars dated 8 April, 2020 and 13th April, 2020, Securities and Exchange Board of India (SEBI) Circular, and other social distancing norms in view of the outbreak of COVID-19 pandemic.

The Company Secretary welcomed the members to the meeting and explained the procedural/ technical points relating to the participation at the meeting through VC. Thereafter the Company Secretary introduced all the Directors presented along with the Statutory Auditors and Secretarial Auditors.

Mr. Ram Kuber Dubey, Managing Director of the Company chaired the meeting. The requisite quorum being present, the Chairman called the meeting to order.

It was informed that the Registers as required under the Companies Act, 2013 will be made available for inspection upon request through e-copy/access. Since there was no physical attendance of members and in compliance with the Circulars issued by the MCA and SEBI, the requirement of appointing proxies was not applicable, except for the authorized representatives of corporate shareholders.

All the Directors had attended the Meeting through VC. Representatives of M/s. Baheti & Company, Statutory Auditors and M/s. P.K. Rai and Associates, Secretarial Auditors were also present at the Meeting through VC.

With the consent of the Members, the Notice of the Meeting was taken as read. The Members were informed that the Statutory Auditors' Report and Secretarial Audit Report did not have any qualifications.

The Chairman made his opening remarks covering the developments in the Company on account of Covid-19 pandemic, Company's performance and future growth agenda.

Mr. Dharendra Dubey, WholeTime Director of the company, made a presentation covering initiatives taken by the Company in the wake of Covid-19 pandemic, financial performance of the Company, key business highlights during the year, product launches during the year, customer connect established during the year, strategy going forward, employee engagement, community initiatives and awards received by the Company.

The Company Secretary informed the Members that the Company had in compliance with the MCA Circulars, provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, provided to the Members, the facility to exercise their vote by electronic means through remote e-voting facility.

The Company Secretary further informed that e-voting facility was also made available during the AGM for the Members who were present during the meeting and had not exercised their votes earlier, under remote e-voting facility.

The Chairman informed that Mr. Praveen Kumar Rai from P.K. Rai & Associates, Practicing Company Secretaries was the Scrutinizer appointed by the Board to scrutinize the remote e-voting process as well as e-voting at the AGM in a fair and transparent manner.

The following resolutions set out in the Notice convening the AGM were put to vote by remote e-voting and e-voting during the Meeting:

Item No.	Details of the Agenda	Resolution required (Ordinary/Special)	(Mode of Voting)
1	To receive, consider and adopt the Audited Financial Statements of the Company for the financial	Ordinary	Remote e-voting and remote e-voting during the AGM

	year ended March 31, 2020, together with the Reports of the Board of Directors and Auditors thereon.		
2	To appoint a Director in place of Mr. Dhirendra Dubey (DIN: 01493040), Wholetime Director, who retires by rotation and being eligible, offers himself for re-appointment	Ordinary	Remote e-voting and remote e-voting during the AGM
3	To re- appoint Mrs. Mithla Dubey (DIN: 03597415), as Non-Executive Director of the Company, not liable to retire by rotation, for the period of 5 (five) years with effect from 27 <sup>th</sup> March 2020 to 26 <sup>th</sup> March 2025	Special	Remote e-voting and remote e-voting during the AGM
4	To revise commission (included in remuneration drawn from M/s 3B Blackbio Biotech India Limited, a subsidiary of the company) of Mr. Dhirendra Dubey, (DIN: 01493040) , Whole Time Director of M/s 3B Blackbio Biotech India Limited, a subsidiary of the company, over and above current salary drawn from M/s Kilpest India Limited	Ordinary	Remote e-voting and remote e-voting during the AGM
5	To revise commission (included in remuneration drawn from M/s 3B Blackbio Biotech India Limited, a subsidiary of the company) of Mr. Nikhil Kuber Dubey, (DIN: 00538049), Whole Time Director of M/s 3B Blackbio Biotech India Limited, a subsidiary of the company, over and above current salary drawn from M/s Kilpest India Limited	Ordinary	Remote e-voting and remote e-voting during the AGM

The Chairman then invited the Members to express their views, ask questions and seek clarifications on the operations and financial performance of the Company and on the resolutions set out in the Notice. After giving sufficient time to all Members who wished to speak, the Chairman along with the Directors appropriately responded to the queries raised by them.

The Chairman authorized Mrs. Navneet Kaur, Company Secretary to carry out the voting process and conclude the Meeting. He informed the Members that the combined results of the remote e-voting before as well as remote e-



voting during the AGM would be announced within 48 hours of the conclusion of the Meeting and the results along with the Scrutinizer's Report would be intimated to the Stock Exchange in terms of the Listing Regulations.

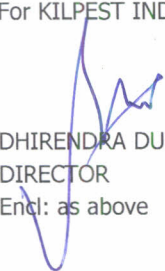
The Chairman then thanked the Members for their continued support and for attending and participating in the Meeting. He also thanked the Directors for joining the Meeting virtually. The e-voting facility was kept open for the next 15 minutes to enable the Members to cast their vote. Upon completion of the e-voting process the Company Secretary declared the Meeting closed.

The meeting concluded at 11:55 A.M.

As per consolidated Scrutinizer's Report dated September 25, 2020, all the above resolutions were passed by the Members of the Company with requisite majority.

This is for your information and records.  
Thanking you,

Yours faithfully,  
For KILPEST INDIA LTD,

  
DHIRENDRA DUBEY  
DIRECTOR  
Encl: as above

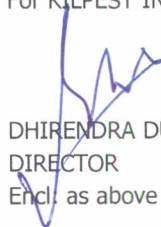


## Annexure B

### 48th Annual General Meeting Voting Results

Date of Annual General Meeting	25th September 2020
Total Number of shareholders on Record date i.e. September 18,2020	6939
No. of shareholders present in the meeting either in person or through proxy:	No arrangement for a physical meeting or appointment of proxy was made as the Meeting was held through VC/OAVM.
Promoter and Promoter Group	
Public	
No. of shareholders present in the meeting through VC/OAVM:	
Promoter and Promoter Group	12
Public	64

Yours faithfully,  
For KILPEST INDIA LTD,

  
DHIRENDRA DUBEY  
DIRECTOR  
Encl. as above



**Agenda Wise Disclosure**

Resolution:01	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2020, together with the Reports of the Board of Directors and Auditors thereon.							Ordinary Resolution
Whether Promoter/Promoter Group are interested in the agenda/resolution?				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 favours on vote polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting (remote e-voting)	2867448	2867448	100	2867448	0	100	0
	Poll		0	0.00	0	0	0.00	0
	Total	2867448	2867448	100	2867448	0	100	0
Public- Institutions	E-Voting (remote e-voting)	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting (remote e-voting)	4640652	1020362	21.99	1020362	0	100	0
	Poll		0	0.00	0	0	0	0
	Total	4640652	1020362	21.99	1020362	0	100	0
<b>TOTAL</b>		<b>7508100</b>	<b>3887810</b>	<b>51.78</b>	<b>3887810</b>	<b>0</b>	<b>100</b>	<b>0</b>



Resolution:02	To appoint a Director in place of Mr. Dharendra Dubey (DIN: 01493040), Wholetime Director, who retires by rotation and being eligible, offers himself for re-appointment							Ordinary Resolution
Whether Promoter/Promoter Group are interested in the agenda/resolution?				YES				
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 favours on vote polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting (remote e-voting)	2867448	93500	3.26	93500	0	100	0
	Poll		0	0	0	0	0	0
	Total		93500	3.26	93500	0	100	0
Public- Institutions	E-Voting (remote e-voting)	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting (remote e-voting)	4640652	1014362	21.86	1014362	0	100	0
	Poll		0	0.00	0	0	0	0
	Total		1014362	21.86	1014362	0	100	0
TOTAL		7508100	1107862	14.76	1107862	0	100	0



Resolution:03	To re- appoint Mrs. Mithla Dubey (DIN: 03597415), as Non-Executive Director of the Company, not liable to retire by rotation, for the period of 5 (five) years with effect from 27 <sup>th</sup> March 2020 to 26 <sup>th</sup> March 2025							Special Resolution
Whether Promoter/Promoter Group are interested in the agenda/resolution?				YES				
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 favours on vote polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting (remote e-voting)	2867448	93500	3.26	93500	0	100	0
	Poll		0	0.00	0	0	0.00	0
	Total		2867448	93500	3.26	93500	0	100
Public- Institutions	E-Voting (remote e-voting)	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting (remote e-voting)	4640652	1014362	21.86	1014362	0	100	0
	Poll		0	0.00	0	0	0	0
	Total		4640652	1014362	21.86	1014362	0	100
TOTAL		7508100	1107862	14.76	1107862	0	100	0

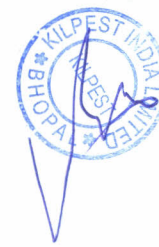




Resolution:04	To revise commission (included in remuneration drawn from M/s 3B Blackbio Biotech India Limited, a subsidiary of the company) of Mr. Dharendra Dubey, (DIN: 01493040) , Whole Time Director of M/s 3B Blackbio Biotech India Limited, a subsidiary of the company, over and above current salary drawn from M/s Kilpest India Limited							Ordinary Resolution
Whether Promoter/Promoter Group are interested in the agenda/resolution?				YES				
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 favours on vote polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting (remote e-voting)	2867448	93500	3.26	93500	0	100	0
	Poll		0	0.00	0	0	0.00	0
	Total		2867448	93500	3.26	93500	0	100
Public- Institutions	E-Voting (remote e-voting)	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting (remote e-voting)	4640652	1014362	21.86	1014362	0	100	0
	Poll		0	0.00	0	0	0	0
	Total		4640652	1014362	21.86	1014362	0	100
TOTAL		7508100	1107862	14.76	1107862	0	100	0



Resolution:05	To revise commission (included in remuneration drawn from M/s 3B Blackbio Biotech India Limited, a subsidiary of the company) of Mr. Nikhil Kuber Dubey, (DIN: 00538049), Whole Time Director of M/s 3B Blackbio Biotech India Limited, a subsidiary of the company, over and above current salary drawn from M/s Kilpest India Limited							Ordinary resolution
Whether Promoter/Promoter Group are interested in the agenda/resolution?				YES				
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 favours on vote polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting (remote e-voting)	2867448	93500	3.26	93500	0	100	0
	Poll		0	0.00	0	0	0.00	0
	Total	2867448	93500	3.26	93500	0	100	0
Public- Institutions	E-Voting (remote e-voting)	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting (remote e-voting)	4640652	1014362	21.86	1014362	0	100	0
	Poll		0	0.00	0	0	0	0
	Total	4640652	1014362	21.86	1014362	0	100	0
TOTAL		7508100	1107862	14.76	1107862	0	100	0





# P.K. RAI & ASSOCIATES

PRACTICING COMPANY SECRETARIES

Office : 159, F-5, 1st Floor, Smriti Complex, Zone-II, M.P. Nagar, Bhopal-11  
Phone : 0755-2761172, Mob.: 9303124872, E-mail: cspkrai@gmail.com

Ref: .....

Date : .....

## SCRUTINIZER'S REPORT (In Lieu of E-Voting / Poll)

(Pursuant to Section 108 and Section 109 of the Companies Act, 2013 read Companies (Management and Administration) Rules, 2014)

To  
The Chairman  
M/s Kilpest India Limited  
7C, Industrial Area, Govindpura  
Bhopal- 462023(MP)  
Dear Sir,

**Sub:Scrutinizers Report in lieu of E-voting/Poll conducted pursuant to the provisions of Section 108 & Section 109 of the Companies Act, 2013 ("the Act") read with Companies (Management and Administration) Rules, 2014.**

I, Praveen Kumar Rai, Proprietor of M/s P.K. Rai & Associates, Company Secretary in practice (FCS 6313 , COP 3779) having office at F-5/159 Smriti Complex Zone –II M.P. Nagar Bhopal Madhya Pradesh have been appointed as scrutinizer by The Board of Directors of M/s. M/s Kilpest India Limited ("the Company") for the purpose of scrutinizing the e-voting/Poll process and ascertaining the requisite majority on e-voting/ Poll carried out as per the provisions of Section 108 and Section 109 of the Companies Act, 2013 read the Companies (Management and Administration ) Rules, 2014 (Rules) on the resolution contained in the Notice of the Company.

### Management Responsibility

The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of

- (i) Companies Act, 2013 and Rules made there under And
  - (ii) The SEBI (Listing Obligations & Disclosure requirements ) Regulations 2015 (LODR)
- relating to poll voting including voting by electronic means for the resolutions contained in the Notice of the company.

### Scrutinizer Responsibility

My responsibility as scrutinizer is restricted to make a Scrutinizer's Report of the Votes cast "in favour" or "against" the resolution stated In Notice. The report is based on verification of data provided by Central Depository Services (India) Limited, India the authorized agency of the company from e-voting and poll till the time fixed for closing of the voting process.

I submit my report on the results of e-voting/Poll together as under:

- i. The e-voting period remained open from 22<sup>nd</sup> September 2020, 9.00 A.M. to 24<sup>th</sup> September 2020, 5.00 P.M.
- ii. The members of the Company as on the Cut-Off date i.e. 18<sup>th</sup> September 2020 were entitled to vote on the resolutions as set out in the notice of the Company.



- iii. The votes cast were unblocked on 25<sup>th</sup> September 2020 in the presence of 2 (two) witnesses who are not in the employment of the Company.
- iv. Thereafter the details containing inter alia, list of Equity Share Holders, who voted "for" / "against" each of the resolutions that were put, to vote, were generated from the e-voting website of Central Depository Services (India) Limited.

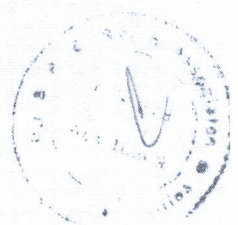
Based on such reports generated, the result of the e-voting, poll and venue voting is as under:-

Item No. 1	
To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2020 together with the Reports of Board of Directors and Auditors thereon.	

Mode of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	% of total number of valid votes cast (Favour and Against)	Nos.	% of total number of valid votes cast (Favour and Against)	
Remote e-voting	3886510	100	0	0	0
Voting at the venue	1300	100	0	0	0
<b>TOTAL</b>	<b>3887810</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>

Item No. 2	
To appoint a Director in place of Mr. Dharendra Dubey (DIN: 01493040), Wholetime Director, who retires by rotation and being eligible, offers himself for re-appointment	

Mode of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	% of total number of valid votes cast (Favour and Against)	Nos.	% of total number of valid votes cast (Favour and Against)	
Remote e-voting	1106562	100	0	0	0
Voting at the venue	1300	100	0	0	0
<b>TOTAL</b>	<b>1107862</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>





**Item No. 3**

RE-APPOINTMENT OF MRS. MITHLA DUBEY (DIN: 03597415), AS NON-EXECUTIVE DIRECTOR

Mode of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	% of total number of valid votes cast (Favour and Against)	Nos.	% of total number of valid votes cast (Favour and Against)	
Remote e-voting	1106562	100	0	0	0
Voting at the venue	1300	100	0	0	0
<b>TOTAL</b>	1107862	100	0	0	0

**Item No. 4**

REVISION IN COMMISSION (INCLUDED IN REMUNERATION) OF MR. DHIRENDRA DUBEY, (DIN: 01493040), DIRECTOR OF M/S 3B BLACKBIO BIOTECH INDIA LIMITED, SUBSIDIARY COMPANY

Mode of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	% of total number of valid votes cast (Favour and Against)	Nos.	% of total number of valid votes cast (Favour and Against)	
Remote e-voting	1106560	100	0	0	0
Voting at the venue	1300	100	2	0	0
<b>TOTAL</b>	1107860	100	2	0	0



**Item No. 5**

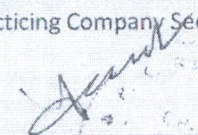
REVISION IN COMMISSION (INCLUDED IN REMUNERATION) OF MR. NIKHIL KUBER DUBEY, (DIN: 00538049),  
DIRECTOR OF M/S 3B BLACKBIO BIOTECH INDIA LIMITED, SUBSIDIARY COMPANY

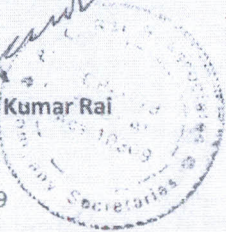
Mode of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	% of total number of valid votes cast (Favour and Against)	Nos.	% of total number of valid votes cast (Favour and Against)	
Remote e-voting	1106560	100	0	0	0
Voting at the venue	1300	100	2	0	0
<b>TOTAL</b>	<b>1107860</b>	<b>100</b>	<b>2</b>	<b>0</b>	<b>0</b>

Thanking you,

Yours faithfully,

For P.K. Rai & Associates  
Practicing Company Secretaries,

  
CS Praveen Kumar Rai  
Proprietor  
M.No:6313  
C.P.No.3779



Place: Bhopal  
Date: 25<sup>th</sup> September 2020

Countersigned by

FOR KILPEST INDIA LIMITED

  
(Authorized Signatory)

