

KALYANI INVESTMENT

KICL:SEC:

September 27, 2022

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Fort, Mumbai – 400 001
Scrip Code : 533302

National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051
Scrip Symbol : KICL

Dear Sir,

Sub. : Submission of Voting Results of 13th Annual General Meeting held on Tuesday, September 27, 2022

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Voting Results of the business transacted at the 13th Annual General Meeting (AGM) of the Company held on Tuesday, September 27, 2022 through Video conferencing (VC) / Other Audio Visual Means (OAVM) as **Annexure - I**.

We are also enclosing herewith the Scrutinizer's Report on remote e-voting and e-voting at the AGM, as **Annexure – II**.

Thanking you,

Yours faithfully,
For KALYANI INVESTMENT COMPANY LIMITED



ANIRVINNA A. BHAVE
COMPANY SECRETARY & COMPLIANCE OFFICER
Email : anirvinna.bhave@kalyani-investment.com

Encl : As above



KALYANI
GROUP COMPANY

Annexure - I

KALYANI INVESTMENT COMPANY LIMITED 13th Annual General Meeting - Voting Results	
Date of AGM / EGM	13th Annual General Meeting held on September 27, 2022
Total number of Shareholders on record date :	16,876
No. of Shareholders present in the meeting either in person or through proxy :	Not Applicable
Promoter and Promoter Group :	Not Applicable
Public :	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing:	56
Promoter and Promoter Group :	6
Public :	50



Kalyani Investment Company Limited

Resolution Required : (Ordinary)			1 - To consider and adopt : a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022 and the Reports of the Board of Directors and Auditors thereon. b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2022 and the Report of the Auditors thereon.					
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	3,272,851	3,263,328	99.709	3,263,328	-	100.000	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		3,263,328	99.709	3,263,328	-	100.000	-
Public Institutions	E-Voting	123,580	47,464	38.408	47,464	-	100.000	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		47,464	38.408	47,464	-	100.000	-
Public Non Institutions	E-Voting	968,875	105,244	10.863	104,171	1,073	98.981	1.019
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		105,244	10.86	104,171	1,073	98.981	1.019
Total		4,365,306	3,416,036	78.254	3,414,963	1,073	99.969	0.031



Kalyani Investment Company Limited

Resolution Required : (Ordinary)			2 - To appoint a Director in place of Mr.Amit B. Kalyani (DIN 00089430), who retires by rotation and being eligible, offers himself for re-appointment.					
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	3,272,851	3,263,328	99.709	3,263,328	-	100.000	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		3,263,328	99.709	3,263,328	-	100.000	-
Public Institutions	E-Voting	123,580	47,464	38.408	-	47,464	-	100.000
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		47,464	38.408	-	47,464	-	100.000
Public Non Institutions	E-Voting	968,875	105,259	10.864	104,168	1,091	98.964	1.036
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		105,259	10.864	104,168	1,091	98.964	1.036
Total		4,365,306	3,416,051	78.255	3,367,496	48,555	98.579	1.421



Kalyani Investment Company Limited

Resolution Required : (Ordinary)			3 - To appoint a Director in place of Mr.R.K. Goyal (DIN 03050193), who retires by rotation and being eligible, offers himself for re-appointment.					
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	3,272,851	3,263,328	99.709	3,263,328	-	100.000	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		3,263,328	99.709	3,263,328	-	100.000	-
Public Institutions	E-Voting	123,580	47,464	38.408	-	47,464	-	100.000
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		47,464	38.408	-	47,464	-	100.000
Public Non Institutions	E-Voting	968,875	105,259	10.864	87,536	17,723	83.162	16.838
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		105,259	10.864	87,536	17,723	83.162	16.838
Total		4,365,306	3,416,051	78.255	3,350,864	65,187	98.092	1.908



Kalyani Investment Company Limited

Resolution Required : (Ordinary)			4 - To re-appoint M/s. P G Bhagwat LLP, Chartered Accountants (Firm Registration No.101118W/W100682) as Auditors of the Company for the period of 5 (Five) consecutive years from the conclusion of Thirteenth Annual General Meeting until the conclusion of the Eighteenth Annual General Meeting of the Company to be held in 2027					
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	3,272,851	3,263,328	99.709	3,263,328	-	100.000	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		3,263,328	99.709	3,263,328	-	100.000	-
Public Institutions	E-Voting	123,580	47,464	38.408	-	47,464	-	100.000
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		47,464	38.408	-	47,464	-	100.000
Public Non Institutions	E-Voting	968,875	104,217	10.757	104,168	49	99.953	0.047
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		104,217	10.757	104,168	49	99.953	0.047
Total		4,365,306	3,415,009	78.231	3,367,496	47,513	98.609	1.391



Kalyani Investment Company Limited

Resolution Required : (Special)			5 - To re-appoint Mr. Shrikrishna K. Adivarekar (DIN 06928271 and IDDB Registration No. IDDB-DI-202002-012411), as an Independent Director of the Company					
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	3,272,851	3,263,328	99.709	3,263,328	-	100.000	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		3,263,328	99.709	3,263,328	-	100.000	-
Public Institutions	E-Voting	123,580	47,464	38.408	-	47,464	-	100.000
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		47,464	38.408	-	47,464	-	100.000
Public Non Institutions	E-Voting	968,875	105,260	10.864	87,548	17,712	83.173	16.827
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		105,260	10.864	87,548	17,712	83.173	16.827
Total		4,365,306	3,416,052	78.255	3,350,876	65,176	98.092	1.908

Date : September 27, 2022

Place : Pune




Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,

Name of the Company	Kalyani Investment Company Limited
Meeting	13 th Annual General Meeting of the members of the Company (AGM)
Day, Date & Time	Tuesday, September 27, 2022 at 11.00 a.m. (IST)
Mode	Video Conferencing "VC"/Other Audio –Visual Means "OAVM"

Dear Sir,

I, Sridhar Mudaliar, Partner of SVD & Associates, Company Secretaries, have been appointed as scrutinizer by the Board of Directors of Kalyani Investment Company Limited ("the Company") CIN: L65993PN2009PLC134196 at its meeting held on May 30, 2022 for the purpose of scrutinizing the remote e-voting and e-voting conducted at the AGM pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, as amended, read with General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020 General Circular No. 20/2020 dated May 05, 2020, General Circular No. 02/2021 dated January 13, 2021 , General Circular No. 2/2022 and 03/ 2022 both dated May 05, 2022 issued by Ministry of Corporate Affairs and the Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 issued by the Securities and Exchange Board of India (SEBI) (hereinafter referred to as the "Circulars") that provide relaxation for the manner in which the AGM shall be held and conducted.

The Circulars inter alia provide for relaxation in the manner in which the AGM to be held including the manner of sending the Notices and Annual Reports to the members and the manner of voting at the meeting, which was necessitated on account of the outbreak of COVID -19 pandemic. Further pursuant to these Circulars physical attendance of members has been dispensed with and accordingly the facility for appointment of proxies by the members is also dispensed with. Members who attended the meeting through VC or OAVM were counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013.

I submit herewith my report with respect to the resolutions proposed at the AGM of the members of the Company:



1. Responsibility of the Management, and the Scrutinizer::

The compliance with the provisions of the Companies Act, 2013 and the rules made thereunder read along with the Circulars as mentioned above and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting and e-voting during the meeting by the members on the resolutions proposed in the Notice of the AGM of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to scrutinize the votes cast by remote e-voting and e-voting conducted at the meeting held through VC/OAVM in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast in favour or against to the Chairman, on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited ("NSDL").

2. Notice of AGM, advertisement and remote e-voting period:

In accordance with the notice of the AGM sent to the members by way of email on August 30, 2022 and uploaded on the website of the Company at www.kalyani-investment.com and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 as amended from time to time and the Circulars mentioned above, on September 1, 2022, the remote e-voting period remained open from Saturday, September 24, 2022 (9.00 a.m.) (IST) to Monday, September 26, 2022 (5.00 p.m.)(IST)

3. Cut-off Date:

The members holding shares as on the "cut off" date i.e. Tuesday, September 20, 2022, were entitled to vote on the proposed resolutions (item nos. 1 to 5 as set out in the Notice of the AGM of the Company).

4. Process of remote e-voting:

The remote e-voting system was blocked forthwith at the end of the remote e-voting period. The votes cast through remote e-voting system were unblocked after conclusion of the AGM in the presence of two witnesses who are not in the employment of the Company. Thereafter, the details containing, inter-alia, list of members, who voted "for" and "against", were downloaded from the e-voting website of "NSDL".

5. Process of Voting at the AGM:

After declaration of commencement of e-voting during the conduct of the AGM, the members who had not voted through the remote e-voting process were instructed to cast their vote on the e-voting platform provided by e-voting website of NSDL (www.evoting.nsdl.com). Thereafter, the details containing, inter-alia, list of members, who voted "for" and "against", were downloaded from the e-voting website of NSDL (www.evoting.nsdl.com) and the same are being handed over to the authorized representative of the Chairman. The votes cast through remote e-voting and e-voting conducted during the meeting were reconciled with the records maintained by the Company/ Registrar and Share Transfer Agents of the Company and the authorizations lodged with the Company. The voting that was found defective for want of authorization has been treated as invalid and kept separately.



6. Counting Process and results:

6.1 The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

Ordinary Resolution No. 1 – To Consider and adopt:

- (a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022 and the Reports of the Board of Directors and Auditors thereon.
- (b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2022 and the Report of the Auditors thereon.

Summary of Voting

(i) Voted in favour of or against the resolution:				
Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total	% of total number of valid votes cast
(a) Voted in Favour				
Number of members voted	71	4	75	----
Number of votes cast by them	33,67,495	47,468	34,14,963	99.97
(b) Voted against				
Number of members voted	7	0	7	----
Number of votes cast by them	1,073	0	1,073	0.03
(c) Total				
Total number of members voted	78	4	82	----
Total number of votes cast by them	33,68,568	47,468	34,16,036	100.00
(ii) Not voted/Invalid votes:				
Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total	
Total number of members who have not voted/ partially not voted and whose votes were declared invalid	2	0		*#2
Total Number of shares involved	14,018	0		*#14,018

* Votes cast by 1 shareholder by remote e-voting for 14,000 shares have been considered invalid.

1 Shareholder by remote e-voting have not voted for 18 shares.



Ordinary Resolution No. 2 – To appoint a Director in place of Mr. Amit B. Kalyani (DIN 00089430), who retires by rotation and being eligible, offers himself for re-appointment.

Summary of Voting

(i) Voted in favour of or against the resolution:				
Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total	% of total number of valid votes cast
(a) Voted in Favour				
Number of members voted	69	2	71	----
Number of votes cast by them	33,67,493	3	33,67,496	98.58
(b) Voted against				
Number of members voted	8	1	9	----
Number of votes cast by them	1,091	47,464	48,555	1.42
(c) Total				
Total number of members voted	77	3	80	----
Total number of votes cast by them	33,68,584	47,467	34,16,051	100.00
(ii) Not voted/Invalid votes:				
Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total	
Total number of members who have not voted/ partially not voted and whose votes were declared invalid	3	1		*# \$4
Total Number of shares involved	14,002	1		*# \$14,003

* Votes cast by 1 shareholder by remote e-voting for 14,000 shares have been considered invalid.

2 Shareholder by remote e-voting have not voted for 2 shares.

\$ 1 Shareholder by e-voting at AGM has not voted for 1 share.

Ordinary Resolution No. 3 – To appoint a Director in place of Mr. R.K. Goyal (DIN 03050193), who retires by rotation and being eligible, offers himself for re-appointment.



Summary of Voting

(i) Voted in favour of or against the resolution:				
Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total	% of total number of valid votes cast
(a) Voted in Favour				
Number of members voted	66	2	68	----
Number of votes cast by them	33,50,861	3	33,50,864	98.09
(b) Voted against				
Number of members voted	11	1	12	----
Number of votes cast by them	17,723	47,464	65,187	1.91
(c) Total				
Total number of members voted	77	3	80	----
Total number of votes cast by them	33,68,584	47,467	34,16,051	100.00
(ii) Not voted/Invalid votes:				
Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total	
Total number of members who have not voted/ partially not voted and whose votes were declared invalid	3	1		*# \$4
Total Number of shares involved	14,002	1		*# \$14,003

* Votes cast by 1 shareholder by remote e-voting for 14,000 shares have been considered invalid.

2 Shareholder by remote e-voting have not voted for 2 shares.

\$ 1 Shareholder by e-voting at AGM has not voted for 1 share.

Ordinary Resolution No. 4 – Re-Appointment of M/s. PG Bhagwat LLP, Chartered Accountants (Firm Registration No. 101118W/W100682) as Auditors of the Company.

Summary of Voting

(i) Voted in favour of or against the resolution:				
Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total	% of total number of valid votes cast
(a) Voted in Favour				
Number of members voted	69	2	71	----
Number of votes cast by them	33,67,493	3	33,67,496	98.61



(b) Voted against				
Number of members voted	6	1	7	----
Number of votes cast by them	49	47,464	47,513	1.39
(c) Total				
Total number of members voted	75	3	78	----
Total number of votes cast by them	33,67,542	47,467	34,15,009	100.00
(ii) Not voted/Invalid votes:				
Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total	
Total number of members who have not voted/ partially not voted and whose votes were declared invalid	5	1	*#56	
Total Number of shares involved	15,044	1	*#15,045	

* Votes cast by 1 shareholder by remote e-voting for 14,000 shares have been considered invalid.

4 Shareholder by remote e-voting have not voted for 1,044 shares.

\$ 1 Shareholder by e-voting at AGM has not voted for 1 share.

Special Resolution No. 5 – Re-appointment of Mr. S.K. Adivarekar (DIN 06928271) as an Independent Director of the Company.

Summary of Voting

(i) Voted in favour of or against the resolution:				
Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total	% of total number of valid votes cast
(a) Voted in Favour				
Number of members voted	67	3	70	----
Number of votes cast by them	33,50,872	4	33,50,876	98.09
(b) Voted against				
Number of members voted	10	1	11	----
Number of votes cast by them	17,712	47,464	65,176	1.91
(c) Total				
Total number of members voted	77	4	81	----
Total number of votes cast by them	33,68,584	47,468	34,16,052	100.00



(ii) Not voted/Invalid votes:			
Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total
Total number of members who have not voted/ partially not voted and whose votes were declared invalid	3	0	*#3
Total Number of shares involved	14,002	0	*#14,002

* Votes cast by 1 shareholder by remote e-voting for 14,000 shares have been considered invalid.

2 Shareholder by remote e-voting have not voted for 2 shares.



6.2 Accordingly, resolutions at item nos. 1 to 5, as stated in the notice of AGM of the Company, have been passed with requisite majority.

7. Electronic data and relevant Records:

All electronic data and relevant records relating to voting shall remain in my safe custody until the Chairman considers, approves, signs the minutes of the aforesaid Annual General Meeting and the same will be handed over to the authorized representative of the Chairman for safe keeping thereafter.

Thanking you.

Yours faithfully,
For **SVD and Associates**
Company Secretaries



Sridhar G. Mudaliar
Partner
FCS. No. 6156
C. P. No. 2664

Place: Pune

Date: September 27, 2022

Peer Review Number: P2013MH075200

UDIN: F006156D001055589