

Date: 13<sup>th</sup> October, 2018

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**

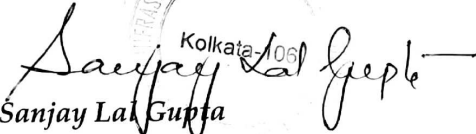
**Sub: Minutes of 26<sup>th</sup> Annual General Meeting of the Company**

Dear Sir/ Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are sending herewith the minutes of 26<sup>th</sup> Annual General Meeting of the Company held on 27<sup>th</sup> September, 2018 duly signed and initialed by the Chairman. The copy of the minutes is attached herewith for your information and record.

We request you to kindly take note of the same.

*For Kaushalya Infrastructure Development Corporation Ltd.*

  
Kolkata-106  
Sanjay Lal Gupta  
Company Secretary

Encl- a/a

**MINUTES OF THE TWENTY SIXTH ANNUAL GENERAL MEETING OF KAUSHALYA INFRASTRUCTURE DEVELOPMENT CORPORATION LIMITED HELD ON THURSDAY, THE 27<sup>TH</sup> SEPTEMBER, 2018 AT 10.30 A.M. AT "AIKATAN", EZCC, IA-290, SECTOR-III, SALT LAKE, KOLKATA - 700 097.**

**DIRECTORS PRESENT**

Mr. Mahesh Mehra	-	Whole-time Director
Mr. Asoke Das	-	Independent Director
Mrs. Minoti Nath	-	Independent Director & Chairman of Audit Committee

**In Attendance**

Mr. Sanjay Lal Gupta	-	Company Secretary
Mr. Tarak Nath Mishra	-	Chief Financial Officer

**MEMBERS PRESENT**

24 (Twenty Four) Members representing 19,06,111 shares were present in person.  
6 (Six) Corporate Members were present through their authorized representative representing 1,69,75,017 Shares.  
9 (Nine) members were present through their proxies representing 12,32,939 Shares.

**CHAIRMAN**

Mr. Mahesh Mehra took the chair.

**QUORUM**

The chairman having found the quorum present in the meeting declared the meeting validly constituted. The meeting was called to order at 10.30 A.M.

**NOTICE**

The chairman welcomed the members and with the consent of the members present took the notice of the meeting as read.

**STATUTORY RECORDS**

The Chairman informed the members that the Register of Directors' Shareholdings maintained under Section 170 of the Companies Act, 2013 was open and available at the meeting for inspection by any member till the conclusion of the meeting.

The Chairman informed the members that in accordance with section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and regulation 44(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facilities to the members through NSDL in respect of all the items of business to be transacted at this AGM. The remote e-voting period commenced from 24<sup>th</sup> September, 2018 at 9.00 A.M and ended on 26<sup>th</sup> September, 2018 at 5.00 P.M. Mr. Md. Shahnawaz, Practicing Company Secretary was appointed as scrutinizer for the purpose of scrutinizing the voting process through e-voting and Ballot Paper in a fair and transparent manner.

The Chairman informed the members that the facility for the voting through Ballot Paper is made available at the meeting for members who have not casted their vote through remote e-voting.

Thereafter on the invitation of the Chairman, several members addressed the meeting, gave their suggestions and sought clarifications on the Company's Accounts, Secretarial parts and business which were duly replied by Mr. Mahesh Mehra, Chairman/Whole-time Director, Mr. Sanjay Lal Gupta, Company Secretary and Mr. Tarak Nath Mishra, Chief Financial Officer of the Company.

Thereafter, the Chairman ordered poll for voting through Ballot Paper on all the 3 (Three) resolutions of Ordinary Business as set out in the Notice of AGM.

CHAIRMAN'S  
INITIALS

**DECLARATION OF VOTING RESULT**

Based on the consolidated Scrutinizer's Report, in respect of the remote e-voting and poll (Ballot Paper) conducted at the AGM, the following resolutions were passed by the members with requisite majority.

**AGENDA ITEMS****ORDINARY BUSINESS****Item No. 1 (ORDINARY RESOLUTION)**

TO RECEIVE, CONSIDER AND ADOPT THE FINANCIAL STATEMENTS (INCLUDING CONSOLIDATED FINANCIAL STATEMENTS) OF THE COMPANY FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2018, INCLUDING THE AUDITED BALANCE SHEET AT 31<sup>ST</sup> MARCH, 2018, 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.

Proposed by: Mr. Joydeep Chatterjee

"RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended March 31, 2018, the Report of Board of Directors and Auditors thereon including Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018 and the report of Auditors thereon as circulated to the Members be and are hereby received, considered and adopted."

Seconded by: Mr. Sunil Kumar Prasad

Total votes casted on the Resolution	: 1,78,12,702 Shares
No. of votes in favour of the Resolution	: 1,78,07,632 Shares i.e 99.97%
No. votes against the Resolution	: 5,070 Shares i.e 0.03%
Invalid votes	: Nil

**Item No. 2 (ORDINARY RESOLUTION)**

TO APPOINT A DIRECTOR IN PLACE OF MR. MAHESH MEHRA (DIN- 00086683), WHOLE-TIME DIRECTOR, WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.

Proposed by: Mr. Rahul Mehra

"RESOLVED THAT Mr. Mahesh Mehra (DIN-00086683), Whole-time Director of the Company, who retires by rotation at this meeting and being eligible offers himself for reappointment, be and is hereby appointed as Whole-time Director of the Company."

Seconded by: Mr. Santi Kumar Mondal

Total votes casted on the Resolution	: 1,78,12,702 Shares
No. of votes in favour of the Resolution	: 1,78,07,632 Shares i.e 99.97%
No. votes against the Resolution	: 5,070 Shares i.e 0.03%
Invalid votes	: Nil

CHAIRMAN'S  
INITIALS



Item No. 3 (ORDINARY RESOLUTION)

TO RATIFY THE APPOINTMENT OF STATUTORY AUDITORS AND TO AUTHORIZE THE BOARD OF DIRECTORS TO FIX THEIR REMUNERATION.

Proposed by: Mr. Karan Mehra

"RESOLVED THAT appointment of M/s. Monu Jain & Company, Chartered Accountants, Kolkata (Firm Registration No. 327900E) as Statutory Auditors of the Company to conduct the audit of the Company at a remuneration as may be decided by the Board of Directors of the Company until the conclusion of 27<sup>th</sup> Annual General Meeting (AGM) of the Company be and is hereby ratified."

Seconded by: Mr. Ramesh Kumar Prajapati

Total votes casted on the Resolution	: 1,78,12,702 Shares
No. of votes in favour of the Resolution	: 1,78,09,702 Shares i.e 99.98%
No. votes against the Resolution	: 3,000 Shares i.e 0.02%
Invalid votes	: Nil

VOTE OF THANKS

There being no other business to transact, the meeting concluded at 10.50 A.M. with a vote of thanks to the chair.

Date: 05/10/2018  
Place: Kolkata

*Karan Mehra*

CHAIRMAN

CHAIRMAN'S  
INITIALS

