

KAIZEN AGRO INFRABUILD LIMITED

(Formerly : ANUBHAV INFRASTRUCTURE LIMITED)



October 01, 2024

To
BSE Limited
P. J. Towers, 1st Floor
Dalal Street,
Mumbai – 400 001

Ref: Disclosure under Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015

Sub: Voting Results of the Annual General Meeting held on September 30, 2024.

Dear Sir,

This is to inform that Annual General Meeting (AGM) of the Company was held on Monday, September 30, 2024 at 10:00 A.M. at "Diamond Plaza", 5 Gopi Bose Lane, Kolkata – 700 012.

In accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Company had provided remote e-voting facility to its Members to cast their votes on the resolutions as set out in the Notice of the AGM of the Company dated September 04, 2024. The remote e-voting period commenced on Friday, September 27, 2024 (9:00 A.M.) and ended on Sunday, September 29, 2024 (5:00 P.M.).

In order to give an opportunity of voting to the Members of the Company who attended the AGM and had not cast their vote through e-voting, the Company had provided voting facility through ballot paper at the venue of the AGM.

All the resolutions contained in the Notice of the AGM as aforesaid were approved by the Members of the Company through remote e-voting and voting process done at the venue of the AGM and all the resolutions are deemed to be passed on September 30, 2024 i.e. the date of the AGM.

The said results will also be available on the website of the Company www.kaizeninfra.com.

We enclose herewith:

- Voting Results as required under Regulation 44 (3) of the SEBI (LODR) Regulations, 2015.
- The Consolidated Scrutinizer's Report dated October 01, 2024 as submitted by the Scrutinizer appointed by the Company.

Request you to take the same on records.

Thanking You,

Yours faithfully,

For Kaizen Agro Infrabuild Limited

(Formerly Anubhav Infrastructure Limited)

Nikita Rateria

Nikita Rateria

(Company Secretary/Compliance Officer)

Membership No. 36115



Annexure : I

Voting Results – Regulation 44 of SEBI (LODR) Regulations, 2015

Pursuant to provisions of Regulation 44 of the SEBI (LODR) Regulations, 2015, the requisite information relating to the Annual General Meeting (AGM) of the Company is given below :

Date of the AGM	September 30, 2023
Total number of shareholders on record date	2609
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group :	7
Public :	105
No. of shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group :	0
Public :	0



Voting Results

- To receive, consider and adopt the Audited Balance Sheet and the Statement of Profit & Loss account of the Company for the year ended March 31, 2024 as on that date and the Reports of the Directors and Auditors thereon.

Resolution required: (Ordinary/ Special)							Ordinary Resolution	
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 (3)=[(2)/(1)]*100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	19292646	19287146	99.97	19287146	0	100.00	0.00
	Poll		5500	0.0285	5500	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		19292646	100.00	19292646	0	100.00	0.00
Public Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
Public Non-Institutions	E-Voting	32122242	23379635	72.7833	23377434	2201	99.9906	0.0094
	Poll		150	0.0005	150	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0.00
Total		32122242	23379785	72.78	23377584	2201	99.9906	0.0094
Total		51414888	42672431	82.9963	42670230	2201	99.9948	0.0052

Invalid Votes: NIL

The aforesaid resolution has been passed with requisite majority.



2. To appoint a Director in place of Mr. Pawan Kumar Jhunjhunwala (Din: 10049668), who retires by rotation, and, being eligible, offers himself for re-appointment.

Resolution required: (Ordinary/ Special)							Ordinary Resolution	
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	19292646	19287146	99.97	19287146	0	100.00	0.00
	Poll		5500	0.0285	5500	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		19292646	100.00	19292646	0	100.00	0.00
Public Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
Public Non-Institutions	E-Voting	32122242	23379635	72.7833	23375434	4201	99.9820	0.0180
	Poll		150	0.0005	150	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0.00
	Total	32122242	23379785	72.78	23375584	4201	99.98	0.018
Total		51414888	42672431	82.9963	42668230	4201	99.9902	0.0098

Invalid Votes: Nil

The aforesaid resolution has been passed with requisite majority.



3. Appointment of M/s. M K Kothari & Associates, Chartered Accountants, Howrah as the Statutory Auditors of the Company.

Resolution required: (Ordinary/ Special)								Ordinary Resolution	
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 (3)=[(2)/(1)]* 100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)		(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	19292646	19287146	99.97	19287146	0	100.00	0.00	
	Poll		5500	0.0285	5500	0	100.00	0.00	
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	
	Total		19292646	100.00	19292646	0	100.00	0.00	
Public Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00	
	Poll		0	0.00	0	0	0.00	0.00	
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	
Public Non-Institutions	E-Voting	32122242	23379635	72.7833	23375434	4201	99.9820	0.0180	
	Poll		150	0.0005	150	0	100.00	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0.00	
	Total	32122242	23379785	72.78	23375584	4201	99.98	0.018	
Total		51414888	42672431	82.9963	42668230	4201	99.9902	0.0098	

Invalid Votes: Nil

The aforesaid resolution has been passed with requisite majority.





Kaizen Agro
INFRABUILD LIMITED

4. Appointment/ Regularization of Mr. Kanwar Nitin Singh (DIN : 10204543) as a Non-Executive Independent Director.

Resolution required: (Ordinary/ Special)							Ordinary Resolution	
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 (3)=[(2)/(1)]* 100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)		(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	19292646	19287146	99.97	19287146	0	100.00	0.00
	Poll		5500	0.0285	5500	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		19292646	100.00	19292646	0	100.00	0.00
Public Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
Public Non-Institutions	E-Voting	32122242	23379635	72.7833	23375434	4201	99.9820	0.0180
	Poll		150	0.0005	150	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0.00
	Total	32122242	23379785	72.78	23375584	4201	99.98	0.018
Total		51414888	42672431	82.9963	42668230	4201	99.9902	0.0098

Invalid Votes: Nil

The aforesaid resolution has been passed with requisite majority.



5. Appointment/ Regularization of Mr. Amit Bajaj (DIN: 10122918) as a Non-Executive Independent Director.

Resolution required: (Ordinary/ Special)								Ordinary Resolution	
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 (3)=[(2)/(1)]* 100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)		(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	19292645	19287146	99.97	19287146	0	100.00	0.00	
	Poll		5500	0.0285	5500	0	100.00	0.00	
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	
	Total		19292646	100.00	19292646	0	100.00	0.00	
Public Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00	
	Poll		0	0.00	0	0	0.00	0.00	
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	
Public Non-Institutions	E-Voting	32122242	23379635	72.7833	23375434	4201	99.9820	0.0180	
	Poll		150	0.0005	150	0	100.00	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0.00	
	Total	32122242	23379785	72.78	23375584	4201	99.98	0.018	
Total		51414888	42672431	82.9963	42668230	4201	99.9902	0.0098	

Invalid Votes: Nil

The aforesaid resolution has been passed with requisite majority.





POOJA BANSAL
Practicing Company Secretary
Membership No. 50458
COP No. 18524

Flat No. F1, 5th floor, Respect Home,
Andul Road, Halderpara, Podrah,
Howrah - 711109
Email Id- puiab35@gmail.com
Contact No. 9038589527

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To
The Chairman
Kaizen Agro Infrabuild Limited
(Formerly: Anubhav Infrastructure Limited)
Chatterjee International Centre,
33A, Chowringhee Road,
6th Floor, Room No. 6A
Kolkata- 700 071
CIN: L47219WB2006PLC107433

Dear Sir,

I, Practicing Company Secretary, Ms. Pooja Bansal (ACS – 50458/ CP - 18524) was appointed as the Scrutinizer pursuant to Section 108 of Companies Act, 2013 ("the Act") read with Rule 20 of Companies (Management & Administration) Rules, 2014 as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in connection with the Annual General Meeting of the Members of M/s. Kaizen Agro Infrabuild Limited formerly known as "Anubhav Infrastructure Limited" ("Company") held on Monday, the 30th day of September, 2024 at 10:00 A.M. at "Diamond Plaza", 5 Gopi Bose Lane, Kolkata- 700 012 for the purpose of scrutinizing the remote E-Voting and voting through Physical Ballot Process in a fair and transparent manner and ascertaining the requisite majority for the said voting's as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote E-Voting and voting through Physical Ballot Process on the resolutions contained in the Notice of the Annual General Meeting dated the September 04, 2024. My responsibility as a Scrutinizer for the remote voting process through electronic means and voting through physical ballots is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the e-voting system of National Securities Depository Limited (NSDL) and of voting through physical ballots as provided by M/s. Maheshwari Datamatics Private Limited, the agencies engaged by the Company to provide remote e-voting / physical ballot facilities.

I submit my report as under :

1. The remote e-voting period remained open from Friday, September 27, 2024 (9:00 A.M.) and ended on Sunday, September 29, 2024 (5:00 P.M.).



2. The Shareholders holding shares as on the "cut off" date, i.e. September 23, 2024 were entitled to vote on the proposed 5 (Five) resolutions as mentioned in the notice dated September 04, 2024 of the Annual General Meeting of the Company.
3. The Company has also distributed the physical ballot forms at the venue of the Annual General Meeting to enable the shareholders to cast the votes physically in case the same has not been casted by them through remote e-voting.

The votes were unblocked on Monday, September 30, 2024 around 3:10 P.M after the completion of the Annual General Meeting in the presence of two witnesses, namely, Mr. Samar Karmakar residing at Village Gaza, P.O - Chitrasali, P.S – Haripal, Hooghly- 712407 and Mr. Subho Chatterjee residing at 43 Tarka Siddhant Lane, Bally, Howrah- 711201 who are not in employment of the Company.

4. The ballots which were incomplete and/or which were otherwise found defective have been treated as invalid.
5. After transacting the business at the meeting, the Chairman ordered for voting at the AGM venue through ballot paper / polling paper for those Members who could not cast their vote through remote e-voting with the assistance of the Scrutinizer.
6. The combined result of the remote e-voting [EVEN : 130076] and votes casted through physical ballot papers distributed at the EGM venue are as under :

<A> ORDINARY BUSINESS:

a) Resolution 1

To receive, consider and adopt the Audited Balance Sheet and the Statement of Profit & Loss account of the Company for the year ended March 31, 2024 as on that date and the Reports of the Directors and Auditors thereon.

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	112	42664580	
Voting by ballot	51	5650	
Total	163	42670230	82.99%

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	2	2201	
Voting by ballot	0	0	
Total	2	2201	0.0052%



(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

b) Resolution 2

To appoint a Director in place of Mr. Pawan Kumar Jhunjhunwala (Din: 10049668), who retires by rotation, and, being eligible, offers himself for re-appointment.

i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	111	42662580	
Voting by ballot	51	5650	
Total	162	42668230	82.99%

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	4201	
Voting by ballot	0	0	
Total	3	4201	0.009%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



c) Resolution 3

Appointment of M/s. M K Kothari & Associates, Chartered Accountants, Howrah as the Statutory Auditors of the Company.

Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	111	42662580	
Voting by ballot	51	5650	
Total	162	42668230	82.99%

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	4201	
Voting by ballot	0	0	
Total	3	3	0.00%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

SPECIAL BUSINESS:

a) Resolution 4

Appointment/ Regularization of Mr. Kanwar Nitin Singh (DIN : 10204543) as a Non-Executive Independent Director

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	111	42662580	
Voting by ballot	51	5650	
Total	162	42668230	82.99%



(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	4201	
Voting by ballot	0	0	
Total	3	3	0.009%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

b) Resolution 5

Appointment/ Regularization of Mr. Amit Bajaj (D.N: 10122918) as a Non-Executive Independent Director

(i) Voted in favour of the Resolution :

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	111	42662580	
Voting by ballot	51	5650	
Total	162	42668230	82.99%

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	4201	
Voting by ballot	0	0	
Total	3	3	0.009%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



7. Based on the aforesaid result, we report that an Ordinary Resolution as set out in the Notice of the AGM dated September 04, 2024 has been passed with requisite majority.

The electronic data and all other relevant records relating to the e-voting shall remain in our safe custody and shall be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting.

Thanking You,

Yours truly,

 

Pooja Bansal
Practising Company Secretary

ACS No. 50458

C.P No. : 18524

Peer Review No. 1725/2022

UDIN: A050458F001407561

Date: 01.10.2024

Place : Howrah

Witness:

1. Samar Karmakar

Mr. Samar Karmakar
Village Gaza, P.O - Chitrasali,
P.S - Haripal
Hooghly- 712407

2. Subho Chatterjee

Mr. Subho Chatterjee
43 Tarka Siddhant Lane
Bally, Howrah- 711201

Verified the contents and received the Report of the Scrutinizer

For Kaizen Agro Infrabuild Limited

Nikita Rateria

Nikita Rateria
(Company Secretary/Compliance Officer)
Membership No. : 36115

