

Date: 24th October, 2017

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 25th Annual General Meeting of the Company

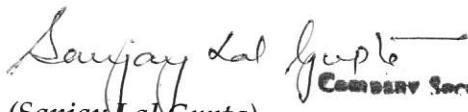
Dear Sir/ Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are sending herewith the minutes of 25th Annual General Meeting of the Company held on 11th September, 2017 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.

Kaushalya Infrastructure Dev. Corporation Ltd.


(Sanjay Lal Gupta)
Company Secretary

MINUTES OF THE TWENTY FIFTH ANNUAL GENERAL MEETING OF KAUSHALYA INFRASTRUCTURE DEVELOPMENT CORPORATION LIMITED HELD ON MONDAY THE 11TH SEPTEMBER, 2017 AT 10.30 A.M. AT "AIKATAN", EZCC, IA-290, SECTOR-III, SALT LAKE, KOLKATA - 700 106.

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

The twenty fifth Annual General Meeting starts at 10:30:00 AM and ends at 12:20:00PM.

MEMBERS PRESENT

64 (Sixty Four) Members representing 24,65,548 shares were present in person.

5 (Five) Corporate Members were present through their authorized representative representing 1,69,73,017 Shares.

24 (Twenty Four) members were present through their proxies representing 6,77,210 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 e-voting facilities to the members through NSDL in respect of all the items of business to be transacted at this AGM. The e-voting period commenced from 8th September, 2017 at 9.00 A.M and ended on 10th September, 2017 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 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 5 (Five) resolutions of Ordinary and Special Business as set out in the Notice of AGM.

CHAIRMAN
INITIALS

[Signature]

DECLARATION OF E- VOTING RESULT.

Based on the consolidated Scrutinizer's Report, in respect of the e-voting and ballot paper voting 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 ANNUAL FINANCIAL STATEMENTS (INCLUDING CONSOLIDATED FINANCIAL STATEMENTS) OF THE COMPANY AS AT 31ST MARCH, 2017, AND THE REPORT OF THE AUDITORS & DIRECTORS' THEREON.

Proposed by: Mr. Tapash Kumar Banerjee

"RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended March 31, 2017, the Report of Board of Directors and Auditors thereon including Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2017 and the report of Auditors thereon as circulated to the Members be and are hereby received, considered and adopted."

Seconded by: Mr. Debraj Chatterjee

Total votes casted on the Resolution	: 1,78,57,772 Shares
No. of votes in favour of the Resolution	: 1,78,57,679 Shares i.e 99.99%
No. votes against the Resolution	: 93 Shares i.e 0.01%
Invalid votes	: Nil

Item No. 2 (ORDINARY RESOLUTION)

APPOINTMENT OF A DIRECTOR IN PLACE OF MR. MAHESH MEHRA, WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFER HIMSELF FOR RE-APPOINTMENT.

Proposed by: Mr. Dilip Roy

"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 re-appointed as Whole-time Director of the Company."

Seconded by: Mr. Tapas Kumar Dutta

Total votes casted on the Resolution	: 1,78,57,772 Shares
No. of votes in favour of the Resolution	: 1,78,57,679 Shares i.e 99.99%
No. votes against the Resolution	: 93 Shares i.e 0.01%
Invalid votes	: Nil

Item No. 3 (ORDINARY RESOLUTION)

RATIFICATION OF APPOINTMENT OF M/S MONU JAIN & COMPANY, CHARTERED ACCOUNTANTS, KOLKATA (FIRM REGISTRATION NO. 327900E) AS STATUTORY AUDITORS OF THE COMPANY.

Proposed by: Mr. Amarendra Nath Ray

"RESOLVED THAT pursuant to the provision of Section 139, 149 & other applicable provision, if any, of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time and resolution passed by the Members at the Annual General Meeting (AGM) held on 22.09.2016, the appointment of M/s. Monu Jain & Company, Chartered Accountants, Kolkata (Firm Registration No. 327900E) as Statutory Auditors of the Company to hold office until the conclusion of the 27th AGM of the Company be and is hereby ratified on such remuneration as may be determined by the Board of Directors of the Company".

Seconded by: Mr. Ranjit Kumar Saha

Total votes casted on the Resolution	: 1,78,57,772 Shares
No. of votes in favour of the Resolution	: 1,78,57,679 Shares i.e 99.99%
No. votes against the Resolution	: 93 Shares i.e 0.01%
Invalid votes	: Nil

SPECIAL BUSINESSItem No. 4 (ORDINARY RESOLUTION)

APPOINTMENT OF MR. ASOKE DAS (DIN: 07691831), AS AN INDEPENDENT DIRECTOR FOR A TERM OF FIVE YEARS.

Proposed by: Mr. Feroz Tandon

"RESOLVED THAT Mr. Asoke Das (DIN: 07691831), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 30th December, 2016 under Section 161(1) of the Companies Act, 2013, read with Article 116 of the Articles of Association of the Company and who holds office up to the date of ensuing Annual General Meeting and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Independent Director, be and is hereby appointed as an Independent Director of the Company pursuant to the provisions of Section 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV of the Companies Act, 2013 to hold office for five consecutive years up to 30th December, 2021."

Seconded by: Mr. Debasis Bhattacharya

Total votes casted on the Resolution	: 1,78,57,772 Shares
No. of votes in favour of the Resolution	: 1,78,57,679 Shares i.e 99.99%
No. votes against the Resolution	: 93 Shares i.e 0.01%
Invalid votes	: Nil

CHAIRMAN'S
INITIALS

[Signature]

Item No. 5 (ORDINARY RESOLUTION)

RE-APPOINTMENT OF MR. MAHESH MEHRA (DIN- 00086683), AS A WHOLE-TIME DIRECTOR OF THE COMPANY.

Proposed by: Mr. Sarbananda Gattani

"RESOLVED THAT pursuant to provisions of Section 196, 197, 203 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification or re-enactment thereof) read with Schedule V thereof, the recommendations of Nomination & Remuneration Committee and the Board of Directors, the consent of Members of the Company be and is hereby accorded to the re-appointment of Mr. Mahesh Mehra (DIN- 00086683) as a Whole-time Director of the Company for the period of five years with effect from September 4, 2017 on the terms and conditions as set out in the Explanatory Statement annexed to the Notice convening this meeting.

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in the said regard."

Seconded by: Mr. Subrata Banerjee

Total votes casted on the Resolution	: 1,78,57,772 Shares
No. of votes in favour of the Resolution	: 1,78,52,679 Shares i.e 99.97%
No. votes against the Resolution	: 5093 Shares i.e 0.03%
Invalid votes	: Nil

VOTE OF THANKS

There being no other business to transact, the meeting terminated with a vote of thanks to the chair.

Date:
Place: Kolkata

Mahesh Mehra

CHAIRMAN

CHAIRMAN'S
INITIALS

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