

## **KESAR TERMINALS & INFRASTRUCTURE LIMITED**

Regd. Off: Oriental House, 7 Jamshedji Tata Road, Churchgate, Mumbai - 400 020, India. Website : <http://www.kesarinfra.com>  
Phone : (+91-22) 22042396 / 22851737 Fax : (+91-22) 22876162 Email : [headoffice@kesarinfra.com](mailto:headoffice@kesarinfra.com)  
CIN : L45203MH2008PLC178061 GSTN : 24AADCK2945C1ZR

25<sup>th</sup> August, 2021

To,  
The Secretary,  
Corporate Relationship Department  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai- 400 001

**Scrip Code: 533289**

Dear Sir / Madam,

**Sub: Declaration of Voting Results & Consolidated Scrutinizer Report for the 13<sup>th</sup> Annual General Meeting (AGM) of the Company.**

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the following documents:

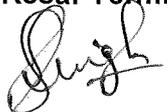
- 1) Voting Results in the format prescribed by Securities and Exchange Board of India (SEBI).
- 2) Consolidate Report of Scrutinizer pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20(4) (xii) of the Companies (Management & Administration) Amendment Rules, 2014 as amended.

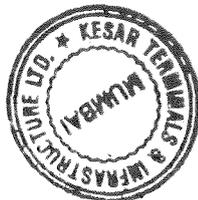
The Results along with the Scrutinizer's Report are being uploaded on the website of the Company and on the website of Link Intime India Pvt. Ltd.

Please take the same in your record.

Thanking you.

Yours faithfully,  
For **Kesar Terminals & Infrastructure Limited**

  
**Sarfka Singh**  
Company Secretary





## KESAR TERMINALS & INFRASTRUCTURE LIMITED

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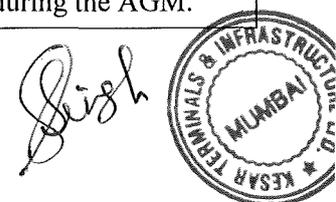
Voting results	
Record date	17-08-2021
Total number of shareholders on record date	6514
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	11
b) Public	47
<b>No. of resolution passed in the meeting</b>	<b>3</b>

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				a. The Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2021, together with the Reports of the Board of Directors' and the Auditors' thereon; and. b. the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2021, together with the Report of the Auditors thereon"				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	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 and Promoter Group	E-Voting	6678922	5498901	82.3322	5498901	0	100	0.0000
	Poll*		1167390	17.4787	1167390	0	100	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6678922	6666291	99.8109	6666291	0	100
Public-Institutions	E-Voting	528777	459488	86.8964	459488	0	100	0.0000
	Poll*		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		528777	459488	86.8964	459488	0	100
Public-Non Institutions	E-Voting	3718776	14936	0.4016	14936	0	100	0.0000
	Poll*		44116	1.1863	44116	0	100	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		3718776	59052	1.5879	59052	0	100
Total		10926475	7184831	65.7562	7184831	0	100	0.0000
Whether resolution is Pass or Not.							Yes	

Note:\*Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM.



## Resolution (2)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				2 - To declare a Final Dividend on Equity Shares for the financial year 2020-21.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	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 and Promoter Group	E-Voting	6678922	5498901	82.3322	5498901	0	100	0.0000
	Poll*		1167390	17.4787	1167390	0	100	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6678922	6666291	99.8109	6666291	0	100
Public-Institutions	E-Voting	528777	459488	86.8964	459488	0	100	0.0000
	Poll*		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		528777	459488	86.8964	459488	0	100
Public-Non Institutions	E-Voting	3718776	14936	0.4016	14936	0	100	0.0000
	Poll*		44116	1.1863	44116	0	100	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		3718776	59052	1.5879	59052	0	100
<b>Total</b>		10926475	7184831	65.7562	7184831	0	100	0.0000
Whether resolution is Pass or Not.							Yes	
Note:*Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM.								

*[Handwritten Signature]*

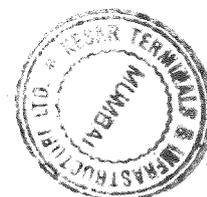


### Resolution (3)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		3 - To appoint a Director in place of Shri J K Devgupta (DIN: 00515391), who retires by rotation and being eligible offers himself for re-appointment.						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	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 and Promoter Group	E-Voting	6678922	5498901	82.3322	5498901	0	100	0.0000
	Poll*		1167390	17.4787	1167390	0	100	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		6678922	6666291	99.8109	6666291	0	100
Public-Institutions	E-Voting	528777	459488	86.8964	459488	0	100	0.0000
	Poll*		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		528777	459488	86.8964	459488	0	100
Public-Non Institutions	E-Voting	3718776	14936	0.4016	14822	114	99.2367	0.7633
	Poll*		44116	1.1863	44116	0	100	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		3718776	59052	1.5879	58938	114	99.8069
<b>Total</b>		10926475	7184831	65.7562	7184717	114	99.9984	0.0016
<b>Whether resolution is Pass or Not.</b>							Yes	

Note:\*Votes mentioned against Poll are the votes casted electronically through e-voting during the AGM

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# Ragini Chokshi & Co.

Tel. : 022-2283 1120  
022-2283 1134

## Company Secretaries

34, Kamer Building, 5th Floor, 38 Cawasji Patel Street, Fort, Mumbai - 400 001.

E-mail : ragini.c@rediffmail.com / mail@csraginichokshi.com

web: csraginichokshi.com

Date : \_\_\_\_\_

### CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,  
The Chairperson,  
13<sup>th</sup> Annual General Meeting (AGM)  
of KESAR TERMINALS & INFRASTRUCTURE LIMITED  
held on Tuesday, August 24, 2021 at 3:30 PM

Dear Sir,

#### 1. Appointment as Scrutinizer:

I, Ragini Chokshi, Partner of M/s. Ragini Chokshi & Company., a Company Secretary Firm, having its registered office at 34, 5th Floor, Kamer Building, 38, Cawasji Patel Street, Fort, Mumbai 400001, have been appointed as the Scrutinizer by the Board of Directors of KESAR TERMINALS & INFRASTRUCTURE LIMITED (the "Company") for the purpose of scrutinizing the remote e-voting and voting through electronic voting system during the 13<sup>th</sup> Annual General Meeting ('AGM') carried out as per the provisions of Section 108 of the Companies Act, 2013 (the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto, read with MCA General Circular No. 14/2020 dated April 8, 2020, MCA General Circular No. 17/2020 dated April 13, 2020, MCA General Circular No. 20/2020 dated May 5, 2020, Circular no. 02/2021 dated January 13, 2021 and the provisions of Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 on the businesses contained in the Notice of the 13<sup>th</sup> AGM of the Members of the Company, held on Tuesday, August 24, 2021 at 3:30 PM. (IST) through Video Conferencing facility / Other Audio Visual Means ('VC / OAVM')

#### 2. Our Responsibility

The management of the Company is responsible to ensure the compliance with the requirements of the Act, Rules and notifications and SEBI Listing Regulations relating to voting through electronic means on the businesses set out in the Notice of the 13<sup>th</sup> AGM of the Members of the Company. Our responsibility as a Scrutinizer is to scrutinize remote e-voting and e-voting conducted during the AGM in a fair and transparent manner and to



ascertain requisite majority and is restricted in submitting a Consolidated Scrutinizer's Report on the voting on the resolutions set out in the Notice, based on the reports generated from the e-Voting system of Link In time India Pvt. Ltd. ('LI IPL') the authorized agency to provide remote e-Voting facilities before and during the AGM, engaged by the Company.

### 3. Dispatch of Notice convening AGM

- i) Pursuant to General Circulars No. 14/2020, 17/2020, 20/2020 and 02/2021 dated 8th April, 2020, 13th April, 2020, 5th May, 2020 and January 13, 2021 respectively issued by the Ministry of Corporate Affairs, advertisement was published on July 29, 2021 and August 1, 2021 in Mumbai, Bhopal & Indore edition of the Free Press Journal in English language and Navshakti, in Marathi language, both the newspapers having electronic editions specifying all the necessary information prescribed in the rules and circulars.
- ii) The Company hosted the notice of AGM on its website namely [www.kesarinfra.com](http://www.kesarinfra.com) and also uploaded the same on the website of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com)
- iii) The Company completed dispatch of Notice of AGM on July 31, 2021 by E-mail to Members who had registered their email addresses with the Company / Depositories.

### 4. Cut-off date

Voting rights were reckoned as on Tuesday, August 17, 2021 being the cut-off date for deciding the entitlements of members for remote e-voting and e-voting during the AGM.

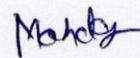
### 5. Remote e-voting process

- i) **Agency:** The Company had appointed Link In time India Pvt. Ltd. ('LI IPL') as the agency for providing the platform for remote e-voting and e-voting during the AGM.
- ii) **Remote e-voting period:** The Remote e-voting remained open from 09:00 a.m. on Saturday, August 21, 2021 and ended on Monday, August 23, 2021 at 5:00 p.m.

The votes cast were unblocked on Tuesday, August 24, 2021 after the conclusion of the AGM and was witnessed by two witnesses, who are not in the employment of the Company. They have signed below in confirmation of the same.



Name: PRADIP DHURI



Name: MANDAR HATKAR

- iii) **Voting at the AGM:** After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by Link Intime India Pvt. Ltd. ('LI IPL').

The e-votes cast were unblocked on Tuesday, August 24, 2021 after one hour of conclusion of AGM.



I hereby submit the Consolidated Scrutinizer's Report based on the results of remote e-voting and e-voting during the AGM based on the reports downloaded from the e-voting website of Link Intime India Pvt. Ltd. ('LIPL') and relied upon by me as under:

### CONSOLIDATED RESULTS

#### ORDINARY BUSINESS:

##### **Item No 1: Ordinary Resolution**

To receive, consider and adopt:

- a) the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2021, together with the Reports of the Board of Directors and the Auditors thereon; and
- b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2021, together with the Report of the Auditors thereon.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	34	5973325	12	1211506	46	7184831	100%
Dissent	0	0	0	0	0	0	0%
Total	34	5973325	12	1211506	46	7184831	100%

##### **Item No 2: Ordinary Resolution**

To declare a Final Dividend on Equity Shares for the financial year 2020-21.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	34	5973325	12	1211506	46	7184831	100%
Dissent	0	0	0	0	0	0	0%
Total	34	5973325	12	1211506	46	7184831	100%

##### **Item No 3: Ordinary Resolution**

To appoint a Director in place of Shri J K Devgupta (DIN: 00515391), who retires by rotation and being eligible offers himself for re-appointment.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	33	5973211	12	1211506	45	7184717	99.9984%
Dissent	1	114	0	0	1	114	0.0016%
Total	34	5973325	12	1211506	46	7184831	100%



## **RESULTS:**

The Electronic Records containing details of the Members, who voted "IN FAVOUR", or "AGAINST" for each resolution under remote e-Voting and e-voting at the AGM has been handed over to the Company Secretary for safe custody.

The above-mentioned resolutions are deemed to be passed with requisite majority as on the date of the 13<sup>th</sup> AGM of the Company i.e. Tuesday, August 24, 2021.

Yours faithfully,  
Thanking You,

Countersigned by  
KESAR TERMINALS & INFRASTRUCTURE LIMITED

Chairman/Authorised person

Place: Mumbai  
Date: 25/08/2021

For RAGINI CHOKSHI & COMPANY



*R. K. Chokshi*

RAGINI CHOKSHI  
(Partner)  
Membership No:2390  
C.P. Number: 1436  
UDIN: F002390C000831603

Place: Mumbai  
Date: 25/08/2021