



KESAR TERMINALS & INFRASTRUCTURE LIMITED

Regd. Off: Oriental House, 7 Jamshedji Tola Road, Churchgate, Mumbai - 400 020, India. Website: <http://www.kesarinfra.com>
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CIN : L45203MH2008PLC178061

14th September, 2017

To,

The Secretary
Corporate Relationship Department
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001

The Assistant Vice President
Listing Department,
National Stock Exchange of India Ltd.
5th Floor, Exchange Plaza,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051

Dear Sir / Madam,

Sub: 9th Annual General Meeting of the Company.

In continuation to our letter dated 12.09.2017, we once again inform you that the 9th Annual General Meeting of the Company was held on 12th September, 2017 at 3:30 p.m. at M. C. Ghia Hall, Bhogilal Hargovindas Building, 4th Floor, 18/20, Kaikhushru Dubash Marg, Mumbai 400001 and all the items of business as mentioned in the Notice convening the said Annual General Meeting have been transacted and all the Resolutions (Resolution Nos. 1 to 5) have been passed by the Shareholders by requisite majority either by E-voting or through voting conducted at the Annual General Meeting. In this regard please find enclosed the following:

1. Voting Results as required under regulation 44(3) of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015.
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 alongwith the Report of the Scrutinizer are being uploaded on the website of the Company and on the website of the CDSL.

Kindly put the same on your notice board for the information of your Members and also for the Shareholders of the Company.

Thanking you,

Yours faithfully,
For Kesar Terminals & Infrastructure Limited


Alok Singh
Company Secretary

Encl: As above

Voting Results

Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Description	Particulars
Date of Annual General Meeting	12 th September 2017
Total number of Shareholders on record date	7796
No. of shareholders present in the meeting either in person or through proxy :	55
Promoters and Promoters Group	7
Public	48
No. of shareholders present in the meeting through Video Conferencing:	
Promoters and Promoters Group	Nil
Public	Nil

Details of the Agenda

RESOLUTION NO.1

Resolution required: (Ordinary)			Adoption of the Audited Standalone & Consolidated Balance Sheet for the year ended 31st March, 2017 and Statement of Profit & Loss for the period ended on that date together with the Reports of Board of Directors and Auditors thereon					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
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	6547671	5507082	84.11	5507082	0	100.000	0.000
	Poll	0	0	0.00	0	0	0.000	0.000
	Postal Ballot	0	0	0.00	0	0	0.000	0.000
	Total	6547671	5507082	84.11	5507082	0	100.000	0.000
Public Institutions	E-voting	0	0	0.00	0	0	0.000	0.000
	Poll	0	0	0.00	0	0	0.000	0.000
	Postal Ballot	0	0	0.00	0	0	0.000	0.000
	Total	0	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	3810018	42394	1.11	42392	2	100.000	0.000
	Poll	0	10238	0.27	10218	20	99.800	0.200
	Postal Ballot	0	0	0.00	0	0	0.000	0.000
	Total	3810018	52632	1.38	52610	22	99.960	0.040
Total		10357689	5559714	53.68	5559692	22	100	0.000

RESOLUTION NO.2

Resolution required: (Ordinary)			Declaration of Dividend on Equity Shares					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
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	6547671	5507082	84.11	5507082	0	100.000	0.000
	Poll	0	0	0.00	0	0	0.000	0.000
	Postal Ballot	0	0	0.00	0	0	0.000	0.000
	Total	6547671	5507082	84.11	5507082	0	100.000	0.000
Public Institutions	E-voting	0	0	0.00	0	0	0.000	0.000
	Poll	0	0	0.00	0	0	0.000	0.000
	Postal Ballot	0	0	0.00	0	0	0.000	0.000
	Total	0	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	3810018	42394	1.11	42392	2	100.000	0.000
	Poll	0	10238	0.27	6105	4133	59.630	40.370
	Postal Ballot	0	0	0.00	0	0	0.000	0.000
	Total	3810018	52632	1.38	48497	4135	92.140	7.860
Total		10357689	5559714	53.68	5555579	4135	99.926	0.074

RESOLUTION NO.3

Resolution required: (Ordinary)			Re – appointment of Shri J K Devgupta (DIN 00515391) as Director of the Company					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
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	6547671	5507082	84.11	5507082	0	100.000	0.000
	Poll	0	0	0.00	0	0	0.000	0.000
	Postal Ballot	0	0	0.00	0	0	0.000	0.000
	Total	6547671	5507082	84.11	5507082	0	100.000	0.000
Public Institutions	E-voting	0	0	0.00	0	0	0.000	0.000
	Poll	0	0	0.00	0	0	0.000	0.000
	Postal Ballot	0	0	0.00	0	0	0.000	0.000
	Total	0	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	3810018	42394	1.11	42392	2	100.000	0.000
	Poll		10238	0.27	10238	0	100.000	0.000
	Postal Ballot	0	0	0.00	0	0	0.000	0.000
	Total	3810018	52632	1.38	52630	2	100.000	0.000
Total		10357689	5559714	53.68	5559712	2	100	0.000

RESOLUTION NO.4

Resolution required: (Ordinary)		Ratification of Appointment / Remuneration of Haribhakti & Co., LLP as Statutory Auditors of the Company						
Whether promoter/ promoter group are interested in the agenda/ resolution?		No						
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	6547671	5507082	84.11	5507082	0	100.000	0.000
	Poll	0	0	0.00	0	0	0.000	0.000
	Postal Ballot	0	0	0.00	0	0	0.000	0.000
	Total	6547671	5507082	84.11	5507082	0	100.000	0.000
Public Institutions	E-voting	0	0	0.00	0	0	0.000	0.000
	Poll	0	0	0.00	0	0	0.000	0.000
	Postal Ballot	0	0	0.00	0	0	0.000	0.000
	Total	0	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	3810018	42394	1.11	42392	2	100.000	0.000
	Poll		10238	0.27	10238	0	100.000	0.000
	Postal Ballot	0	0	0.00	0	0	0.000	0.000
	Total	3810018	52632	1.38	52630	2	100.000	0.000
Total		10357689	5559714	53.68	5559712	2	100	0.000

RESOLUTION NO.5

Resolution required: (Special)			Authorising Company to charge for service of documents to members of the Company					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
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	6547671	5507082	84.11	5507082	0	100.000	0.000
	Poll	0	0	0.00	0	0	0.000	0.000
	Postal Ballot	0	0	0.00	0	0	0.000	0.000
	Total	6547671	5507082	84.11	5507082	0	100.000	0.000
Public Institutions	E-voting	0	0	0.00	0	0	0.000	0.000
	Poll	0	0	0.00	0	0	0.000	0.000
	Postal Ballot	0	0	0.00	0	0	0.000	0.000
	Total	0	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	3810018	42394	1.11	42392	2	100.000	0.000
	Poll		10238	0.27	10213	25	99.760	0.240
	Postal Ballot	0	0	0.00	0	0	0.000	0.000
	Total	3810018	52632	1.38	52605	27	99.950	0.050
Total		10357689	5559714	53.68	5559687	27	100	0.000



Ragini Chokshi & Co.
Company Secretaries

Tel. : 022-2283 1120
022-2283 1134

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 : 14-09-2017

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman of 9th Annual General Meeting (AGM) of the Equity Shareholders of **KESAR TERMINALS INFRASTRUCTURE LIMITED** (the Company) held on Tuesday, September 12, 2017 at 3:30 p.m. at the M.C. Ghia Hall, Bhogilal Hargovindas Building, 4th Floor, 18/20 Kaikhushru Dubash Marg, Mumbai 400001.

Dear Sir,

I, Ragini Chokshi, Partner of M/s. Ragini Chokshi & Co., a Company Secretary Firm having its registered office at 34 Kamer Bldg, 5th Floor, 38 Cawasji Patel Street, Fort, Mumbai-400001, has been appointed as the Scrutinizer by the Board of Directors of **KESAR TERMINALS INFRASTRUCTURE LIMITED** for the purpose of:

- (i) Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, and
- (ii) Scrutinizing the physical ballot (Poll) voting process under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, conducted for passing the resolutions contained in the Notice convening the 9th AGM of the Equity Shareholders of the Company held on Tuesday, 12th September, 2017 at 3:30 p.m. at the M.C. Ghia Hall, Bhogilal Hargovindas Building, 4th Floor, 18/20 Kaikhushru Dubash Marg Mumbai, 400 001.



The Notice dated May 30, 2017 convening the AGM along with the statement setting out material facts under Section 102 of the Companies Act, 2013 were sent to the shareholders in respect of the below mentioned resolutions to be passed at the AGM of the Equity Shareholders of the Company.

The Company had availed the remote e-voting facility offered by Central Depository Services (India) Limited (CDSL) for facilitating remote e-voting to the Shareholders of the Company. The Company also provided voting by physical ballot (Poll) at the venue of the Annual General Meeting to those members who attended the Annual General Meeting and who had not voted electronically.

The Shareholders of the Company holding shares of the Company as on the "cut-off" date of 5th September, 2017 were entitled to vote on the resolutions as contained in the Notice of AGM of the Company.


The period for remote e-voting commenced on Saturday, September 9, 2017 at 10:00 a.m. (I.S.T) and ended on Monday, September 11, 2017 at 5:00 p.m. (I.S.T)

After the end of the remote e-voting period i.e. on September 11, 2017, I was provided access to details of the members who had opted for e-voting. The details such as the name of the member, folio no., and number of shares held by the member could be seen to ensure that these members do not vote again at the AGM. However the manner in which the votes were cast by the members were not available.


Further, the Chairman announced the voting through physical ballot (poll) at the AGM Venue for the Shareholders who attended the meeting and had not cast their vote earlier through remote e-voting.

After the time fixed for closing of the poll by the Chairman, One (1) ballot box kept for polling was locked in our presence with due identification marks placed by me.

The locked ballot box was subsequently opened in the presence of two witnesses, who are not in the employment of the Company. They have signed below in confirmation of the ballot box being opened in their presence.



Name: Riya Neema



Name: Mayuri Joshi

The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by Sharex Dynamic (India) Private Limited, Registrar and Transfer Agents of the Company and the authorization/proxies lodged with the Company.

There were no Invalid Votes Cast.



The votes cast through Remote e-voting were unblocked after the Annual General Meeting in the presence of two witnesses, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Riya Neema



Name: Mayuri Joshi

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the e-voting website of CDSL and also the ballot forms received during the poll process at the Annual General Meeting.

The Consolidated Report on the result of the remote e-voting and voting at the meeting through (poll) physical ballot in respect of the said Resolutions is as under:



Resolution No.1: Ordinary Resolution:To receive, consider and adopt the Audited Standalone and Consolidated Balance Sheet as at 31st March, 2017 and Statement of Profit & loss for the period ended on that date together with the reports of Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	43	5549474	99.999
Physical Ballot	16	10218	99.805
Total	59	5559692	99.999

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	2	2	0.001
Physical Ballot	1	20	0.195
Total	3	22	0.001

(iii) Invalid votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	0	0
Physical Ballot	0	0



Resolution No.2: Ordinary Resolution : Declaration of dividend on Equity Shares.

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	43	5549474	99.999
Physical Ballot	16	6105	59.631
Total	59	5555579	99.926

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	2	2	0.001
Physical Ballot	1	4133	40.369
Total	3	4135	0.074

(iii) Invalid votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	0	0
Physical Ballot	0	0



Resolution No.3: Ordinary Resolution: Re – appointment of Shri J K Devgupta (DIN 00515391) who retires by rotation.

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	43	5549474	99.999
Physical Ballot	17	10238	100.00
Total	60	5559712	99.999

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	2	2	0.001
Physical Ballot	0	0	0.00
Total	2	2	0.001

(iii) Invalid votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	0	0
Physical Ballot	0	0



Resolution No.4: Ordinary Resolution: Re-appointment of Haribhakti & Co. LLP Chartered Accountants (Registration No. 103523W) as the Statutory Auditors of the Company and fixing their remuneration.

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	43	5549474	99.999
Physical Ballot	17	10238	100.00
Total	60	5559712	99.999

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	2	2	0.001
Physical Ballot	0	0	0.000
Total	2	2	0.001

(iii) Invalid votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	0	0
Physical Ballot	0	0



Resolution No.5 : Special Resolution ::Resolution under Section 20 of the Companies Act, 2013 authorizing the Company to charge for service of documents to members of the Company.

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	43	5549474	99.999
Physical Ballot	15	10213	99.756
Total	58	5559687	99.999

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	2	2	0.001
Physical Ballot	2	25	0.244
Total	4	27	0.001

(iii) Invalid votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	0	0
Physical Ballot	0	0



All the Resolutions stated above from 01 – 05 have been passed with requisite majority.

The Register, all other papers and relevant records relating to electronic voting and physical ballot (poll) papers, shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting, after which the same will be handed over to the Company Secretary for safe keeping.

Thanking You,

Yours faithfully,

FOR RAGINI CHOKSHI & CO.,

Place: Mumbai

Date:



R.K. Chokshi

Ragini Chokshi
(Partner)

ICSI M. No. 2390
ICSI C.P. No. 1436

Counter signed by

For KESAR TERMINALS & INFRASTRUCTURE LTD

(CHAIRMAN)

(9TH ANNUAL GENERAL MEETING)