



DELHI OFFICE : 806, NEW DELHI HOUSE, BARAKHAMBA ROAD, NEW DELHI-110 001, INDIA

TEL.: 91-11-30295000, FAX : 91-11-23711493, CIN No. : L15141MP1985PLC003171

| S. No | Description | Details | | |
|-------|--|------------------|-----------------|--------------|
| 1 | Date of Annual General Meeting | 31-Dec-15 | | |
| 2 | Total No. of Shareholder on Record Date | 126,178 | | |
| 3 | No. of Shareholders Present in the Meeting either in person or through proxy | | | |
| | Shareholders | In Person | In Proxy | Total |
| | Promoter and Promoter Group | 5 | 2 | 7 |
| | Public | 27 | 4 | 31 |
| | Total | 32 | 6 | 38 |
| 4 | No. of Shareholders attended the meeting through Video Conferencing (Not Arranged/Applicable) | | | |
| | Shareholders | In Person | In Proxy | Total |
| | Promoter and Promoter Group | Nil | | |
| | Public | Nil | | |
| 5 | Details regarding voting results | | | |

ITEM No. 1

Ordinary Resolution : Adoption of Financial Statements, Directors' and Auditor's Report for the Financial Year Ended March 31, 2015

| Particulars of Business | Votes in favour of the resolution | | Votes against the resolution | | Invalid votes | |
|-------------------------|-----------------------------------|------------|------------------------------|------------|---------------|----------|
| | Nos | % | Nos | % | Nos | % |
| E-voting | 387175 | 1.10 | 0 | 0 | 0 | 0 |
| Poll | 34820800 | 98.90 | 16000 | 100 | 0 | 0 |
| Total | 35207975 | 100 | 16000 | 100 | 0 | 0 |

ITEM No. 2

Ordinary Resolution : Ratification of appointment of M/s Ladha G. D. & Co., Chartered Accountant, Gwalior, (ICAI Firm Registration No. 010962C) as statutory auditor of the Company.

| Particulars of Business | Votes in favour of the resolution | | Votes against the resolution | | Invalid votes | |
|-------------------------|-----------------------------------|------------|------------------------------|------------|---------------|----------|
| | Nos | % | Nos | % | Nos | % |
| E-voting | 387175 | 1.10 | 0 | 0 | 0 | 0 |
| Poll | 34820800 | 98.90 | 16000 | 100 | 0 | 0 |
| Total | 35207975 | 100 | 16000 | 100 | 0 | 0 |

Santosh K. Morena

K S OILS LTD

REGD. OFFICE: JIWAJI GANJ, MORENA (MP)-476 001, INDIA. TEL.: 91-7532-300000, FAX: 91-7532-405060, www.ksoils.com, Email : investors@ksoils.com

MUMBAI : 91-22-26879772, DELHI : 91-11-30295000, GWALIOR : 91-751-2320658, GANDHIDHAM : 91-2836-236617, 236618, GUWAHATI : 91-361-2603177

**ITEM No. 3**

Ordinary Resolution : Appointment of Mrs. B. Swarupa Rani as an Independent Director for a period of Five Years.

| Particulars of Business | Votes in favour of the resolution | | Votes against the resolution | | Invalid votes | |
|-------------------------|-----------------------------------|------------|------------------------------|------------|---------------|----------|
| | Nos | % | Nos | % | Nos | % |
| E-voting | 387175 | 1.10 | 0 | 0 | 0 | 0 |
| Poll | 34805800 | 98.90 | 31000 | 100 | 0 | 0 |
| Total | 35192975 | 100 | 31000 | 100 | 0 | 0 |

ITEM No. 4

Ordinary Resolution : Ratification of the Remuneration of M/s S. K. Saxena & Co., Cost Accountants, for the Financial Year 2014-2015

| Particulars of Business | Votes in favour of the resolution | | Votes against the resolution | | Invalid votes | |
|-------------------------|-----------------------------------|------------|------------------------------|------------|---------------|----------|
| | Nos | % | Nos | % | Nos | % |
| E-voting | 387175 | 1.10 | 0 | 0 | 0 | 0 |
| Poll | 34820800 | 98.90 | 16000 | 100 | 0 | 0 |
| Total | 35207975 | 100 | 16000 | 100 | 0 | 0 |

ITEM No. 5

Ordinary Resolution : Approval of the Remuneration of M/s S. K. Saxena & Co., Cost Accountants, for the Financial Year 2015-2016

| Particulars of Business | Votes in favour of the resolution | | Votes against the resolution | | Invalid votes | |
|-------------------------|-----------------------------------|------------|------------------------------|------------|---------------|----------|
| | Nos | % | Nos | % | Nos | % |
| E-voting | 387175 | 1.10 | 0 | 0 | 0 | 0 |
| Poll | 34820800 | 98.90 | 16000 | 100 | 0 | 0 |
| Total | 35207975 | 100 | 16000 | 100 | 0 | 0 |

ITEM No. 6

Special Resolution : Adoption of New Set of Memorandum of Association of the Company

| Particulars of Business | Votes in favour of the resolution | | Votes against the resolution | | Invalid votes | |
|-------------------------|-----------------------------------|------------|------------------------------|------------|---------------|----------|
| | Nos | % | Nos | % | Nos | % |
| E-voting | 387175 | 1.10 | 0 | 0 | 0 | 0 |
| Poll | 34820800 | 98.90 | 16000 | 100 | 0 | 0 |
| Total | 35207975 | 100 | 16000 | 100 | 0 | 0 |

*Sateep Roshik*



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ITEM No. 7

Special Resolution : Adoption of New Set of Articles of Association of the Company

| Particulars of Business | Votes in favour of the resolution | | Votes against the resolution | | Invalid votes | |
|-------------------------|-----------------------------------|------------|------------------------------|------------|---------------|----------|
| | Nos | % | Nos | % | Nos | % |
| E-voting | 387175 | 1.10 | 0 | 0 | 0 | 0 |
| Poll | 34820800 | 98.90 | 16000 | 100 | 0 | 0 |
| Total | 35207975 | 100 | 16000 | 100 | 0 | 0 |

For K. S. Oils Limited

Sandeep Kumar

Sandeep Kumar
Company Secretary
Mem No. 29777



K S OILS LTD

REGD. OFFICE: JIWAJI GANJ, MORENA (MP)-476 001, INDIA TEL.: 91-7532-300100, FAX: 91-7532-405060, www.ksoils.com, Email: investors@ksoils.com

MUMBAI: 91-22-26879772, DELHI: 91-11-30295000, GWALIOR: 91-751-2320658, GANDHIDHAM: 91-2836-236617, 236618, GUWAHATI: 91-361-2603177

Consolidated Report of Scrutinizer(s) on voting through ballot paper and through remote e-voting

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

To,

The Chairman of 29th Annual General Meeting of the Members of
K.S. OILS LIMITED ("the Company")
Jiwaji Ganj, Morena – 476001
Madhya Pradesh

Dear Sir,

I, CS Mayank Dubey proprietor of M/s. M. D. & Associates, Company Secretaries, appointed as Scrutinizer for the purpose of Scrutinizing the voting on the below mentioned resolution(s), through ballot paper at the 29th Annual General Meeting (AGM) of the Equity Shareholders of K.S. OILS LIMITED, held on Thursday, the 31st day of December, 2015 at 02.00 P.M. at the Factory Office, A.B. Road, Industrial Area, Morena, Madhya Pradesh – 476 001 and through remote e-voting during the period from December 28, 2015 (09:00 A.M.) to December 30, 2015 (05:00 P.M.) in a fair and transparent manner and ascertaining the requisite majority on voting through ballot paper and remote e-voting carried out as per the provisions of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015.

1. The remote e-voting period remained open from December 28, 2015 (09:00 A.M.) to December 30, 2015 (05:00 P.M.) and was disabled for voting thereafter.
2. The Members holding shares as on the "cut off" date i.e. Thursday, December 24, 2015 were entitled to vote on the proposed resolutions (item No. 1 to 7 as set out in the notice of the 29th AGM of K.S. Oils Limited) by remote e-voting or voting through ballot paper at the 29th AGM.
3. The members details, such as their names, folios number of shares held, who have cast votes through e-voting were downloaded from the e-voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com>). In order to ensure that such members did not vote through ballot paper at the Adjourned 29th AGM.
4. A Ballot box kept for the ballot paper for the purpose of voting through ballot paper, were locked in my presence with due identification marks placed by me.
5. The locked boxes were subsequently opened in our presence and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company. Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.

6. The ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid as kept separately.

Details of Invalid Votes on Poll:

| | |
|---|---------------------------------|
| Total Number of members (in person or by proxy) whose votes were declared invalid | Total No. of votes cast by them |
| Nil | Nil |

7. After Counting the votes cast by the members and proxy holders present at the 29th AGM through ballot paper, the votes casted through remote e-voting were unblocked on 01.01.2016 at 03:07 PM in the presence of two witnesses. They have signed below in confirmation of the votes being unblocked in presence of Mr. Naveen Shree Pandey and Mr. Deepak Chaturvedi.
8. The consolidated report on the result of the voting through ballot paper and remote e-voting are as under:

| Number of Shareholder Voted | No of shares held | No. of votes polled | % of voting polled on outstanding shares | No. of Votes in favour | No. of Votes against | % of Votes in favor on votes polled | % of Votes against on vote polled |
|--|-------------------|---------------------|--|------------------------|----------------------|-------------------------------------|-----------------------------------|
| | 1 | 2 | $3 = [(2)/459180037] * 100$ | 4 | 5 | $6 = [(4)/(2)] * 100$ | $7 = [(5)/(2)] * 100$ |
| Resolution No. : 1 | | | | | | | |
| Ordinary Resolution : Adoption of Financial Statements, Directors' and Auditor's Report for the Financial Year ended March 31, 2015 | | | | | | | |
| Mode of Voting (Ballot Paper) | | | | | | | |
| A) 38 | 34,836,800 | 34,836,800 | 7.58 | 34,820,800 | 16,000 | 99.95 | 0.05 |
| Mode of Voting (Remote e-voting) | | | | | | | |
| B) 8 | 387,175 | 387,175 | 0.02 | 387,175 | 0 | 100 | 0 |
| (A+B) 46 | 35,223,975 | 35,223,975 | 7.60 | 35,207,975 | 16,000 | 99.95 | 0.05 |

| Number of Shareholder Voted | No of shares held | No. of votes polled | % of voting polled on outstanding shares | No. of Votes in favour | No. of Votes against | % of Votes in favor on votes polled | % of Votes against on vote polled |
|-----------------------------|-------------------|---------------------|--|------------------------|----------------------|-------------------------------------|-----------------------------------|
| | 1 | 2 | $3 = [(2)/459180037] * 100$ | 4 | 5 | $6 = [(4)/(2)] * 100$ | $7 = [(5)/(2)] * 100$ |

Resolution No. : 2

Ordinary Resolution: Ratification of appointment of M/s Ladha G. D. & Co., Chartered Accountant, Gwalior, (ICAI Firm Registration No. 010962C) as statutory auditor of the Company.

Mode of Voting (Ballot Paper)

| | | | | | | | |
|-------|------------|------------|------|------------|--------|-------|------|
| A) 38 | 34,836,800 | 34,836,800 | 7.58 | 34,820,800 | 16,000 | 99.95 | 0.05 |
|-------|------------|------------|------|------------|--------|-------|------|

Mode of Voting (Remote e-voting)

| | | | | | | | |
|----------|------------|------------|------|------------|--------|-------|------|
| B) 8 | 387,175 | 387,175 | 0.02 | 387,175 | 0 | 100 | 0 |
| (A+B) 46 | 35,223,975 | 35,223,975 | 7.60 | 35,207,975 | 16,000 | 99.95 | 0.05 |

| Number of Shares Voted | No of shares held | No. of votes polled | % of voting polled on outstanding shares | No. of Votes in favour | No. of Votes against | % of Votes in favor on votes polled | % of Votes against on vote polled |
|------------------------|-------------------|---------------------|--|------------------------|----------------------|-------------------------------------|-----------------------------------|
| | 1 | 2 | $3 = [(2)/459180037] * 100$ | 4 | 5 | $6 = [(4)/(2)] * 100$ | $7 = [(5)/(2)] * 100$ |

Resolution No. : 3

Ordinary Resolution: Appointment of Mrs. B. Swarupa Rani as an Independent Director for a period of Five Years.

Mode of Voting (Ballot Paper)

| | | | | | | | |
|-------|------------|------------|------|------------|--------|-------|------|
| A) 38 | 34,836,800 | 34,836,800 | 7.58 | 34,805,800 | 31,000 | 99.91 | 0.09 |
|-------|------------|------------|------|------------|--------|-------|------|

Mode of Voting (Remote e-voting)

| | | | | | | | |
|----------|------------|------------|------|------------|--------|-------|------|
| B) 8 | 387,175 | 387,175 | 0.02 | 387,175 | 0 | 100 | 0 |
| (A+B) 46 | 35,223,975 | 35,223,975 | 7.60 | 35,207,975 | 31,000 | 99.91 | 0.09 |

| Number of Shareholder Voted | No of shares held | No. of votes polled | % of voting polled on outstanding shares | No. of Votes in favour | No. of Votes against | % of Votes in favor on votes polled | % of Votes against on vote polled |
|-----------------------------|-------------------|---------------------|--|------------------------|----------------------|-------------------------------------|-----------------------------------|
| | 1 | 2 | $3 = [(2)/459180037] * 100$ | 4 | 5 | $6 = [(4)/(2)] * 100$ | $7 = [(5)/(2)] * 100$ |

Resolution No. : 4

Ordinary Resolution : Ratification of the Remuneration of M/s S. K. Saxena & Co., Cost Accountants, for the Financial Year 2014-2015

Mode of Voting (Ballot Paper)

| | | | | | | | |
|-------|------------|------------|------|------------|--------|-------|------|
| A) 38 | 34,836,800 | 34,836,800 | 7.58 | 34,820,800 | 16,000 | 99.95 | 0.05 |
|-------|------------|------------|------|------------|--------|-------|------|

Mode of Voting (Remote e-voting)

| | | | | | | | |
|-----------------|-------------------|-------------------|-------------|-------------------|---------------|--------------|-------------|
| B) 8 | 387,175 | 387,175 | 0.02 | 387,175 | 0 | 100 | 0 |
| (A+B) 46 | 35,223,975 | 35,223,975 | 7.60 | 35,207,975 | 16,000 | 99.95 | 0.05 |

| Number of Shareholder Voted | No of shares held | No. of votes polled | % of voting polled on outstanding shares | No. of Votes in favour | No. of Votes against | % of Votes in favor on votes polled | % of Votes against on vote polled |
|-----------------------------|-------------------|---------------------|--|------------------------|----------------------|-------------------------------------|-----------------------------------|
| | 1 | 2 | $3 = [(2)/459180037] * 100$ | 4 | 5 | $6 = [(4)/(2)] * 100$ | $7 = [(5)/(2)] * 100$ |

Resolution No. : 5

Ordinary Resolution : Approval of the Remuneration of M/s S. K. Saxena & Co., Cost Accountants, for the Financial Year 2015-2016

Mode of Voting (Ballot Paper)

| | | | | | | | |
|-------|------------|------------|------|------------|--------|-------|------|
| A) 38 | 34,836,800 | 34,836,800 | 7.58 | 34,820,800 | 16,000 | 99.95 | 0.05 |
|-------|------------|------------|------|------------|--------|-------|------|

Mode of Voting (Remote e-voting)

| | | | | | | | |
|-----------------|-------------------|-------------------|-------------|-------------------|---------------|--------------|-------------|
| B) 8 | 387,175 | 387,175 | 0.02 | 387,175 | 0 | 100 | 0 |
| (A+B) 46 | 35,223,975 | 35,223,975 | 7.60 | 35,207,975 | 16,000 | 99.95 | 0.05 |

| Number of Shareholder Voted | No. of shares held | No. of votes polled | % of voting polled on outstanding shares | No. of Votes in favour | No. of Votes against | % of Votes in favor on votes polled | % of Votes against on vote polled |
|-----------------------------|--------------------|---------------------|--|------------------------|----------------------|-------------------------------------|-----------------------------------|
| | 1 | 2 | $3 = [(2)/459180037] * 100$ | 4 | 5 | $6 = [(4)/(2)] * 100$ | $7 = [(5)/(2)] * 100$ |

Resolution No. : 6

Special Resolution: Adoption of New Set of Memorandum of Association of the Company

Mode of Voting (Ballot Paper)

| | | | | | | | |
|-------|------------|------------|------|------------|--------|-------|------|
| A) 38 | 34,836,800 | 34,836,800 | 7.58 | 34,820,800 | 16,000 | 99.95 | 0.05 |
|-------|------------|------------|------|------------|--------|-------|------|

Mode of Voting (Remote e-voting)

| | | | | | | | |
|----------|------------|------------|------|------------|--------|-------|------|
| B) 8 | 387,175 | 387,175 | 0.02 | 387,175 | 0 | 100 | 0 |
| (A+B) 46 | 35,223,975 | 35,223,975 | 7.60 | 35,207,975 | 16,000 | 99.95 | 0.05 |

| Number of Shareholder Voted | No. of shares held | No. of votes polled | % of voting polled on outstanding shares | No. of Votes in favour | No. of Votes against | % of Votes in favor on votes polled | % of Votes against on vote polled |
|-----------------------------|--------------------|---------------------|--|------------------------|----------------------|-------------------------------------|-----------------------------------|
| | 1 | 2 | $3 = [(2)/459180037] * 100$ | 4 | 5 | $6 = [(4)/(2)] * 100$ | $7 = [(5)/(2)] * 100$ |

Resolution No. : 7

Special Resolution: Adoption of New Set of Articles of Association of the Company

Mode of Voting (Ballot Paper)

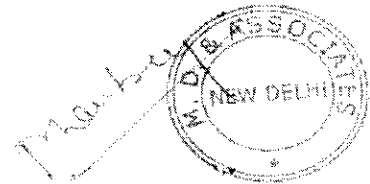
| | | | | | | | |
|-------|------------|------------|------|------------|--------|-------|------|
| A) 38 | 34,836,800 | 34,836,800 | 7.58 | 34,820,800 | 16,000 | 99.95 | 0.05 |
|-------|------------|------------|------|------------|--------|-------|------|

Mode of Voting (Remote e-voting)

| | | | | | | | |
|----------|------------|------------|------|------------|--------|-------|------|
| B) 8 | 387,175 | 387,175 | 0.02 | 387,175 | 0 | 100 | 0 |
| (A+B) 46 | 35,223,975 | 35,223,975 | 7.60 | 35,207,975 | 16,000 | 99.95 | 0.05 |

9. The Register and all other papers and relevant records relating to remote e-voting and voting through ballot papers shall remain in our safe custody until the chairman considers, approves and signs the Minutes of the aforesaid AGM and the same are handed over to the the chairman of the Company in presence of the Company Secretary for safe keeping.
10. Based on the above voting, all resolutions carried on with requisite majority, accordingly we request the Chairman of the AGM to declare the result of the meeting.

**For M. D. & Associates
Company Secretaries**



Date : 02/01/2016
Place : New Delhi

**Mayank Dubey
CP No. 10819**