

December 14, 2024

To,
The Listing Department
BSE Limited,
Phiroze Jeejeebhoy Towers "A" Wing
Dalal Street, Fort
Mumbai – 400021

Sub: Outcome of Postal Ballot (E-voting) Result as per Regulation 44 (3) of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

Dear Sir(s),

This is in regards to submission of the Notice of Postal Ballot dated November 12, 2024.

We submit that the Ordinary Resolution and Special Resolution as embodied in the Postal Ballot Notice dated December 12, 2024 has been passed by the members with requisite majority. The aforesaid resolution is deemed to have been passed on the last date of e-voting i.e. on Thursday, December 12, 2024.


In this regard, please find enclosed the following:

1. Voting results as required under Regulation 44(3) of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), as **Annexure -I**.
2. Scrutinizer's Report dated December 13, 2024, for remote e -voting, pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

The result along with the Scrutinizer's Report(s) will also be available at the website of the Company. We request you to kindly take the same on your record. Thanking you,

Your truly,

For KCL Infra Projects Limited



Mohan Jhavar
Director
DIN: 00495473



ANNEXURE I

Resolution No 1 (Ordinary Resolution)

1.	Name of the Company	KCL Infra Projects Limited
2.	Record Date for Postal Ballot	November 8, 2024
3.	Total number of shareholder on Record date	26879
4.	Date of Postal Ballot Notice	November 12 ,2024
5.	Declaration of Results	December 12 , 2024
6	No.of Shares voted in favour	141909
7.	Promoters and Promoter Group votes through e-voting : (Postal Ballot)	Nil
8.	Resolution No. 1 Increase in Authorized Share Capital of the Company and consequent alteration in Capital Clause of the Memorandum of Association of the company.	
9.	Resolution required Special/Ordinary	Ordinary Resolution

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 & Promoter Group	E-VOTING	38646210	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
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public – Non Institutions	E-VOTING	130265653	141909	0.10894	141004	905	99.3623	0.6377
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	0	141909	0.10894	141004	905	99.3623	0.6377



Public- Institution s	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
	TOTAL		0	0	0.00	0	0	0.00
TOTAL		168911863	141909	0.0840	141004	905	99.3623	0.6377
Whether ordinary resolution passed or not							Yes	

Resolution No 2 (Special Resolution)

1.	Name of the Company	KCL Infra Projects Limited
2.	Record Date for Postal Ballot	November 8, 2024
3.	Total number of shareholder on Record date	26879
4.	Date of Postal Ballot Notice	November 12 ,2024
5.	Declaration of Results	December 12 , 2024
6.	No.of Shares voted in favour	141576
7.	Promoters and Promoter Group votes through e-voting : (Postal Ballot)	Nil
8.	Resolution No. 2 Cancellation of Re-issue of forfeited equity shares arising out of forfeiture of rights equity shares for non- payment of first and final rights call money.	
9.	Resolution required Special/Ordinary	Special Resolution



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 & Promoter Group	E-VOTING	38646210	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
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public – Non Institutions	E-VOTING	130265653	141576	0.10868	133961	7615	94.6213	5.3787
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL	0	141576	0.10868	133961	7615	94.6213	5.3787
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
	TOTAL	0	0	0.00	0	0	0.00	0.00
TOTAL		168911863	141576	0.0838	133961	7615	94.6213	5.3787
Whether special resolution passed or not							Yes	



VISHAKHA AGRAWAL & ASSOCIATES

Practising Company Secretaries
301-G, Goyal Vihar Gate No.2,
Khajrana Road, Indore (M.P.) - 452016
E-mail: csvishakhagrawal@gmail.com
Contact No. 9424501155, 8518888114

CONSOLIDATED SCRUTINIZER'S REPORT

(In Lieu of E-Voting at the Postal Ballot)

(Pursuant to Section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 and 21(2) of the Companies (Management and Administration) Rules, 2014

To,
The Chairman
KCL INFRA PROJECTS LIMITED
CIN: L45201MH1995PLC167630
B-3/204, Saket Complex, Thane (West)
Thane (M.H.) - 400601

Sub: Consolidated Scrutinizer's Report on Postal Ballot process (which includes remote e-voting) conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

1. I, Vishakha Agrawal, Proprietor of M/s Vishakha Agrawal & Associates, Practicing Company Secretaries, Indore (Membership No. 39298 / C.P. No. 15088) have been appointed as the Scrutinizer by the Board of KCL INFRA PROJECTS LIMITED in their meeting for scrutinizing the Postal Ballot process (which includes remote e-voting) for passing the following Ordinary / Special resolutions:
 - a. Increase in Authorized Share Capital of the Company and consequent alteration in Capital Clause of the Memorandum of Association of the Company.
 - b. Cancellation of Re-issue of forfeited equity shares arising out of forfeiture of rights equity shares for non-payment of first and final rights Call money.
2. The Board had authorized Managing Director responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules for the entire postal ballot process and was severally authorized to do all things and to take all incidental and necessary steps for smooth conduct of the entire postal ballot process;
3. The Company has extended the facility of remote e-voting to the Members, by authorizing Central Depository Services Limited (CDSL) as the Authorized Agency to provide remote e-voting facility;
4. Our responsibility as a Scrutinizer for the e-voting is restricted to provide a Scrutinizer's Report of the votes cast "in favour" or "against" the Resolutions stated in Postal Ballot notice dated November 12, 2024 based on the reports generated from the e-voting system provided by (CDSL), the Authorized agency engaged to provide e-voting facilities, engaged by the company;

5. The votes cast by the Members through the remote e-voting facility were scrutinized by verifying it using the scrutinizer's login on the CDSL's e-voting website after the close of the remote e-voting period i.e. 17:00 hours (IST) on Thursday, December 12, 2024.
6. Scrutiny of remote e-voting commenced and ends on the same day i.e. Thursday, December 12, 2024.
7. Particulars of all the remote e-voting received from the members have been entered in the register;
8. All votes casted through remote e-voting facility from 9:00 hours IST on Wednesday, November 13, 2024 up to 17:00 hours IST on Thursday, December 12, 2024, the last date and time fixed by the Company for e-voting were considered for our scrutiny;
9. ~~Envelopes containing postal ballot forms received thereafter were not considered. I have not found any defaced or mutilated ballot paper.~~ (no physical postal ballot forms were dispatched to the Members in view of threat posed by COVID 19 pandemic situation)
10. With reference to the above, we submit our report as under:

On November 13, 2024, the Company has completed the procedure of sending notices (through email) to the Members of the Company whose names were appearing on the Register of Members or list of beneficiaries as on the cut-off date i.e. Friday, November 08, 2024, with Postal Ballot notice dated November 12, 2024 containing the text of the Resolutions along with the Explanatory Statements. The Notice was sent electronically to these 26879 Members through email, whose email address has been registered with the Company.

Out of total 26879 members, 92 members having 141909 equity shares cast their votes by remote e-voting and NIL members by Postal Ballot Forms.

The result of Postal Ballot through remote e-voting is as under in respect of resolution:

Resolution No. 1 (Ordinary Resolution): Increase in Authorized Share Capital of the Company and consequent alteration in Capital Clause of the Memorandum of Association of the Company.

"RESOLVED THAT pursuant to the provisions of Section 13, 61 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) and re-enactment(s) thereof for the time being in force) and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the rules framed thereunder, and consent of the Members be and is hereby accorded to increase the Authorized Share Capital of the Company from the present Rs. 55,00,00,000/- (Rupees Fifty Five Crore Only) divided into 27,50,00,000 (Twenty Seven Crores Fifty Lakhs) equity shares of face value of Rs. 2/- (Two Rupee) each to Rs. 85,00,00,000/- (Rupees Eighty Five Crore Only) divided into 42,50,00,000 (Forty Two Crores Fifty Lakh) equity shares of face value of Rs. 2/- (Two Rupees) each and that clause V of Memorandum of Association be altered accordingly.

RESOLVED FURTHER THAT the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause V thereof by the following new Clause V as under:

V. The Authorized share capital of the Company is Rs. 85,00,00,000 (Rupees Eighty Five Crore Only) divided into 42,50,00,000 (Forty Two Crores Fifty Lakh) Equity Shares of Rs. 2/- (Indian Rupees Two only) each."

RESOLVED FURTHER THAT any director and/or company secretary of the Company be and is hereby severally authorized to do all such act(s), deed(s) and things including all forms, documents filing with Registrar of Companies as may be necessary and incidental to give effect to the aforesaid Resolution."

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favor	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 & Promoter Group	E-VOTING	38646210	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
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public – Non Institutions	E-VOTING	130265653	141909	0.10894	141004	905	99.3623	0.6377
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL		141909	0.10894	141004	905	99.3623	0.6377
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
	TOTAL		0	0.00	0	0	0.00	0.00
TOTAL		168911863	141909	0.0840	141004	905	99.3623	0.6377
Whether ordinary resolution passed or not							Yes	

In view of the above scrutiny, we hereby certify that the above Ordinary Resolution has been passed with requisite majority on December 12, 2024. And that 85 members have casted their vote in favor of the resolution and 7 members have casted their vote against the resolution.

Resolution No. 2 (Special Resolution): Cancellation of Re-issue of forfeited equity shares arising out of forfeiture of rights equity shares for non-payment of first and final rights Call money.

"RESOLVED THAT in accordance with the applicable provisions of the Companies Act, 2013 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, subject to other permissions and approvals, if any, as may be required, Company be and is hereby accorded to Cancellation of the Shareholders' Resolution passed on September 9, 2024, approving the re- issue of 9,43,98,137 forfeited equity shares arising out of forfeiture of rights equity shares for non-payment of first and final rights Call money. Due to certain technicalities and difficulty in receiving Approval from the Stock Exchange, the Company is unable to proceed with the reissue of forfeited shares. Therefore, wants to cancel the aforementioned resolution, as set out in the Explanatory Statement annexed to the Notice."

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 favor (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 & Promoter Group	E-VOTING	38646210	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
	TOTAL		0	0	0.00	0	0	0.00
Public – Non Institutions	E-VOTING	130265653	141576	0.10868	133961	7615	94.6213	5.3787
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT (if applicable)		0	0.00	0	0	0.00	0.00
	TOTAL		141576	0.10868	133961	7615	94.6213	5.3787
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
	TOTAL		0	0.00	0	0	0.00	0.00
TOTAL		168911863	141576	0.0838	133961	7615	94.6213	5.3787
Whether special resolution passed or not							Yes	

In view of the above scrutiny, we hereby certify that the above Special Resolution has been passed with requisite majority on December 12, 2024. And that 80 members have casted their vote in favor of the resolution and 11 members have casted their vote against the resolution.

11. We have today handed over all the relevant papers/records and document for safe custody to **Mr. Mohan Jhawar (DIN: 00495473)**, Managing Director of the Company who is authorized by the Board to supervise the Postal Ballot process.

You may accordingly declare the result of Postal Ballot.

Thanking you,

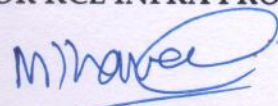
FOR VISHAKHA AGRAWAL & ASSOCIATES
Practicing Company Secretaries

Vishakha Agrawal Digitally signed by Vishakha Agrawal
Date: 2024.12.14 14:11:50 +05'30'

VISHAKHA AGRAWAL
M.No: 39298, C.P. No. 15088
UDIN: A039298F003379767

Place: **INDORE**
Date: **13th December 2024**

FOR KCL INFRA PROJECTS LIMITED


MR. MOHAN JHAWAR
DIN: 00495473

