



# KILPEST INDIA LIMITED

## REGD. OFFICE & FACTORY :

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CIN : L24211MP1972PLC001131

September 23, 2021

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 49th Annual General Meeting ('AGM') of Kilpest India Limited ('the Company') held on Wednesday, September 22, 2021**

The 49th AGM of the Company was held on Wednesday, September 22, 2021 at 11:30 a.m. (IST) through Video Conferencing (VC) to transact the Business as stated in the Notice dated July 29, 2021, 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 22, 2021, 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 11:58 a.m. (IST).

This is for your information and records.

Thanking you,

Yours faithfully,  
For KILPEST INDIA LTD,

Nikhil Kuber Dubey  
Whole Time Director  
DIN: 00538049

Encl: as above

## Annexure A

### **SUMMARY OF PROCEEDINGS OF THE 49TH ANNUAL GENERAL MEETING OF MEMBERS OF KILPEST INDIA LIMITED ("THE COMPANY")**

The 49<sup>th</sup> Annual General Meeting ('AGM' or 'Meeting') of the Members of Kilpest India Limited ('the Company') was held **Wednesday, September 22, 2021** at 11:30 a.m. (IST) via Video Conferencing ('VC')/Other Audio-Visual Means ('OVAM'). The Company, while conducting the Meeting, adhered to the circulars issued by the Ministry of Corporate Affairs ('MCA'), the Securities and Exchange Board of India ('SEBI') and other consequential social distancing norms in view of the ongoing 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..

Mr. Dharendra 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.

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, Managing 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 provided its Members the facility to cast their vote electronically through the Central Depository Services (India) Limited (CDSL) system before the Meeting.

She further informed that the remote e-voting facility was also made available during the AGM for the benefit of Members who were present during the Meeting and had not cast their votes earlier through remote e-voting.

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 votes cast through remote e-Voting before / during the Meeting, 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:

<b>Item No.</b>	<b>Details of the Agenda</b>	<b>Resolution required (Ordinary/Special)</b>	<b>(Mode of Voting)</b>
1	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021 together with the Reports of the Board of Directors and Independent Auditors thereon.	Ordinary	Remote e-voting before / during the AGM
2	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021 together with the Report of the Board of Directors and Independent Auditors thereon.	Ordinary	Remote e-voting before / during the AGM
3	To appoint a Director in place of Mr. Nikhil Kuber Dubey (DIN: 00538049) who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Remote e-voting before / during the AGM
4	To approve declared dividend of 10%, on equity shares for the financial year 2020-21.	Ordinary	Remote e-voting before / 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 11:58 A.M.

As per consolidated Scrutinizer's Report dated September 22, 2021, 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,

Nikhil Kuber Dubey  
Whole Time Director  
DIN: 00538049

Encl: as above

## 49th Annual General Meeting Voting Results

Date of Annual General Meeting	22nd September 2021
Total Number of shareholders on Record date i.e. September 15,2021	16167
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	11
Public	43

Yours faithfully,  
For KILPEST INDIA LTD,

Nikhil Kuber Dubey  
Whole Time Director  
DIN: 00538049

Encl: as above

### Agenda Wise Disclosure

Resolution:01	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021 together with the Reports of the Board of Directors and Independent 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)	2879448	2879448	100	2879448	0	100	0
	Poll		0	0.00	0	0	0.00	0
	Total	2879448	2879448	100	2879448	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)	4628652	754151	16.29	753130	1021	99.86	0.13
	Poll		0	0.00	0	0	0	0
	Total	4628652	754151	16.29	753130	1021	99.86	0.13
TOTAL		7508100	3633599	48.39	3632578	1021	99.97	0.03

Resolution:02	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021 together with the Reports of the Board of Directors and Independent 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)	2879448	2879448	100	2879448	0	100	0
	Poll		0	0	0	0	0	0
	Total	2878448	2879448	100	2879448	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)	4628652	754151	16.29	753130	1021	99.86	0.13
	Poll		0	0.00	0	0	0	0
	Total	4628652	754151	16.29	753130	1021	99.86	0.13
TOTAL		7508100	3633599	48.39	3632578	1021	99.97	0.03

Resolution:03	To appoint a Director in place of Mr. Nikhil Kuber Dubey (DIN: 00538049), 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)	2879448	2879448	100	2879448	0	100	0
	Poll		0	0	0	0	0.00	0
	Total	2878448	2879448	100	2879448	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)	4628652	754151	16.29	754081	70	99.99	0.009
	Poll		0	0.00	0	0	0	0
	Total	4628652	754151	16.29	754081	70	99.99	0.009
TOTAL		7508100	3633599	48.39	3633529	70	99.99	0.002



Resolution:04	To approve declared dividend of 10%, on equity shares for the financial year 2020-21.							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)	2879448	2879448	100	2879448	0	100	0
	Poll		0	0	0	0	0.00	0
	Total	2878448	2879448	100	2879448	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)	4628652	754151	16.29	754100	51	99.99	0.007
	Poll		0	0.00	0	0	0	0
	Total	4628652	754151	16.29	754100	51	99.99	0.007
TOTAL		7508100	3633599	48.39	3633548	51	99.99	0.001





**P.K. RAI**  
M.Com.,L.L.B., FCS

# **P.K. RAI & ASSOCIATES**

**PRACTICING COMPANY SECRETARIES**

Office : F-5, 1st Floor, 159, 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 Sunday, 19<sup>th</sup> September 2021, 9.00 A.M. (IST) to Tuesday, 21<sup>st</sup> September 2021, 5.00 P.M (IST).
- ii. The members of the Company as on the Cut-Off date i.e. Wednesday, 15<sup>th</sup> September 2021 were entitled to vote on the resolutions as set out in the notice of the Company.
- iii. The votes cast were unblocked on 22<sup>th</sup> September 2021 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 and poll were conducted is as under:-**

Item no. Of the Notice	Votes in favour of the resolution		Votes against the resolution		Invalid votes Nos.
	Nos.	% of total number of valid votes cast (Favour and Against)	Nos.	% of total number of valid votes cast (Favour and Against)	
Item No 1: To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021 together with the Reports of the Board of Directors and Independent Auditors thereon (As an Ordinary resolution)	3632578	99.97%	1021	0.03%	0
Item No 2: To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021 together with the Report of the Board of Directors and Independent Auditors thereon. (As an Ordinary resolution)	3632578	99.97%	1021	0.03%	0
Item No 3: To appoint a Director in place of Mr. Nikhil Kuber Dubey (DIN: 00538049) who retires by rotation and being eligible, offers himself for re-appointment. (As an Ordinary resolution)	3633529	100%	70	0%	0

# P.K. RAI & ASSOCIATES

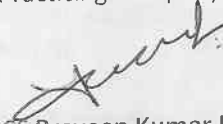
Practicing Company Secretaries

Item No 4:	3633548	100%	51	0%	0
To approve declared dividend of 10%, on equity shares for the financial year 2020-21. (As an Ordinary resolution)					

Thanking you,

Yours faithfully,

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

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

UDIN NO. : F006313C000985665

Place: Bhopal

Date: 22<sup>th</sup> September 2021

Countersigned by

**FOR KILPEST INDIA LIMITED**

(Authorized Signatory)

(In Lieu of E-Voting /Poll on resolutions of AGM 2021  
for SCRUTINIZER'S REPORT )

The votes cast were unblocked on 22<sup>th</sup> September 2021 in the presence of 2  
(two) witnesses who are not in the employment of the Company.

WITNESS: Shivam Kumar Sharma  
H-72, Awadh puri Bhopal (M.P.)  
Shivam

WITNESS: Hritika Sharma  
20, Chunabhatti, Bhopal (M.P.)  
Rubli...