

FORM No. MGT-13

SCRUTINIZER'S REPORT ON E-VOTING AND POLL

(Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 & 21(2) of the Companies (Management and Administration) Rules, 2014)

To,

The Chairman

42nd Annual General Meeting of M/s. Kirti Investments Limited

Held on Tuesday, 08th August, 2017 at 03.30 P.M. at

Hotel Archana Residency,

Next to R-Mall/Big Bazar,

L.B.S. Marg, Mulund (West),

Mumbai - 400 080.

Dear Sir,

I, Kala Agarwal, Practising Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of **M/s. Kirti Investments Limited** ("the Company") for the purpose of Remote E-voting and Poll taken on the below mentioned resolutions at the **42nd Annual General Meeting of the Equity Shareholders of M/s. Kirti Investments Limited**, held on Tuesday, 08th August, 2017 at 03.30 P.M. at Hotel Archana Residency, Next to R-Mall/Big Bazar, L.B.S. Marg, Mulund (West), Mumbai - 400080, submit my report as under:

The Company have extended facility of Remote E-voting to the members of the Company through NSDL from **Friday, 04th August, 2017 at 10.00 a.m. to Monday, 07th August, 2017 till 05.00 p.m.**

Further, on **08th August, 2017**, at the 42nd Annual General Meeting, there was no need to distribute ballot papers to the members present in person as the members present informed that they have already exercised their right to vote through Remote E-voting.

1. After the time fixed for closing of poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification mark placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/

Registrar and Transfer Agents of the Company and authorizations / proxies lodged with the company.

3. There were no Invalid Ballot papers.
4. The results of the Remote e-voting and Voting by Poll are as under:

ORDINARY BUSINESS:

Item No. 1- Ordinary Resolution-

To receive, consider and adopt the Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March, 2017 and the Reports of the Directors and Auditor's thereon.

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	No. of Voters	No. of Shares	Percentage %	Number of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	10	5091900	85.87	3	838100	14.13	5930000	100
Less-Invalid votes	--	--	--	--	--	--	--	--
Net Valid Votes	10	5091900	85.87	3	838100	14.13	5930000	100
Voting with Assent	10	5091900	85.87	3	838100	14.13	5930000	100
Voting with Dissent	--	--	--	--	--	--	--	--



ORDINARY BUSINESS:

Item No. 2- Ordinary Resolution-

To appoint a Director in place of Mr. Nipun Nitin Kedia (holding DIN:02356010), who retires by rotation and is eligible for re-appointment.

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	No. of Voters	No. of Shares	Percentage %	Number of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	10	5091900	85.87	3	838100	14.13	5930000	100
Less-Invalid votes	--	--	--	--	--	--	--	--
Net Valid Votes	10	5091900	85.87	3	838100	14.13	5930000	100
Voting with Assent	10	5091900	85.87	3	838100	14.13	5930000	100
Voting with Dissent	--	--	--	--	--	--	--	--



ORDINARY BUSINESS:

Item No. 3- Ordinary Resolution-

To ratify the appointment of M/s. Sandeep Rathi & Associates, Chartered Accountant, (FRN # 113728W) as the Auditors of the Company:

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	No. of Voters	No. of Shares	Percentage %	Number of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	10	5091900	85.87	3	838100	14.13	5930000	100
Less-Invalid votes	--	--	--	--	--	--	--	--
Net Valid Votes	10	5091900	85.87	3	838100	14.13	5930000	100
Voting with Assent	10	5091900	85.87	3	838100	14.13	5930000	100
Voting with Dissent	--	--	--	--	--	--	--	--



SPECIAL BUSINESS:

Item No. 4 - Ordinary Resolution-

To regularize the appointment Mr. Ravi Nevatia, Additional Director (DIN: 07200190):

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	No. of Voters	No. of Shares	Percentage %	Number of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	10	5091900	85.87	3	838100	14.13	5930000	100
Less-Invalid votes	--	--	--	--	--	--	--	--
Net Valid Votes	10	5091900	85.87	3	838100	14.13	5930000	100
Voting with Assent	10	5091900	85.87	3	838100	14.13	5930000	100
Voting with Dissent	--	--	--	--	--	--	--	--



SPECIAL BUSINESS:

Item No. 5 - Ordinary Resolution-

To regularize the appointment Ms. Preethi Anand, Additional Director (DIN: 07178887):

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	No. of Voters	No. of Shares	Percentage %	Number of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	10	5091900	85.87	3	838100	14.13	5930000	100
Less-Invalid votes	--	--	--	--	--	--	--	--
Net Valid Votes	10	5091900	85.87	3	838100	14.13	5930000	100
Voting with Assent	10	5091900	85.87	3	838100	14.13	5930000	100
Voting with Dissent	--	--	--	--	--	--	--	--



SPECIAL BUSINESS:

Item No. 6 - Ordinary Resolution-

To sub-divide the nominal value of Equity shares and Preference shares:

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	No. of Voters	No. of Shares	Percentage %	Number of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	10	5091900	85.87	3	838100	14.13	5930000	100
Less-Invalid votes	--	--	--	--	--	--	--	--
Net Valid Votes	10	5091900	85.87	3	838100	14.13	5930000	100
Voting with Assent	10	5091900	85.87	3	838100	14.13	5930000	100
Voting with Dissent	--	--	--	--	--	--	--	--



SPECIAL BUSINESS:

Item No. 7 - Special Resolution-

To amend clause V of the Memorandum of Association of the Company:

Particulars	Remote E-voting			Voting By Poll			Total Voting	
	No. of Voters	No. of Shares	Percentage %	Number of Poll Papers	No. of Shares	Percentage %	No. of Shares	Percentage %
Total Vote received	10	5091900	85.87	3	838100	14.13	5930000	100
Less-Invalid votes	--	--	--	--	--	--	--	--
Net Valid Votes	10	5091900	85.87	3	838100	14.13	5930000	100
Voting with Assent	10	5091900	85.87	3	838100	14.13	5930000	100
Voting with Dissent	--	--	--	--	--	--	--	--



5. A concise list containing the details of Equity Share holders who voted "For" , "Against" and those whose votes were declared invalid for each resolution is handed over to Mr. Akshay Rao.
6. The poll papers and all other relevant records were sealed and handed over to Mr. Akshay Rao, authorized by the Board for safe keeping.

Thanking You,
Yours Faithfully,



KALA AGARWAL
PRACTISING COMPANY SECRETARY
COP: 5356

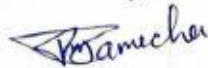


Witnesses:

1. Ms. Shweta Maheshwari



2. Ms. Pooja Pamecha



Place: Mumbai

Date: 09/08/2017