



KESAR TERMINALS & INFRASTRUCTURE LIMITED

Regd. Off : Oriental House, 7 Jamshedji Tata Road, Churchgate, Mumbai - 400 020, India. Website : <http://www.kesarinfra.com>
Phone : (+91-22) 22042396 / 22851737 Fax : (+91-22) 22876162 Email : headoffice@kesarinfra.com
CIN : L45203MH2008PLC178061

August 23, 2024

To,
BSE Ltd.,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001.

Scrip Code: 533289

Dear Sir / Madam,

Sub: Declaration of Voting Results & Consolidated Scrutinizer Report for the 16th Annual General Meeting ("AGM") of the Company held on Wednesday, August 21, 2024.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the following documents:

- 1) Voting Results in the format prescribed by Securities and Exchange Board of India ("SEBI").
- 2) Consolidated Report of Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4) (xii) of the Companies (Management & Administration) Amendment Rules, 2014 as amended, on remote e-voting and e-voting during the AGM.

The Results along with the Scrutinizer's Report are being uploaded on the website of the Company and on the website of Link Intime India Pvt. Ltd.

Please take the same in your record.

Thanking you.

Yours faithfully,
For Kesar Terminals & Infrastructure Limited


Archana Mungunti
Company Secretary
A31071



Encl: As above

[Voting Results]

General information about company	
Scrip code	533289
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE096L01025
Name of the company	KESAR TERMINALS AND INFRASTRUCTURE LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	21-08-2024
Start time of the meeting	03:00 PM
End time of the meeting	03:57 PM

Scrutinizer Details	
Name of the Scrutinizer	DHRUMIL M. SHAH
Firms Name	M/S DHRUMIL M. SHAH & CO. LLP
Qualification	CS
Membership Number	8021
Date of Board Meeting in which appointed	23-07-2024
Date of Issuance of Report to the company	22-08-2024

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Voting results	
Record date	14-08-2024
Total number of shareholders on record date	5626
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	8
b) Public	36
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	



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Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			1) To receive, consider and adopt : a) The Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2024 together with the Reports of the Board of Directors and the Auditors thereon; b) The Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2024 together with the Report of the Auditors thereon:					
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	6670501	6364987	95.4199	6364987	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		6670501	6364987	95.4199	6364987	0	100
Public-Institutions	E-Voting	267805	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		267805	0	0	0	0	0
Public- Non Institutions	E-Voting	3988169	364273	9.1338	364259	14	99.9962	0.0038
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3988169	364273	9.1338	364259	14	99.9962
Total		10926475	6729260	61.5867	6729246	14	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								




Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Re-appoint M/s. Chandabhoy & Jassoobhoy, Chartered Accountants as Statutory Auditors of the Company and Fix Remuneration.				
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	6670501	6364987	95.4199	6364987	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		6670501	6364987	95.4199	6364987	0	100
Public- Institutions	E-Voting	267805	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		267805	0	0	0	0	0
Public- Non Institutions	E-Voting	3988169	364273	9.1338	364158	115	99.9684	0.0316
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3988169	364273	9.1338	364158	115	99.9684
Total		10926475	6729260	61.5867	6729145	115	99.9983	0.0017
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Appoint Shri Jayanto Kumar Devgupta (DIN: 00515391) as an Independent Director				
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	6670501	6364987	95.4199	6364987	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		6670501	6364987	95.4199	6364987	0	100
Public-Institutions	E-Voting	267805	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		267805	0	0	0	0	0
Public- Non Institutions	E-Voting	3988169	364273	9.1338	364158	115	99.9684	0.0316
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3988169	364273	9.1338	364158	115	99.9684
Total		10926475	6729260	61.5867	6729145	115	99.9983	0.0017
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



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Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Appoint Shri Rajinder Singh Loona (DIN: 02305074) as a Non-Executive Non-Independent Director				
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	6670501	6364987	95.4199	6364987	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	6670501	6364987	95.4199	6364987	0	100	0
Public-Institutions	E-Voting	267805	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	267805	0	0	0	0	0	0
Public- Non Institutions	E-Voting	3988169	364273	9.1338	364158	115	99.9684	0.0316
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3988169	364273	9.1338	364158	115	99.9684	0.0316
Total		10926475	6729260	61.5867	6729145	115	99.9983	0.0017
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								





Ref: 1037/2024-25

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
Kesar Terminals & Infrastructure Limited
CIN: L45203MH2008PLC178061
Oriental House, 7 Jamshedji Tata Road,
Churchgate, Mumbai – 400020, Maharashtra, India

Dear Sir,

Sub: Consolidated Scrutinizer's Report of e-voting conducted for the 16th Annual General Meeting ('AGM') of Kesar Terminals & Infrastructure Limited ('the Company') held on Wednesday, August 21, 2024 at 3:00 p.m. (IST) through Video Conferencing ('VC') / other audio visual means ('OAVM')

I, Dhrumil M. Shah, partner of M/s. Dhrumil M. Shah & Co. LLP, Practising Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of Kesar Terminals & Infrastructure Limited (hereinafter called as "**the Company**"), pursuant to Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, ("**the Rules**") and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the purpose of scrutinizing the votes cast by the members through remote e-voting and e-voting during the AGM (hereinafter referred to as '**e-voting**') in respect of resolutions proposed in the Notice of the 16th AGM of the Company held on Wednesday, August 21, 2024 at 3:00 p.m. (IST) onwards through video conferencing facility ("**VC**") / other audio visual means ("**OAVM**").

The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 ('**the Act**') and the Rules thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**Listing Regulations**') relating to e-voting by the members on the resolutions proposed in the Notice.

My responsibility as a Scrutinizer was restricted to scrutinize the e-voting, in a fair and transparent manner and to prepare a Consolidated Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the Notice for ascertaining the requisite majority, based on the reports generated from the e-voting system provided by the Link Intime India Private Limited ("**Link Intime**"), the service provider engaged by the Company to provide e-voting facility to its members.

The Members of the Company holding shares as on the "**cut-off**" date as set out in the Notice i.e., **Wednesday, August 14, 2024** were entitled to vote on the resolutions set out in the Notice and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date.

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The remote e-voting commenced at 09.00 a.m. (IST) on Sunday, 18th August, 2024 and concluded at 05.00 p.m. (IST) on Tuesday, 20th August, 2024.

The votes cast during the e-voting were unblocked on **August 21, 2024 around 04.05 P.M.** in the presence of two witnesses who are not in the employment of the Company.

I have scrutinized and reviewed the votes cast through remote e-voting and e-voting during the AGM based on the data downloaded from the Link Intime's e-voting system.

I now submit the Consolidated Scrutinizer's Report on the results of the e-voting, based on the report generated by Link Intime in respect of the following resolutions as under:

ORDINARY BUSINESS:

ORDINARY RESOLUTION

1) To receive, consider and adopt :

- a) The Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2024 together with the Reports of the Board of Directors and the Auditors thereon; and
- b) The Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2024 together with the Report of the Auditors thereon

i. Voting "in favour" of resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
61	67,29,246	99.9998

ii. Voting "against" the resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
1	14	0.0002

iii. Invalid Votes

Total number of Members	Total number of votes cast by them
0	0



2) To Re-appoint M/s. Chandabhoj & Jassoobhoj, Chartered Accountants as Statutory Auditors of the Company and Fix Remuneration:

i. Voting "in favour" of resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
59	67,29,145	99.9983

ii. Voting "against" the resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
3	115	0.0017

iii. Invalid Votes

Total number of Members	Total number of votes cast by them
0	0

SPECIAL BUSINESS:

SPECIAL RESOLUTION

3) To Appoint Shri Jayanto Kumar Devgupta (DIN: 00515391) as an Independent Director:

i. Voting "in favour" of resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
59	67,29,145	99.9983

ii. Voting "against" the resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
3	115	0.0017

iii. Invalid Votes

Total number of Members	Total number of votes cast by them
0	0



SPECIAL RESOLUTION

4) To Appoint Shri Rajinder Singh Loona (DIN: 02305074) as a Non- Executive Non-Independent Director:

i. Voting "in favour" of resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
59	67,29,145	99.9983

ii. Voting "against" the resolution

Number of Members	Number of valid votes cast by them	% of total number of valid votes cast
3	115	0.0017

iii. Invalid Votes

Total number of Members	Total number of votes cast by them
0	0

Based on the above e-voting results, for each resolution, the valid votes cast by the members in favour are more than valid votes cast against. Accordingly, you may declare the results of e-voting.

All electronic data and relevant records relating to e-voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the 16th AGM and thereafter, the same shall be handed over to the Company Secretary for safe keeping.



Place : Mumbai
Date : 22nd August 2024

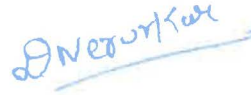
For Dhrumil M. Shah & Co. LLP
Practising Company Secretaries
ICSI URN: L2023MH013400
PRN: 3147/2023

Dhrumil M. Shah
Partner
FCS 8021 | CP 8978
UDIN: F008021F001024619

We, the undersigned, have witnessed that the results of e-voting were unblocked and downloaded from the Link Intime e-voting service provider's platform in our presence on August 21, 2024.



Dhiraj Palav



Devesh Nerurkar

Countersigned by



Archana Mungunti
Company Secretary

