AASHIT DOSHI
B.Com, CS, LL.B
Practicing Company Secretary
Add: B/16, Krupali, Saibaba Nagar, Borivali West, Mumbai - 92

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015]

To
The Chairman
KAYCEE INDUSTRIES LIMITED
Old Kamani Chambers
32-Ramjibhai Kamani Marg
Ballard Estate, Mumbai-400001

Dear Sir

1) The Board of Directors of the **M/s. Kaycee Industries Limited** (CIN: L70102MH1942PLC006482) (hereinafter referred as the "Company") at its meeting held on 12th August, 2016 has appointed me as the Scrutinizer pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for scrutinizing the Remote e-voting and Voting by physical Ballot Form at the venue of 73rd Annual General Meeting (AGM) held on 29th September, 2016 in respect of resolutions as stated in the Notice of the 73rd AGM of the Company.

2) I submit my report as under:

   (a) The Company had completed on 2nd September, 2016 the dispatch of Notice of AGM to its members whose name(s) appeared on the Register of Members / List of Beneficiaries as on 19th August, 2016.

   (b) As per provisions of the Companies Act, 2013 the number of votes cast in respect of any resolution will be counted according to the number of shares held by the concerned members. One share held will be equal to one vote.

   (c) The members holding shares as on the "Cut off date" i.e. 22nd September, 2016 were entitled for Remote e-voting on the proposed resolutions stated in the Notice of the AGM of the Company. The Remote e-voting period was commenced on Monday, 26th September, 2016 from 9.00 a.m. IST and was concluded on Wednesday, 28th September, 2016 at 5.00 p.m. IST, the Remote e-voting services were provided by Central Depository Services (India) Ltd (CDSL).

   (d) The Company had also made arrangements for voting by Ballot Form at the venue of 73rd Annual General Meeting for the Members who have not availed remote e-voting facility. The duly executed Ballot Forms were kept in safe custody in sealed and tamper proof ballot box before commencing the scrutiny of such Ballot forms. The Ballot box was opened after conclusion of the Annual General Meeting at 11:35 a.m. IST.

AASHIT DOSHI COMPANY SECRETARY

AASHIT DOSHI
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(e) After counting of the votes cast at the 73rd AGM as stated at point (d) above, the votes of Remote e-voting were unblocked on 29th September, 2016 at 2:17 p.m. IST in the presence of two witnesses who are not in the employment of the Company.

3) The detailed report on Scrutinizing the Remote e-voting and Ballot Form are enclosed herewith as under:

(a) Annexure 1 – Consolidated Summary of Ballot form and Remote e-voting
(b) Annexure 2 – Summary of Ballot form voting at the AGM
(c) Annexure 3 – Summary of Remote e-voting
(d) Annexure 4 – Consolidated Members Category Wise Voting Report (Resolution wise)
(e) Annexure 5 – Register of Ballot form (Resolution wise)
(f) Annexure 6 – Register of Remote e-Voting (Resolution wise)

4) I hereby handover the Ballot Forms and other papers/register and records for safe custody to Ms. Aarti Grover, Chairman of the said AGM.

5) You may accordingly declare the results of the voting conducted by Remote e-voting and Ballot Form.

Thanking you
Yours faithfully

AASHIT DOSHI
SCRUTINIZER

Place: Mumbai
Date: 29th September, 2016

Encl: as above

AASHIT DOSHI
PRACTICING COMPANY SECRETARY

ANNEXURE 1

KAYCEE INDUSTRIES LIMITED

CONSOLIDATED SUMMARY OF BALLOT FORM AND REMOTE e-VOTING

ITEM NO. AS PER AGM NOTICE	PARTICULARS OF RESOLUTIONS	TOTAL NO. OF FOLIOS VOTED / BALLOT FORM RECEIVED	TOTAL NUMBER OF VOTES	INVALID VOTES / NOT VOTED	TOTAL VALID VOTES	TOTAL ASSENT VOTES	% OF ASSENT VOTES	TOTAL DISSENT VOTES	% OF DISSENT VOTES
		1	2	3	4	5	6 = (5/4*100)	7	8 = (7/4*100)
1	Approve and Adopt Balance Sheet as at 31st March, 2016 and the Profit and Loss Account for the year ended on that date together with reports of Director's and Auditor's thereon.	12	45912	0	45912	45912	100.00	0	0.00
2	Declaration of Dividend	12	45912	3	45909	45909	100.00	0	0.00
3	Reappointment of Mrs. Raju Grover, who retires by rotation	12	45912	3	45909	45909	100.00	0	0.00
4	Appointment of M/s. N.D. Kapur & Co.,as Statutory Auditor of the Company	12	45912	0	45912	45912	100.00	0	0.00
5	Appointment of Mr. Chandra Prakash Jain as Executive Director	12	45912	2	45910	45910	100.00	0	0.00
6	To revise in the borrowing limit U/s. 180(1)(c)	12	45912	2	45910	45910	100.00	0	0.00
7	To Adopt the New Sets of Articles of Association	12	45912	2	45910	45910	100.00	0	0.00
8	To Adopt the New Sets of Memorandum of Association	12	45912	0	45912	45912	100.00	0	0.00

AASHIT DOSHI ★ ACS 4415 CP 10190 ★ COMPANY SECRETARY

AASHIT DOSHI
PRACTICING COMPANY SECRETARY

ANNEXURE 2

KAYCEE INDUSTRIES LIMITED

SUMMARY OF BALLOT FORM VOTING AT THE ANNUAL GENERAL MEETING

ITEM NO. AS PER AGM NOTICE	PARTICULARS OF RESOLUTIONS	TOTAL NO. OF BALLOT FORM RECEIVED	TOTAL NUMBER OF VOTES	INVALID VOTES / NOT VOTED	TOTAL VALID VOTES	TOTAL ASSENT VOTES	% OF ASSENT VOTES	TOTAL DISSENT VOTES	% OF DISSENT VOTES
		1	2	3	4	5	6 = (5/4*100)	7	8 = (7/4*100)
1	Approve and Adopt Balance Sheet as at 31st March, 2016 and the Profit and Loss Account for the year ended on that date together with reports of Director's and Auditor's thereon.	8	13	0	13	13	100.00	0	0.00
2	Declaration of Dividend	8	13	3	10	10	100.00	0	0.00
3	Reappointment of Mrs. Raju Grover, who retires by rotation	8	13	3	10	10	100.00	0	0.00
4	Appointment of M/s. N.D. Kapur & Co.,as Statutory Auditor of the Company	8	13	0	13	13	100.00	0	0.00
5	Appointment of Mr. Chandra Prakash Jain as Executive Director	8	13	2	11	11	100.00	0	0.00
6	To revise in the borrowing limit U/s. 180(1)(c)	8	13	2	11	11	100.00	0	0.00
7	To Adopt the New Sets of Articles of Association	8	13	2	11	11	100.00	0	0.00
8	To Adopt the New Sets of Memorandum of Association	8	13	0	13	13	100.00	0	0.00

AASHIT DOSHI
PRACTICING COMPANY SECRETARY

ANNEXURE 3

KAYCEE INDUSTRIES LIMITED

SUMMARY OF REMOTE EVOTING

ITEM NO. AS PER AGM NOTICE	PARTICULARS OF RESOLUTIONS	TOTAL NO. OF FOLIO VOTED	TOTAL NUMBER OF VOTES	INVALID VOTES / NOT VOTED	TOTAL VALID VOTES	TOTAL ASSENT VOTES	% OF ASSENT VOTES	TOTAL DISSENT VOTES	% OF DISSENT VOTES
		1	2	3	4	5	6 = (5/4*100)	7	8 = (7/4*100)
1	Approve and Adopt Balance Sheet as at 31st March, 2016 and the Profit and Loss Account for the year ended on that date together with reports of Director's and Auditor's thereon.	4	45899	0	45899	45899	100.00	0	0.00
2	Declaration of Dividend	4	45899	0	45899	45899	100.00	0	0.00
3	Reappointment of Mrs. Raju Grover, who retires by rotation	4	45899	0	45899	45899	100.00	0	0.00
4	Appointment of M/s. N.D. Kapur & Co.,as Statutory Auditor of the Company	4	45899	0	45899	45899	100.00	0	0.00
5	Appointment of Mr. Chandra Prakash Jain as Executive Director	4	45899	0	45899	45899	100.00	0	0.00
6	To revise in the borrowing limit U/s. 180(1)(c)	4	45899	0	45899	45899	100.00	0	0.00
7	To Adopt the New Sets of Articles of Association	4	45899	0	45899	45899	100.00	0	0.00
8	To Adopt the New Sets of Memorandum of Association	4	45899	0	45899	45899	100.00	0	0.00

AASHIT DOSHI
PRACTICING COMPANY SECRETARY

ANNEXURE 4

Consolidated Members Category Wise Voting Report
KAYCEE INDUSTRIES LIMITED

Item No. 1			Approve and Adopt Balance Sheet as at 31st March, 2016 and the Profit and Loss Account for the year ended on that date together with reports of Director's and Auditor's thereon.					
Resolution required: Special / Ordinary			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	45601	45601	100.00	45601	0	100.00	0.00
	Ballot Form		0	0.00	0	0	0.00	0.00
	Total		**45601**	**100.00**	**45601**	**0**	**100.00**	**0.00**
Public- Institutions	E-Voting	158	0	0.00	0	0	0.00	0.00
	Ballot Form		0	0.00	0	0	0.00	0.00
	Total		**0**	**0.00**	**0**	**0**	0.00	0.00
Public- Non Institutions	E-Voting	17711	0	0.00	0	0	0.00	0.00
	Ballot Form		311	1.76	311	0	100.00	0.00
	Total		**311**	**1.76**	**311**	**0**	**100.00**	**0.00**
Total		**63470**	**45912**	**72.34**	**45912**	**0**	**100.00**	**0.00**

AASHIT DOSHI
PRACTICING COMPANY SECRETARY

ANNEXURE 4

Consolidated Members Category Wise Voting Report
KAYCEE INDUSTRIES LIMITED

Item No. 2			Declaration of Dividend					
Resolution required: Special / Ordinary			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	**Mode of Voting**	**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 on votes polled**	**% of Votes against on votes polled**
		(1)	**(2)**	**(3)= [(2)/(1)]* 100**	**(4)**	**(5)**	**(6)= [(4)/(2)]*100**	**(7)= [(5)/(2)]*100**
Promoter and Promoter Group	E-Voting	45601	45601	100.00	45601	0	100.00	0.00
	Ballot Form		0	0.00	0	0	0.00	0.00
	Total		**45601**	**100.00**	**45601**	**0**	**100.00**	**0.00**
Public- Institutions	E-Voting	158	0	0.00	0	0	0.00	0.00
	Ballot Form		0	0.00	0	0	0.00	0.00
	Total		**0**	**0.00**	**0**	**0**	0.00	0.00
Public- Non Institutions	E-Voting	17711	0	0.00	0	0	0.00	0.00
	Ballot Form		308	1.74	308	0	100.00	0.00
	Total		**308**	**1.74**	**308**	**0**	**100.00**	**0.00**
Total		**63470**	**45909**	**72.33**	**45909**	**0**	**100.00**	**0.00**

AASHIT DOSHI
PRACTICING COMPANY SECRETARY

ANNEXURE 4

Consolidated Members Category Wise Voting Report
KAYCEE INDUSTRIES LIMITED

Item No. 3			Reappointment of Mrs. Raju Grover, who retires by rotation					
Resolution required: Special / Ordinary			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	45601	45601	100.00	45601	0	100.00	0.00
	Ballot Form		0	0.00	0	0	0.00	0.00
	Total		**45601**	**100.00**	**45601**	**0**	**100.00**	**0.00**
Public- Institutions	E-Voting	158	0	0.00	0	0	0.00	0.00
	Ballot Form		0	0.00	0	0	0.00	0.00
	Total		**0**	**0.00**	**0**	**0**	0.00	0.00
Public- Non Institutions	E-Voting	17711	0	0.00	0	0	0.00	0.00
	Ballot Form		308	1.74	308	0	100.00	0.00
	Total		**308**	**1.74**	**308**	**0**	**100.00**	**0.00**
Total		**63470**	**45909**	**72.33**	**45909**	**0**	**100.00**	**0.00**

AASHIT DOSHI
PRACTICING COMPANY SECRETARY

ANNEXURE 4

Consolidated Members Category Wise Voting Report
KAYCEE INDUSTRIES LIMITED

Item No. 4			Appointment of M/s. N.D. Kapur & Co.,as Statutory Auditor of the Company					
Resolution required: Special / Ordinary			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	45601	45601	100.00	45601	0	100.00	0.00
	Ballot Form		0	0.00	0	0	0.00	0.00
	Total		**45601**	**100.00**	**45601**	**0**	**100.00**	**0.00**
Public- Institutions	E-Voting	158	0	0.00	0	0	0.00	0.00
	Ballot Form		0	0.00	0	0	0.00	0.00
	Total		**0**	**0.00**	**0**	**0**	0.00	0.00
Public- Non Institutions	E-Voting	17711	0	0.00	0	0	0.00	0.00
	Ballot Form		311	1.76	311	0	100.00	0.00
	Total		**311**	**1.76**	**311**	**0**	**100.00**	**0.00**
Total		**63470**	**45912**	**72.34**	**45912**	**0**	**100.00**	**0.00**

AASHIT DOSHI
PRACTICING COMPANY SECRETARY

ANNEXURE 4

Consolidated Members Category Wise Voting Report
KAYCEE INDUSTRIES LIMITED

Item No. 5			Appointment of Mr. Chandra Prakash Jain as Executive Director					
Resolution required: Special / Ordinary			Special					
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	45601	45601	100.00	45601	0	100.00	0.00
	Ballot Form		0	0.00	0	0	0.00	0.00
	Total		**45601**	**100.00**	**45601**	**0**	**100.00**	**0.00**
Public- Institutions	E-Voting	158	0	0.00	0	0	0.00	0.00
	Ballot Form		0	0.00	0	0	0.00	0.00
	Total		**0**	**0.00**	**0**	**0**	0.00	0.00
Public- Non Institutions	E-Voting	17711	0	0.00	0	0	0.00	0.00
	Ballot Form		309	1.74	309	0	100.00	0.00
	Total		**309**	**1.74**	**309**	**0**	**100.00**	**0.00**
Total		**63470**	**45910**	**72.33**	**45910**	**0**	**100.00**	**0.00**

AASHIT DOSHI
PRACTICING COMPANY SECRETARY

ANNEXURE 4

Consolidated Members Category Wise Voting Report
KAYCEE INDUSTRIES LIMITED

Item No. 6			To revise in the borrowing limit U/s. 180(1)(c)					
Resolution required: Special / Ordinary			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	**Mode of Voting**	**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 on votes polled**	**% of Votes against on votes polled**
		(1)	**(2)**	**(3)= [(2)/(1)]* 100**	**(4)**	**(5)**	**(6)= [(4)/(2)]*100**	**(7)= [(5)/(2)]*100**
Promoter and Promoter Group	E-Voting	45601	45601	100.00	45601	0	100.00	0.00
	Ballot Form		0	0.00	0	0	0.00	0.00
	Total		**45601**	**100.00**	**45601**	**0**	**100.00**	**0.00**
Public- Institutions	E-Voting	158	0	0.00	0	0	0.00	0.00
	Ballot Form		0	0.00	0	0	0.00	0.00
	Total		**0**	**0.00**	**0**	**0**	0.00	0.00
Public- Non Institutions	E-Voting	17711	0	0.00	0	0	0.00	0.00
	Ballot Form		309	1.74	309	0	100.00	0.00
	Total		**309**	**1.74**	**309**	**0**	**100.00**	**0.00**
Total		**63470**	**45910**	**72.33**	**45910**	**0**	**100.00**	**0.00**

AASHIT DOSHI
PRACTICING COMPANY SECRETARY

ANNEXURE 4

Consolidated Members Category Wise Voting Report
KAYCEE INDUSTRIES LIMITED

Item No. 7			To Adopt the New Sets of Articles of Association					
Resolution required: Special / Ordinary			Special					
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	45601	45601	100.00	45601	0	100.00	0.00
	Ballot Form		0	0.00	0	0	0.00	0.00
	Total		**45601**	**100.00**	**45601**	**0**	**100.00**	**0.00**
Public- Institutions	E-Voting	158	0	0.00	0	0	0.00	0.00
	Ballot Form		0	0.00	0	0	0.00	0.00
	Total		**0**	**0.00**	**0**	**0**	0.00	0.00
Public- Non Institutions	E-Voting	17711	0	0.00	0	0	0.00	0.00
	Ballot Form		309	1.74	309	0	100.00	0.00
	Total		**309**	**1.74**	**309**	**0**	**100.00**	**0.00**
Total		**63470**	**45910**	**72.33**	**45910**	**0**	**100.00**	**0.00**

AASHIT DOSHI
PRACTICING COMPANY SECRETARY

ANNEXURE 4

Consolidated Members Category Wise Voting Report
KAYCEE INDUSTRIES LIMITED

Item No. 8			To Adopt the New Sets of Memorandum of Association					
Resolution required: Special / Ordinary			Special					
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	45601	45601	100.00	45601	0	100.00	0.00
	Ballot Form		0	0.00	0	0	0.00	0.00
	Total		**45601**	**100.00**	**45601**	**0**	**100.00**	**0.00**
Public- Institutions	E-Voting	158	0	0.00	0	0	0.00	0.00
	Ballot Form		0	0.00	0	0	0.00	0.00
	Total		**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public- Non Institutions	E-Voting	17711	0	0.00	0	0	0.00	0.00
	Ballot Form		311	1.76	311	0	100.00	0.00
	Total		**311**	**1.76**	**311**	**0**	**100.00**	**0.00**
Total		**63470**	**45912**	**72.34**	**45912**	**0**	**100.00**	**0.00**