



KLJ Resources Limited

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

Date: 30th September, 2023

To,

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

CSE SECURITY CODE: 021095

Sub: Proceedings of 37th Annual General Meeting ("the AGM") along with Voting Results and Scrutinizer's Report

Dear Sir/ Madam,

We are enclosing herewith the following with respect to the 37th Annual General Meeting ("AGM") of the Company held on Saturday, the 30th day of September, 2023 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 30th September, 2023 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 Kumar Gupta)

Company Secretary

Membership No.: FCS 8020



Encl: As stated



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Annexure I

SUMMARY OF PROCEEDINGS OF THE 37th ANNUAL GENERAL MEETING OF KLJ RESOUCEES LIMITED AND DECLARATION OF RESULTS OF E-VOTING AND POLL THROUGH BALLOT PAPER(S)

The 37th Annual General Meeting (“the AGM”) of the Members of KLJ Resources Limited (“the Company”) was held on Saturday the 30th day of September, 2023 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, Sh. Kamendra Singh Chauhan, whole time 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 15 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 27th September, 2023 (9:00 a.m.) to 29th September, 2023 (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, 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 11.10 a.m. The Chairman authorized Sh. Ajai Kumar Gupta, Company Secretary of the Company, to declare the results of voting.

For KLJ Resources Limited


Company Secretary



KLJ Resources Limited

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The Consolidated Results as per the Scrutinizer Report dated 30th September, 2023, 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 st March, 2023 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 st March, 2023 and the report of Auditors thereon. (Ordinary Resolution)	100.00	0.00
3	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
4	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 2023-24. (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: 30.09.2023

Annexure- II

Voting Results

Date of the AGM	30 th September, 2023
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:	14
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				To receive, consider and adopt the audited standalone annual financial statement for the financial year ended 31 st March, 2023 and the reports of the Board of Directors and Auditors thereon.				
Resolution required: (Ordinary/ Special)				Ordinary				
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 favour on votes polled (6)=[(4)/(2)] * 100	% of Votes against on votes polled (7)=[(5)/(2)] * 100
Promoter and Promoter Group	E-Voting	6623228	524280	7.92	524280	-	100	0.00
	Poll		46448	0.70	46448	-	100	0.00
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		6623228	570728	8.62	570728	-	100
Public- Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public- Non Institutions	E-Voting	4116772	3190372	77.50	3190372	-	100	-
	Poll		909450	22.09	909450	-	100	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		4116772	4099822	99.59	4099822	-	100
Total		10740000	4670550	43.49	4670550	-	100	0.00

For KLJ Resources Limited


Company Secretary

Agenda No. 2				To receive, consider and adopt the audited annual consolidated financial statement for the financial year ended 31 st March, 2023 and the reports of Auditors thereon				
Resolution required: (Ordinary/ Special)				Ordinary				
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 favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6623228	524280	7.92	524280	-	100	0.00
	Poll		46448	0.70	46448	-	100	0.00
	Postal Ballot (If Applicable)	-	-	-	-	-	-	-
	Total	6623228	570728	8.62	570728	-	100	0.00
Public- Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public- Non Institutions	E-Voting	4116772	3190372	77.50	3190372	-	100	-
	Poll		909450	22.09	909450	-	100	-
	Postal Ballot (If Applicable)	-	-	-	-	-	-	-
	Total	4116772	4099822	99.59	4099822	-	100	0.00
Total		10740000	4670550	43.49	4670550	-	100	0.00

For KLJ Resources Limited

Company Secretary

Agenda No. 3				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.				
Resolution required: (Ordinary/ Special)				Ordinary				
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 favour on votes polled (6)=[(4)/(2)] * 100	% of Votes against on votes polled (7)=[(5)/(2)] * 100
Promoter and Promoter Group	E-Voting	6623228	524280	7.92	524280	-	100	0.00
	Poll		46448	0.70	46448	-	100	0.00
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		6623228	570728	8.62	570728	-	100
Public- Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public- Non Institutions	E-Voting	4116772	3190372	77.50	3190372	-	100	-
	Poll		909450	22.09	909450	-	100	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		4116772	4099822	99.59	4099822	-	100
Total		10740000	4670550	43.49	4670550	-	100	0.00


For KLJ Resources Limited


Company Secretary

Special Business:

Agenda No. 4				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 2023-24.				
Resolution required: (Ordinary/ Special)				Ordinary				
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 favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6623228	524280	7.92	524280	-	100	0.00
	Poll		46448	0.70	46448	-	100	0.00
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		6623228	570728	8.62	570728	-	100
Public- Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public- Non Institutions	E-Voting	4116772	3190372	77.50	3190372	-	100	-
	Poll		909450	22.09	909450	-	100	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		4116772	4099822	99.59	4099822	-	100
Total		10740000	4670550	43.49	4670550	-	100	0.00

For KLJ RESOURCES LIMITED


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





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 37th Annual General Meeting ("AGM") (remote e-voting 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 5th September, 2023, for the purpose of:

- i) 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
 - ii) 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 Saturday, 30th September, 2023 at the registered office of the Company at 22, Ground Floor, Shanti Niketan Building, 8 Cammac Street, Kolkata, 700017.
1. The Company has 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 has mentioned in the Notice that the remote e-voting period will commence on Wednesday, 27th September, 2023 (09:00 a.m.) and will end on Friday, 29th September, 2023 (5:00 p.m.).
 3. The shareholders holding shares as on "cut off" date i.e. 23rd September, 2023 were entitled to vote on the proposed resolutions.
 4. After the time fixed for closing of the poll by the Chairman, ballot boxes kept for polling were locked in our presence.

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



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For KLJ Resources Limited

Company Secretary

5. 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, 2023 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	39	37,14,652	100
Poll	15	9,55,898	100
TOTAL	54	46,70,550	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.2: Ordinary Resolution**

Adoption of audited consolidated annual financial statement of the Company for the financial year ended 31st March, 2023 and the report of Auditors.

(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	39	37,14,652	100
Poll	15	9,55,898	100
TOTAL	54	46,70,550	100



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For KLJ Resources Limited

Company Secretary

(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: Ordinary Resolution

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

(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	39	37,14,652	100
Poll	15	9,55,898	100
TOTAL	54	46,70,550	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

SPECIAL BUSINESS:

❖ Resolution No. 4: Ordinary Resolution

Ratification of remuneration of M/s Yogesh Gupta and Associates, Cost Accountants, the Cost Auditors of the Company, to conduct the audit of the cost records of the company for the financial year ending 31st March 2024.



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For KLJ Resources Limited

Company Secretary

(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	39	37,14,652	100
Poll	15	9,55,898	100
TOTAL	54	46,70,550	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

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.

Further, Two body corporate members i.e. Supreme E Solutions (P) Ltd and Siddhishree Vincom Private Limited have double Folio No.(s). I have considered one member for each.

Thanking you

Yours faithfully,

For Ganesh Sharma & Associates
Company Secretary in Practice

Gutt



(Ganesh Dutt Sharma)
(Proprietor)

Membership No.: A43348
C. P. No: 16085
Peer Review Certificate No. 2047/2022
UDIN: A043348E001143282

Place: New Delhi
Date: September 30, 2023

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For KLJ Resources Limited

[Signature]
Company Secretary