



V. K. Tulsyan & Co. LLP
Chartered Accountants

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Dated: 27th June, 2017

SCRUTINIZERS REPORT

To,
The Chairman,
M/s K D Commercials Ltd.
35, Chittaranjan Avenue,
Kolkata – 700012

Sub: Report on Passing of Special Resolution through Postal Ballot.

Dear Sir,

In terms of Section 110 of the Companies Act, 2013 read with Companies (Management & Administration) Rules 2014, the Company has appointed me as the Scrutinizer for conducting the postal ballot voting process for passing the proposed resolution for delisting shares of a company.

In connection with the above referred matter I submit my report as under:

1. The Company has completed the dispatch of Notice of Postal Ballot along with the Postal Ballot Forms or self attested stamped envelopes on 25th May, 2017 by the Company to the members, whose names appeared on the register of Members/List of beneficiaries as on 19th May, 2017.
2. Particulars of all the postal ballot forms received from the Shareholders and the votes cast by electronic mode have been separately maintained for the purpose in electronic mode.
3. The sealed postal ballot forms received from the shareholders were kept under the safe custody of the scrutinizer.
4. The Postal ballot envelopes was opened after the close of working hours on 24th June, 2017.
5. All Postal Ballot Forms, received up to the close of working hours on 24th June, 2017, the last date fixed by the company for receipt of the forms were considered for my scrutiny.
6. The Postal Ballot envelopes were opened from time to time and the last lot was opened on 24th June, 2017, after 05:00 p.m. in the presence of my Authorised Representative.
7. Particulars of all the Postal Ballot Forms received from the shareholders have been entered in the Electronic Register separately maintained for the purpose.
8. I have not found any defaced/mutilated Postal Ballot Form.



9. I report the result of the Postal Ballot as under :

Sl. No.	Particulars	No. of Shares through (Postal Ballot)	No. of shares through (e-voting)	Total no. of shares voted	Total % of shares voted
1.	Total No. of Votes Received	10,000	2,35,000	2,45,000	100.00
2.	Less: No. of invalid votes	NIL	NIL	NIL	NIL
3.	Net valid no. of votes cast	10,000	2,35,000	2,45,000	100.00
4.	Postal Ballot Forms/ No. of votes with assent to the Resolution (including promoters)	10,000	2,35,000	2,45,000	100.00
	i. Postal Ballot/ votes received from the promoters with assent to the Resolution (Percentage (4(i)/3))	0	2,35,000	2,35,000	95.92
	ii. Postal Ballot/ votes received from the Public Shareholders with assent to the Resolution (percentage (4(ii)/3))	10,000	0	10,000	4.08
5.	Postal Ballot forms/No. of votes received with dissent to the resolution (including promoters)	NIL	NIL	NIL	NIL
	i. Postal Ballot/ votes received from the promoters with dissent to the Resolution (percentage(5(i)/3))	NIL	NIL	NIL	NIL
	ii. Postal Ballot/votes received from the public shareholders with dissent to the Resolution (percentage (5(ii)/3))	NIL	NIL	NIL	NIL



As per (Listing Obligations and Disclosure Requirements) Regulations, 2015 the summary of the postal ballot received are as follows:

Promoter/ Public	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	% of vote in against
Promoter and Promoter group	2,35,000	2,35,000	100.00	2,35,000	0	100.00	0
Public- others	10,000	10,000	100.00	10,000	0	100.00	0
Total:	2,45,000	2,45,000	100.00	2,45,000	0	100.00	0

Note:

- i. The terms "Public Shareholders" and "Promoter Shareholders" have the same meaning as assigned to them under the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 ("SEBI Delisting Regulations").
- ii. The total valid votes cast by the Public Shareholders in favour of the proposed resolution are more than the requisite majority as required under SEBI Delisting Regulations.

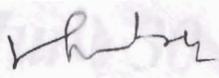
In view of the above scrutiny, I hereby certify that the special resolution for the Delisting of Equity Shares of the Company as set out in notice dated 20th May, 2017 has been approved and passed by the requisite majority as required under regulation 8 of the SEBI Delisting Regulations.

The Postal Ballot Forms and other related papers/registers and records have been handed over to the Director of the company authorized by the Board to supervise the Postal Ballot process.

Kindly arrange to declare the results accordingly.

Thanking You,

For **M/s V. K. Tulsyan & Co. LLP**
Chartered Accountants


Vishnu Kr. Tulsyan
(Partner)
M. No. 061953

Place: Kolkata
Date: 27/06/2017

