



KLJ Resources Limited

HEAD OFFICE : KLJ HOUSE, 63, RAMA MARG, NAJAFGARH ROAD, NEW DELHI-110 015 (INDIA)
TEL. : (011) 25459706-7-8, 41427427-8-9, 45371400 **FAX :** (0091-11) 25458767, 25459709
E-MAIL : krl@kljindia.com **WEBSITE :** www.kljindia.com **CIN :** L67120WB1986PLC041487

Date: 12.03.2018

To,

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

CSE SECURITY CODE: 021095

Sub: Compliance with Regulation 30 and 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 -EGM Proceedings and details of Voting Result of the EGM

Dear Sir/Ma'am,

We wish to inform you that an Extra Ordinary General meeting (EGM) of the Company was held today, i.e. 12th March, 2018 at 10.00 a.m. at the Corporate Office of the Company at KLJ Complex-I, Plot no-70, Najafgarh Road, New Delhi - 110 015.

As per the provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), the Company had provided the facility of remote E-Voting to the members to enable them to cast their vote electronically on the Resolution proposed in the Notice of EGM. The e voting was open from 9:00 a.m on Friday, 9th March 2018. till 5:00 p.m on Sunday, 11th March 2018.

Pursuant to the provisions of Section 107 of the Companies Act, 2013 there was no voting on the Resolution by show of hands at the EGM and the voting at the meeting was therefore conducted through Physical Ballot.

The Board of Directors had appointed Sh. Anuj Kumar Solanki, a Practicing Company Secretary, New Delhi (Membership No.31746) as Scrutinizer, for the remote e-voting and physical poll process by members at the EGM. Sh. Anuj Kumar Solanki has carried out the scrutiny of all the remote electronic votes received up to 5.00 p.m. on 11th March, 2018 and the physical votes cast through Ballot papers post conclusion of the EGM and has submitted his report today, i.e. 12th March, 2018.

Based on the consolidated report of the Scrutinizer, the resolution as set out in the Notice of EGM has been duly approved by the members with requisite majority.

The EGM commenced at 10.00 a.m. and concluded at 11.00 a.m.

In this regard, please find enclosed the following:

1. Proceedings of the EGM 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**).

For KLJ Resources Limited

Director

REGISTERED OFFICE : "Shanti Niketan Building" Suite No. 22, Ground Floor, 8, Camac Street, KOLKATA - 700 017
TEL. : (0091-33) 22823851 **FAX :** (0091-33) 22823851 **E-MAIL :** kolkata@kljindia.com

MUMBAI OFFICE : HUBTOWN SOLARIS, 403/404, 4th Floor, N. S. Phadke Marg, Near Andheri East West Flyover, Andheri (East),
MUMBAI-400 069. ● **TEL. :** (022) 61830000-100 **FAX :** (0091-22) 26244009 **E-MAIL :** mumbai@kljindia.com



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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 March 12, 2018 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**

(Dilip Kumar Karn)
Director
DIN: 00061804



Encl: As stated

Copy To:

R&D Infotech Pvt Ltd
Registrar & Share Transfer Agent
7A, Beltala Road,
1st Floor,
Kolkata- 700 026

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Annexure-I

SUMMARY OF PROCEEDINGS OF THE EXTRA ORDINARY GENERAL MEETING OF KLJ RESOURCES LIMITED AND DECLARATION OF RESULTS OF E-VOTING AND PHYSICAL POLL THROUGH BALLOT PAPERS

An Extra Ordinary General Meeting ("EGM") of the members of KLJ Resources Limited ("the Company") was held today i.e. 12th day of March, 2018, at a shorter Notice at 10.00 a.m. at the Corporate Office of the Company at KLJ Complex-I, Plot no-70, Najafgarh Road, New Delhi - 110 015, post confirmations of receipt of consent of 95% of the members of the Company.

Sh. Dilip Kumar Karn, the Chairman of the Board, Chaired the meeting. He also represented as a member of Stakeholders Relationship Committee. Smt. Kalpana Seth represented 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. Sudeep Mehta, Director, Sh. Sukh Raj Sethia, Director and Sh. Gulshan Rai Kanwal, Director of the Company could not attend the meeting due to their preoccupations.

Total 29 members attended the meeting in person including bodies corporate through their authorized representatives. Sh. Praveen Sharma, 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 EGM along with Explanatory Statement was taken as read with the consent of the members present.

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 thereunder read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided e-voting facility to its members entitled to cast their vote on the agenda item from 9:00 a.m on Friday, 9th March 2018. till 5:00 p.m on Sunday, 11th March 2018. The Chairman drew the attention of the members regarding the resolution on which voting is 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, which were then distributed to the members present at the meeting.

The Board of Directors had appointed Sh. Anuj Kumar Solanki, Practicing Company Secretary, as the Scrutinizer for remote e-voting and physical poll process through Ballot paper(s). Sh. Anuj Kumar Solanki, thereafter conducted the voting process through Polling Paper(s). On completion of the Poll process the Chairman declared the meeting as concluded at 11.00 a.m.

For KLJ Resources Limited


Director

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The Scrutinizer's Report was received and accordingly the Resolution as set out in the Notice were declared as passed with requisite majority, as specified below:

Sr. No.	Agenda	Resolution required (ordinary/special)	Mode of voting	Remarks
1	To issue Bonus equity shares in the ratio of 1:2 by capitalization of free reserves of the Company to the extent of Rs. 3,58,00,000 (Rupees Three Crores Fifty Eight Lacs only).	Ordinary	Remote e-voting and physical poll through Ballot Papers	Passed with requisite majority

For **KLJ RESOURCES LIMITED**

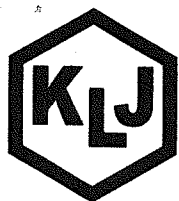
(Dilip Kumar Karn)
Director
DIN: 00061804



Place: New Delhi
Date: 12.03.2018

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Annexure- II

Voting Results

Date of the EGM	12.03.2018
Total number of shareholders on record date	93
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	1
Public:	28
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)

Special Business:

Agenda No. 1		To issue Bonus equity shares in the ratio of 1:2 by capitalization of free reserves of the Company to the extent of Rs. 3,58,00,000 (Rupees Three Crores Fifty Eight Lacs only). (Ordinary Resolution)						
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	4415485	4382520	99.25	4382520	-	100	0.00
	Poll		30965	0.70	30965	-	100	0.00
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		4413485	99.95	4413485	-	100	0.00
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-

For KLJ Resources Limited

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	Postal Ballot (If Applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public-Non Institutions	E-Voting	2744515	2105500	76.72	2105500	-	100	0.00
	Poll		614000	22.37	614000	-	100	0.00
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	Total		2719500	99.09	2719500	-	100	0.00
Total		7160000	7132985	99.62	7132985	-	100	0.00

For **KLJ RESOURCES LIMITED**


(Dilip Kumar Karn)
Chairman of the Meeting
DIN: 00061804



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SCRUTINIZER'S REPORT

To,
The Chairman,
KLJ RESOURCES LIMITED,
8 CAMMAC STREET,
KOLKATA - 700017 (West Bengal)

Subject: Scrutinizer's Report on voting at EGM (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,

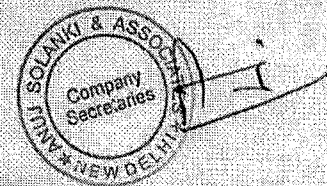
I, ANUJ KUMAR SOLANKI, Company Secretary in Whole time Practice, was appointed as a Scrutinizer by the Board of Directors of M/s KLJ RESOURCES LTD at its meeting held on 28/02/2018, for the purpose of:

- 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 EGM of the shareholders of the Company held at 10:00 a.m. on March 12, 2018 at the Corporate Office of the Company.
1. The Company had appointed Central Depository Services Limited (CDSL) to provide the facility of remote e-voting with respect to voting by electronic means for the EGM.
 2. As per the said rules, the Company had mentioned in the Notice that the remote e-voting period will commence on Friday, 9th March, 2018 (9:00 a.m.) and will end on Sunday, 11th March, 2018 (5:00 p.m.).
 3. The shareholders holding shares as on "cut off" date i.e. 5th March, 2018 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.
 5. The locked ballot boxes were subsequently opened in our 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.

CERTIFIED TO BE TRUE COPY

For KLJ Resources Limited


Director



6. Thereafter the details containing, inter alia, list of equity shareholders, who voted "For" and "Against", through remote e-voting were duly unblocked and downloaded from the website of CDSL i.e. <https://www.evotingindia.com>.

SUMMARY OF THE VOTES IS GIVEN BELOW: -

SPECIAL BUSINESS

- ❖ **RESOLUTION NO.1: To consider and if thought fit to pass the resolution as an ordinary resolution:**

Issue of Bonus equity shares by capitalization of Reserve

(i) **Votes in favour of the resolution**

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	59	64,88,020	100
Physical Poll	29	6,44,965	100
TOTAL	88	71,32,985	100

(ii) **Votes against the resolution:**

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	0	0	0.00
Physical 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, the Resolution no.1 was passed with the 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.

Thanking you

Yours faithfully,

For ANUJ SOLANKI & ASSOCIATES

Company Secretary in Practice


ANUJ KUMAR SOLANKI
(Proprietor)

Membership No.: A31746

C. P. No. 13132

Date: 12.03.2018

Place: New Delhi

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For KLJ Resources Limited


Director