

Date: 1st October, 2019

The Listing Department,
BSE Ltd. (Designated Stock Exchange)
PJ Towers, Dalal Sheet
Mumbai- 400 001

The Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai- 400 051

Dear Sir/ Madam,

Stock Code, BSE: 532925
NSE: KAUSHALYA

Sub: 27th Annual General Meeting ('AGM') and voting results.

We would like to inform you that the 27th Annual General Meeting ('AGM') of the Company was held on 30th September, 2019 and the business as contained in the Notice of AGM dated August 14, 2019 were transacted.

In this regard, please find enclosed the followings:

- (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 September 30, 2019, 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 of the 27th Annual General Meeting ('AGM') are also available on the company's website i.e. www.kaushalya.net

This is for your information and records.

Thanking You

Yours Faithfully,
For Kaushalya Infrastructure Development Corp. Ltd.


Sanjay Lal Gupta
Company Secretary

Annexure - 1.

Date of the AGM/EGM	30-09-2019
Total number of shareholders on record date	19,384
No. of shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group:	20
Public:	14
No. of Shareholders attended the meeting through Video Conferencing	Not applicable
Promoters and Promoter Group:	-
Public:	-

Resolution required: (Ordinary/ Special)			Ordinary Resolution 1 - Receive, consider and adopt the Financial Statements (including Consolidated Financial Statements) of the Company for the year ended 31st March, 2019, including the Audited Balance Sheet as at 31st March, 2019, the Statement of Profit and Loss and cash flow statement for the year ended on that date 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	17806474	17805630	99.99	17805630	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		17805630	99.99	17805630	-	100	-
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E-Voting	16824156	8069	0.05	5069	3000	62.82	37.18
	Poll		0	0.00	0	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		8069	0.05	5069	3000	62.82	37.18
Total		34630630	17813699	51.44	17810699	3000	99.98	0.02



Resolution required: (Ordinary/ Special)			Ordinary Resolution 2- Re-appointment of Mr. Mahesh Mehra (DIN: 00086683) as a Director of the Company, 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	17805630	99.99	17805630	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		17805630	99.99	17805630	-	100	-
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E-Voting	16824156	8069	0.05	5069	3000	62.82	37.18
	Poll		0	0.00	0	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		8069	0.05	5069	3000	62.82	37.18
Total		34630630	17813699	51.44	17810699	3000	99.98	0.02



Resolution required: (Ordinary/ Special)			Ordinary Resolution 3- Re-appointment of M/s. Monu Jain & Company, Chartered Accountant as Statutory Auditors for a second term of five years					
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	17805630	99.99	17805630	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		17805630	99.99	17805630	-	100	-
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E-Voting	16824156	8069	0.05	5069	3000	62.82	37.18
	Poll		0	0.00	0	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		8069	0.05	5069	3000	62.82	37.18
Total		34630630	17813699	51.44	17810699	3000	99.98	0.02



Resolution required: (Ordinary/ Special)			Special Resolution 4- Re-appointment of Mrs. Minoti Nath (DIN 07017530) as an Independent Director for a second term of five years with effect from November 14, 2019					
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	17805630	99.99	17805630	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		17805630	99.99	17805630	-	100	-
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E-Voting	16824156	8069	0.05	5019	3050	62.20	37.80
	Poll		0	0.00	0	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		8069	0.05	5019	3050	62.20	37.80
Total		34630630	17813699	51.44	17810649	3050	99.98	0.02



Resolution required: (Ordinary/ Special)			Ordinary Resolution 5- Appointment of Mr. Sandip Sarkar (DIN 08527653) as an Independent Director for a term of five years with effect from 14 th August, 2019					
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	17805630	99.99	17805630	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		17805630	99.99	17805630	-	100	-
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E-Voting	16824156	8069	0.05	5019	3050	62.20	37.80
	Poll		0	0.00	0	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		8069	0.05	5019	3050	62.20	37.80
Total		34630630	17813699	51.44	17810649	3050	99.98	0.02



Annexure - 2.



M Shahnawaz & Associates
Company Secretaries

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SCRUTINIZER'S REPORT

To

The Chairman of the 27th Annual General Meeting of **Kaushalya Infrastructure Development Corporation Limited (CIN L51216WB1992PLC055629)**, held on Monday, September 30, 2019 at 10.30 a.m. at "Aikatan", EZCC, IA-290, Sector-III, Salt Lake, Kolkata - 700097

Dear Sir,

Sub: Consolidated Scrutinizer's Report on voting through remote e-voting and voting through ballot papers at the 27th Annual General Meeting of Kaushalya Infrastructure Development Corporation Limited held on Monday, September 30, 2019 at 10.30 a.m.

I, Md. Shahnawaz, Proprietor of M Shahnawaz & Associates, Company Secretaries, have been appointed as the Scrutinizer by the Board of Directors of Kaushalya Infrastructure Development Corporation Limited (the Company) to scrutinize the remote e-voting and voting by using ballot papers at the 27th Annual General Meeting (AGM) of the Company held on Monday, September 30, 2019 at 10.30 a.m. at "Aikatan", EZCC, IA-290, Sector-III, Salt Lake, Kolkata - 700097, 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 Secretarial Standard on General Meetings.

Despatch of Notice

The Annual Report, containing financial statements and other reports along with the AGM Notice dated August 14, 2019 (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, and to other members, in hard copy through courier. The electronic transmission and despatch of hard copy of the Annual Report were completed on September 4, 2019.

Cut-off date

The shareholders of the Company holding shares as on the "cut-off" date, i.e., September 23, 2019, were entitled to vote on the resolutions set out at item nos. 1 to 5 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 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 through electronic means and by use of ballot at the meeting, 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) and on the voting by use of ballots at the meeting.

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 23, 2019, 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 Friday, September 27, 2019 and ended at 5.00 p.m. on Sunday, September 29, 2019, and the NSDL e-voting platform was blocked thereafter.

B. Relating to voting by ballot papers

1. The Company had also provided facility to vote through ballot papers to the shareholders present at the AGM and who had not cast their vote earlier through remote e-voting facility.
2. However, none of the members present at the AGM have opted to vote through Ballot paper.

C. Result of remote e-voting and voting through ballot paper are as under:

1. The voting rights of the members were reckoned as on the “cut-off date”, i.e., September 23, 2019, for the purpose of determining entitlement of the members to vote on the resolutions as contained in the Notice of the AGM.
2. The votes cast through remote e-voting were unblocked at 11:02 a.m. in presence of two witnesses, who are not in the employment of the Company.
3. The details of the voting by the members, who voted “For” or “Against” through remote e-voting were diligently scrutinized.
4. The result of voting are as under:

ORDINARY BUSINESS

Resolution - 1

Ordinary Resolution - Receive, consider and adopt the Financial Statements (including Consolidated Financial Statements) of the Company for the year ended 31st March, 2019, including the Audited Balance Sheet as at 31st March, 2019, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the report of Board of Directors and Auditors' Report thereon.

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

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	28	Nil	28
No. of Votes cast by them	1,78,10,699	Nil	1,78,10,699
% of total no. of valid vote cast	99.98	Nil	99.98





(ii) Voted against the resolution:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	1	Nil	1
No. of Votes cast by them	3,000	Nil	3,000
% of total no. of valid vote cast	0.02	Nil	0.02

(iii) Invalid Votes:

	Voting by Remote e-voting	Voting by Ballot Paper	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. Mahesh Mehra (DIN- 00086683), Whole-time Director, who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	28	Nil	28
No. of Votes cast by them	1,78,10,699	Nil	1,78,10,699
% of total no. of valid vote cast	99.98	Nil	99.98

(ii) Voted against the resolution:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	1	Nil	1
No. of Votes cast by them	3,000	Nil	3,000
% of total no. of valid vote cast	0.02	Nil	0.02

(iii) Invalid Votes:

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

Resolution - 3

Ordinary Resolution – Re-appointment of M/s. Monu Jain & Company, Chartered Accountants (Firm Registration No.327900E) as the Statutory Auditors of the Company for a second term of 5 consecutive years.



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

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	28	Nil	28
No. of Votes cast by them	1,78,10,699	Nil	1,78,10,699
% of total no. of valid vote cast	99.98	Nil	99.98

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

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	1	Nil	1
No. of Votes cast by them	3,000	Nil	3,000
% of total no. of valid vote cast	0.02	Nil	0.02

(iii) **Invalid** Votes:

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

Resolution - 4

Special Resolution – Re-appointment of Mrs. Minoti Nath (DIN:07017530), as an Independent Director for a second term of five years with effect from November 14, 2019.

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

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	27	Nil	27
No. of Votes cast by them	1,78,10,649	Nil	1,78,10,649
% of total no. of valid vote cast	99.98	Nil	99.98

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

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	2	Nil	2
No. of Votes cast by them	3,050	Nil	3,050
% of total no. of valid vote cast	0.02	Nil	0.02

(iii) **Invalid** Votes:

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

**Resolution - 5**

Ordinary Resolution – Appointment of Mr. Sandip Sarkar (DIN: 08527653), as an Independent Director for a term of five years with effect from August 14, 2019

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

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	27	Nil	27
No. of Votes cast by them	1,78,10,649	Nil	1,78,10,649
% of total no. of valid vote cast	99.98	100.00	99.98

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

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	2	Nil	2
No. of Votes cast by them	3,050	Nil	3,050
% of total no. of valid vote cast	0.02	Nil	0.02

(vi) **Invalid** Votes:

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

- Based on the above results, I report that the resolutions contained at item nos. 1 to 5 have been duly approved by the shareholders with requisite majority.
- The register of 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 27th AGM and the same shall be handed over, thereafter, to the Chairman/Company Secretary for safe keeping.

Thanking you,
Yours faithfully,

For M Shahnawaz & Associates
Company Secretaries
Firm Regn. No.: S2015WB331500

Md. Shahnawaz

CS Md. Shahnawaz

(Proprietor)

ACS No. 21427

C P No: 15076

UDIN: A021427A000018050



Kolkata, September 30, 2019