

Kaya Limited

September 29, 2020

To,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
BSE Scrip Code: 539276

National Stock exchange of India Limited,
'Exchange Plaza', C-1Block G
Bandra Kurla Complex, Bandra(E),
Mumbai 400 051
NSE Scrip Symbol: KAYA

Subject: Proceedings of the 17th Annual General Meeting of Kaya Limited (“Company”) held on September 29, 2020.

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the SEBI Regulations”) read with Part A of Schedule III to the SEBI Regulations, please find enclosed the summary of the proceedings of the 17th Annual General Meeting held on Tuesday, September 29, 2020 at 3:00 p.m. (IST) through Video Conferencing/Other Audio Visual Means.

Kindly take the same on records

For **Kaya Limited,**

Nitika Dalmia
Company Secretary &
Compliance Officer

Encl.: As above

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SUMMARY OF THE PROCEEDINGS OF THE 17TH ANNUAL GENERAL MEETING OF THE COMPANY

Kaya Limited (“the Company”) convened its 17th Annual General Meeting (“AGM”) through Video conferencing/Other Audio Visual Means on Tuesday, September 29, 2020 at 3:00 p.m., in accordance with the applicable provisions of Companies Act, 2013 read with the Rules issued thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the circulars issued by Ministry of Corporate Affairs and the Securities and Exchange Board of India.

Mr. Harsh Mariwala, the Chairman of the Board, presided over the meeting and welcomed the Members to the meeting.

The Chairman further stated that the Company had availed the services of National Securities Depository Ltd. (“NSDL”) for conducting the meeting through Video Conferencing, remote e-voting and e-voting during the meeting. The Chairman introduced the Board Members, Key Managerial Personnel, representative of the Statutory Auditors and Mr. Sitansh Magia, Practicing Company Secretary, who was appointed as a Scrutinizer to scrutinize the voting process.

The details of the number of Members present at the meeting were as follows:

Category	Promoter & Promoter Group	Public	Total
Video Conference	2	43	45

As the meeting was conducted virtually where Members could join in person from all locations, the proxy facility was not necessitated and accordingly not provided. After ascertaining that the requisite quorum was present, the Chairman declared that the meeting was duly constituted and commenced the proceedings of the meeting

Thereafter, the Company Secretary explained the general instructions to the Members who had joined the meeting regarding the participation and e-voting at the meeting. It was also stated that the Company had provided the remote e-voting facility to the Members of the Company in respect of the resolutions to be passed at the 17th AGM. The remote e-voting commenced on Saturday, September 26, 2020 at 9:00 a.m. and ended on Monday, September 28, 2020 at 5:00 p.m.

Members holding shares as of the cut-off date i.e. Tuesday, September 22, 2020 were entitled to cast their votes through remote e-voting and at the meeting. Further, Members present at the meeting could also cast their votes by means of e-voting that was made available during and 15 minutes after the conclusion of the meeting. Members who had cast their votes through remote e-voting will be eligible to participate at the meeting but were not eligible to vote at the meeting again. The Company Secretary then informed the Members that the necessary

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registers and documents referred to in the Notice of the 17th AGM would be made available for inspection, as per the requests made by the Members, if any.

The Chairman then declared that as per Section 145 of the Companies Act, 2013, there were no qualifications, observations or comments on financial transactions or matters, which have any adverse effect on the functioning of the Company as per the statutory report given by M/s. B S R & Co. LLP. However, the report by the Secretarial Auditor, M/s Magia and Halwai Associates mentions that *“the structured digital database in accordance with the provisions of Regulation 3 of the SEBI (Prohibition of Insider Trading) Regulations, 2015 was adopted by the Company in the month of March 2020 instead of April 2019.”* for which the Chairman of the meeting replied and confirmed that *“the Company is in compliance with all the SEBI requirements for the financial year ended March 31, 2020”*.

Mr. Rajiv Nair, CEO – Kaya Group then briefed the Members about the operational performance of the Company during the year. He expressed his gratitude to all Members for their unrelenting dedication, support and commitment to the Company.

Thereafter, the Chairman informed the Members that the Notice of the 17th AGM was taken as read as the same was already circulated to the Members. The Company had not received any request for speaker shareholders.

The Chairman then placed the following items of the business as set out in the Notice of the 17th AGM for the Members approval by way of e-voting:

Ordinary Business

1. consideration and adoption of:
 - a. the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2020 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 March 31, 2020 and the Report of the Auditors thereon.
2. Re-Appointment of Mr. Rajendra Mariwala (DIN: 00007246), Director, retiring by rotation.

The Chairman informed the Members that a consolidated report of remote e-voting and e-voting conducted at the meeting would be announced within 48 (forty eight) hours from the conclusion of the meeting and made available on the website of the Company - www.kaya.in , on the website of NSDL and also on the website of the Stock Exchanges.

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The Chairman then concluded the meeting and informed the Members that the e-voting facility would be available for 15 minutes after the closure of the meeting. He also thanked all the Members and Directors for their participation and wished everyone good health and safety in times to come.

For **Kaya Limited**,

Nitika Dalmia
Company Secretary &
Compliance Officer