

Date: 28<sup>th</sup> September, 2022

**THE LISTING DEPARTMENT,**  
BSE Ltd. (Designated Stock Exchange)  
PJ Towers, Dalal Street,  
Mumbai- 400 001

**THE LISTING DEPARTMENT,**  
National Stock Exchange of India Ltd.  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (E), Mumbai- 400 051

**Stock Code, BSE: 532925**  
**NSE: KAUSHALYA**

Dear Sir / Madam,

**Sub: Voting results and Scrutinizer's Report of the 30<sup>th</sup> Annual General Meeting (AGM) of the Company**

We would like to inform you that the 30<sup>th</sup> Annual General Meeting (AGM) of the Company was held on the 27<sup>th</sup> day of September, 2022, through two-way Video Conferencing (V.C.)/ Other Audio-Visual means (OAVM) and the business as contained in the Notice of AGM dated 13<sup>th</sup> August, 2022 were transacted.

In this regard, please find enclosed herewith the following:

1. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure - I**.
2. Report of Scrutinizer dated 28<sup>th</sup> September, 2022, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as **Annexure - II**.

The above documents are also available on the company's website i.e. [www.kaushalya.net](http://www.kaushalya.net).

This is for your information and records.

Thanking You.  
Yours Faithfully,  
*For Kaushalya Infrastructure Dev. Corp. Ltd.*

*Sanjay Lal Gupta*  
*Whole-time Director &*  
*Company Secretary*  
*DIN: 08850306*

Encl: as above

Date of the AGM/EGM	27/09/2022
Total number of shareholders on record date	22,015
No. of shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group:	NOT APPLICABLE
Public:	
No. of Shareholders attended the meeting through Video Conferencing	46
Promoters and Promoter Group:	20
Public :	26

Resolution required: (Ordinary/ Special)			Ordinary Resolution 1 - To receive, consider and adopt the financial statements (including Consolidated Financial Statements) of the Company for the year ended 31st March, 2022, together with the report of Board of Directors and Auditor's Report thereon.					
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	17,806,474	17,806,474	100.00	17,806,474	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		17,806,474	100.00	17,806,474	-	100.00	-
Public Institutions	E-Voting	800	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E-Voting	16,823,356	80,526	0.48	39,995	40,531	49.67	50.33
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		80,526	0.48	39,995	40,531	49.67	50.33
Total		34,630,630	17,887,000	51.65	17,846,469	40,531	99.77	0.23

Resolution required: (Ordinary/ Special)			Ordinary Resolution 2- To appoint a Director in place of Mr. Sanjay Lal Gupta (DIN- 08850306), Whole-time Director & Company Secretary 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 (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	17806474	17,806,474	100.00	17,806,474	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		17,806,474	100.00	17,806,474	-	100.00	-
Public Institutions	E-Voting	800	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E-Voting	16823356	80,336	0.48	38,253	42,083	47.62	52.38
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		80,336	0.48	38,253	42,083	47.62	52.38
<b>Total</b>		<b>34630630</b>	<b>17,886,810</b>	<b>51.65</b>	<b>17,844,727</b>	<b>42,083</b>	<b>99.76</b>	<b>0.24</b>

Resolution required: (Ordinary/ Special)			Ordinary Resolution 3- To re-appoint Mr. Mahesh Mehra (DIN- 00086683), as Whole-time Director of the company for a period of 3 years.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	17806474	17,806,474	100.00	17,806,474	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		17,806,474	100.00	17,806,474	-	100.00	-
Public Institutions	E-Voting	800	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E-Voting	16823356	80,526	0.48	38,253	42,083	47.50	52.26
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		80,526	0.48	38,443	42,083	47.74	52.26
<b>Total</b>		<b>34630630</b>	<b>17,887,000</b>	<b>51.65</b>	<b>17,844,917</b>	<b>42,083</b>	<b>99.76</b>	<b>0.24</b>

Resolution required: (Ordinary/ Special)			Ordinary Resolution 4- To re- designate Mr. Sandip Sarkar (DIN- 08527653) as Independent Director of the Company from Non-Executive Director.					
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	17806474	17,806,474	100.00	17,806,474	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		17,806,474	100.00	17,806,474	-	100.00	-
Public Institutions	E-Voting	800	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E-Voting	16823356	79,436	0.47	38,253	41,183	48.16	51.84
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		79,436	0.47	38,253	41,183	48.16	51.84
<b>Total</b>		<b>34630630</b>	<b>17,885,910</b>	<b>51.65</b>	<b>17,844,727</b>	<b>41,183</b>	<b>99.77</b>	<b>0.23</b>



### SCRUTINIZER'S REPORT

To

The Chairman of the 30th Annual General Meeting of **Kaushalya Infrastructure Development Corporation Limited** (CIN L51216WB1992PLC055629), held on Tuesday, September 27, 2022 at 2.00 p.m. through Video Conferencing (V.C) / Other Audio Visual Means (OAVM).

Dear Sir,

**Sub: Scrutinizer's Report on voting through remote e-voting including e-voting at the 30th Annual General Meeting of Kaushalya Infrastructure Development Corporation Limited held on Tuesday, September 27, 2022 at 2.00 p.m.**

I, Md. Shahnawaz, Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of the Kaushalya Infrastructure Development Corporation Limited (the Company) to scrutinize the remote e-voting (e-voting) including e-voting process at the 30th Annual General Meeting (AGM) of the Company, held on Tuesday, September 27, 2022 at 2.00 p.m. through Video Conferencing (V.C) / Other Audio Visual Means (OAVM), pursuant to Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings, and the circulars issued from time to time by the Ministry of Corporate Affairs and the Securities and Exchange Board of India (SEBI) permitting the holding of the AGM through VC / OAVM facility, without the physical presence of the Members at a common venue.

#### **Despatch of Notice**

The Annual Report 2022, containing Standalone and Consolidated financial statements and other reports along with the AGM Notice dated August 13, 2022 (hereinafter referred as Notice of AGM), were sent through electronic mode to those members whose e-mail IDs were registered with the Company or depository, as the case may be. The electronic transmission of the Annual Report was completed on September 2, 2022.

#### **Cut-off date**

The shareholders of the Company holding shares as on the "cut-off" date, i.e., September 20, 2022, were entitled to vote on the resolutions set out at item nos. 1 to 4 of the Notice of the AGM.

#### **Management's Responsibility**

The Management of the Company is responsible to ensure compliance with the requirements of (i) the Companies Act, 2013 Act and the rules made thereunder; and (ii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR"), relating to e-voting on the resolutions contained in the Notice of the AGM.

#### **Scrutinizer's Responsibility**

My responsibility as a Scrutinizer is to ensure that the voting process, both remote e-voting and e-voting at / during the AGM are conducted in a fair and transparent manner and render consolidated scrutinized report of the total votes cast in favour or against, if any, on the resolutions to the Chairman, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL).



I submit my report in respect of the resolutions passed at the AGM of the Company as under:

**A. Relating to E-Voting**

1. The Company had availed the e-voting facility provided by National Securities Depository Limited (NSDL) for conducting remote e-voting by the Shareholders of the Company.
2. The shareholders of the Company holding shares as on the "cut-off" date, i.e., September 20, 2022, were entitled to vote on the resolutions as contained in the Notice of the AGM.
3. The voting period for remote e-voting commenced at 9.00 a.m. on Saturday, September 24, 2022 and ended at 5.00 p.m. on Monday, September 26, 2022, and the NSDL e-voting platform was blocked thereafter.
4. After the closure of period for remote e-voting and before the start of AGM, the details relating to members who have cast votes through remote e-voting, but not the manner in which they have cast their votes, were accessed.

**B. Relating to e-voting at AGM**

1. Upon completion of transaction of all items, the Chairman invited the shareholders present at the AGM through VC/Other Audio Visual Means (OAVM) to vote on resolution as contained in Notice of AGM using e-voting facility provided by NSDL during the AGM.
2. Only those members who were present at the AGM through VC /Other Audio Visual Means (OAVM) and who had not voted on remote e-voting earlier were allowed to cast their votes through e-voting system during the AGM.
3. The shareholders of the Company holding shares as on the "cut-off" date, i.e., September 20, 2022, were entitled to vote on the resolutions as contained in the Notice of the AGM.

**C. Result of remote e-voting including e-voting at AGM are as under:**

1. The votes cast through remote e-voting including e-voting during AGM were unblocked after the conclusion of AGM in presence of two witnesses who are not in the employment of the Company.
2. The details of the voting by the members, who voted "For" or "Against" through e-voting were diligently scrutinized.
3. The result of voting are as under:

**ORDINARY BUSINESS**

**Resolution - 1**

**Ordinary Resolution** - Receive, consider and adopt the Financial Statements (Standalone and Consolidated Financial Statements) of the Company for the year ended 31st March, 2022 together with the report of Board of Directors and Auditor's Report thereon.



(i) Voted in **favour** of the resolution:

	Voting by Remote e-voting	e-Voting at AGM	Total
Number of Members voted	128	1	129
No. of Votes cast by them	1,78,46,467	2	1,78,46,469
% of total no. of valid vote cast	99.77%	0	99.77%

(ii) Voted **against** the resolution:

	Voting by Remote e-voting	e-Voting at AGM	Total
Number of Members voted	14	Nil	14
No. of Votes cast by them	40,531	Nil	40,531
% of total no. of valid vote cast	0.23%	Nil	0.23%

(iii) **Invalid** Votes:

	Voting by Remote e-voting	e-Voting at AGM	Total
Number of Members voted	Nil	Nil	Nil
Total No. of votes cast by them	Nil	Nil	Nil

#### Resolution - 2

**Ordinary Resolution** - Re-appointment of Mr. Sanjay Lal Gupta (DIN- 08850306) Whole-time Director & Company Secretary, who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in **favour** of the resolution:

	Voting by Remote e-voting	e-Voting at AGM	Total
Number of Members voted	123	1	124
No. of Votes cast by them	1,78,44,725	2	1,78,44,727
% of total no. of valid vote cast	99.76%	0	99.76%

(ii) Voted **against** the resolution:

	Voting by Remote e-voting	e-Voting at AGM	Total
Number of Members voted	18	Nil	18
No. of Votes cast by them	42,083	Nil	42,083
% of total no. of valid vote cast	0.24%	Nil	0.24%

(iii) **Invalid** Votes:

	Voting by Remote e-voting	e-Voting at AGM	Total
Number of Members voted	Nil	Nil	Nil
Total No. of votes cast by them	Nil	Nil	Nil



## SPECIAL BUSINESS

### Resolution – 3

**Ordinary Resolution** – Re appointment of Mr. Mahesh Mehra (DIN: 00086683) as Wholetime Director of the Company.

(i) Voted in **favour** of the resolution:

	Voting by Remote e-voting	e-Voting at AGM	Total
Number of Members voted	124	1	125
No. of Votes cast by them	1,78,44,915	2	1,78,44,917
% of total no. of valid vote cast	99.76%	0	99.76%

(ii) Voted **against** the resolution:

	Voting by Remote e-voting	e-Voting at AGM	Total
Number of Members voted	18	Nil	18
No. of Votes cast by them	42,083	Nil	42,083
% of total no. of valid vote cast	0.24%	Nil	0.24%

(iii) **Invalid** Votes:

	Voting by Remote e-voting	e-Voting at AGM	Total
Number of Members voted	Nil	Nil	Nil
Total No. of votes cast by them	Nil	Nil	Nil

### Resolution – 4

**Ordinary Resolution** – Redesignation of Mr. Sandip Sarkar (DIN: 08527653) as Independent Director of the Company from Non-Executive Non-Independent Director.

(iv) Voted in **favour** of the resolution:

	Voting by Remote e-voting	e-Voting at AGM	Total
Number of Members voted	123	1	124
No. of Votes cast by them	1,78,44,725	2	1,78,44,727
% of total no. of valid vote cast	99.77%	0	99.77%

(v) Voted **against** the resolution:

	Voting by Remote e-voting	e-Voting at AGM	Total
Number of Members voted	17	Nil	17
No. of Votes cast by them	41,183	Nil	41,183
% of total no. of valid vote cast	0.23%	Nil	0.23%





(vi) Invalid Votes:

	Voting by Remote e-voting	e-Voting at AGM	Total
Number of Members voted	Nil	Nil	Nil
Total No. of votes cast by them	Nil	Nil	Nil

4. Based on the above voting details, I report that the resolutions contained at item nos. 1 to 4 have been duly approved by the shareholders with requisite majority.
5. The details remote e-voting and other relevant documents/registers will remain in my safe custody until the Chairman considers, approves and signs the minutes of the 30<sup>th</sup> AGM and the same shall be handed over, thereafter, to the Wholtime Director and Company Secretary of the Company for safe keeping.
6. This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) NSDL and (iii) to be placed on website of the Company. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

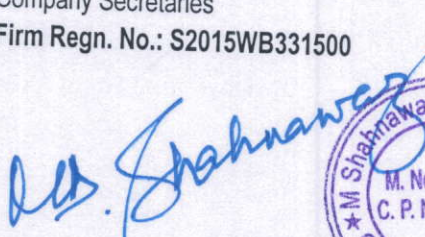

Thanking you,

Yours faithfully,

**For M Shahnawaz & Associates**

Company Secretaries

Firm Regn. No.: S2015WB331500

**CS Md. Shahnawaz**

(Proprietor)

ACS No. 21427

C P No: 15076

UDIN: A021427D001064139

Kolkata, September 28, 2022