



**Abhishek Kumar Pandey**  
Company Secretary

C/o- Babulal Das  
51/18B, Dum Dum Road  
Kolkata – 700 074  
Mob: 9903045753

To  
The Chairman  
Kaushalya Infrastructure Development Corporation Limited  
HB-170, Sector III, Salt lake  
Kolkata- 700 106

### SCRUTINIZER REPORT

**Sub: Scrutinizer Report pursuant to provisions of Section 108 of Companies Act, 2013 and with Rule 20 of the Companies (Management and Administration) Rule, 2014 as amended by Companies (Management and Administration) Amendment Rule, 2015**

To  
The Chairman of the 23<sup>rd</sup> Annual General Meeting (AGM) of members of Kaushalya Infrastructure Development Corporation Limited (the Company) for the purpose of scrutinizing the process of voting through Remote E-voting and by user of Ballot at the Annual General Meeting pursuant to provisions of Section 108 of Companies Act, 2013 ("the Act") and with Rule 20 of the Companies (Management and Administration) Rule, 2014 [as amended by Companies (Management and Administration) Amendment Rule, 2015] in respect of the below mention Resolutions proposed at the 23<sup>rd</sup> Annual General Meeting of the Company held on Tuesday, 29<sup>th</sup> September, 2015 at Agora, 5<sup>th</sup> Floor Axis Mall, Unit-A (Block-B), Plot No. CF-9, Major Arterial Road, Action Area IC, New Town Kolkata- 700156, West Bengal at 11.00 A.M. do hereby submit my report as follows:-

- (a) The notice dated 13<sup>TH</sup> August, 2015 convening the 23<sup>rd</sup> Annual General Meeting of the Company setting out the all material facts in respect of resolutions mentioned therein, was sent on 4<sup>th</sup> September, 2015 to the shareholders of the Company.
- (b) The Company has provided Remote-E-voting facility offered by Nation Securities Depository Limited ("NSDL") to its shareholders. At the AGM the Company provided voting facility by way of poll to the shareholders to who did not cast their vote through Remote E-voting facility.
- (c) The members holding shares in physical or dematerialized form as on the "cut-off" date i.e. 22<sup>nd</sup> September, 2015 were entitled to vote on proposed resolutions.
- (d) In terms of the aforesaid notices and pursuant to the provisions of Section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rule, 2014 as amended by Companies (Management and Administration) Amendment Rule, 2015, the voting period for Remote-E-voting commenced on Saturday 26<sup>th</sup> September, 2015 at 09.00 A.M. and ended on Monday 28<sup>th</sup> September, 2015 at 05.00 P.M.
- (e) The members and/or their proxy at the meeting exercise their voting rights at the poll conducted at the AGM as stated above.





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- (f) After conclusion of voting at 23<sup>rd</sup> Annual General Meeting, the votes cast at the meeting were counted first and their after, the votes casted through Remote E-voting was unblocked in presence of Mr. Mukesh Shaw and Mr. Anant Jha who acted as witnesses in accordance with Rule 20 of The Companies (Management and Administration) rules, 2014 [as amended by Companies (Management and Administration) Amendment Rule, 2015].
- (g) Thereafter, the details containing inter-alia , list of the members, who voted "For" or "Against" on each of the Resolutions that were put to vote, were derived from the ballot forms received at the poll conducted at the AGM as well as the report generated from E-voting website of NSDL, <http://www.evoting.nsdl.com> in respect Remote E-voting.
- (h) 38 members have cast their vote through Remote-E-voting and all such votes are valid. 25 members have cast their votes through poll at the AGM venue, out of which 6 ballots are invalid.

I now submit my consolidated report as under on the result of the Remote E-voting and Poll conducted at the AGM venue.

**ITEM No. 1 ORDINARY RESOLUTION-** To receive, consider and adopt the financial statements (including Consolidated Financial Statements) of the Company for the year ended 31st March, 2015, including the audited Balance Sheet as at 31st March, 2015, 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 Auditor's Report thereon.

	No. of votes (shares) cast through Remote E- voting (1)	No. of votes (shares) cast through Poll at the Meeting (2)	Total (1)+(2)=(3)	Percentage of total no. of valid votes cast
(A)Voted in favour of the Resolution	21626647	620	21627267	99.9999%
(B)Voted in against of the Resolution	0	1	1	Negligible
<b>Total</b>	<b>21626647</b>	<b>621</b>	<b>21627268</b>	<b>100%</b>
(C)Invalid votes	0	25	25	Negligible







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**ITEM No.-2 ORDINARY RESOLUTION:-** To retire Mr. Ramesh Kumar Mehra (DIN-00086598) who retires by rotation and doesn't seek his re-appointment therefore not to re-appointment him and the vacancy so created not to fill up.

	No. of votes (shares) cast through Remote E- voting (1)	No. of votes (shares) cast through Poll at the Meeting (2)	Total (1)+(2)=(3)	Percentage of total no. of valid votes cast
(A)Voted in favour of the Resolution	21626647	620	21627267	99.9999%
(B)Voted in against of the Resolution	0	1	1	Negligible
<b>Total</b>	<b>21626647</b>	<b>621</b>	<b>21627268</b>	<b>100%</b>
(C)Invalid votes	0	25	25	Negligible

**ITEM No. 3 ORDINARY RESOLUTION:-** To ratify the appointment of Auditor M/s Sumanta & Co. Chartered Accountants 9 Firm Registration No. 322554E) as the statutory auditors and fix their remuneration as may be determined by Board of Directors of the Company.

	No. of votes (shares) cast through Remote E- voting (1)	No. of votes (shares) cast through Poll at the Meeting (2)	Total (1)+(2)=(3)	Percentage of total no. of valid votes cast
(A)Voted in favour of the Resolution	21626647	620	21627267	99.9999%
(B)Voted in against of the Resolution	0	1	1	Negligible
<b>Total</b>	<b>21626647</b>	<b>621</b>	<b>21627268</b>	<b>100%</b>
(C)Invalid votes	0	25	25	Negligible





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**ITEM No. 4 ORDINARY RESOLUTION:-** Appointment of Mrs. Minoti Nath (DIN- 07017530) as an Independent Director for a term of five years.

	No. of votes (shares) cast through Remote E-voting (1)	No. of votes (shares) cast through Poll at the Meeting (2)	Total (1)+(2)=(3)	Percentage of total no. of valid votes cast
(A)Voted in favour of the Resolution	21626647	620	21627267	99.9999%
(B)Voted in against of the Resolution	0	1	1	Negligible
<b>Total</b>	<b>21626647</b>	<b>621</b>	<b>21627268</b>	<b>100%</b>
(C)Invalid votes	0	25	25	Negligible

**ITEM NO. 5. SPECIAL REDSOLUTION:-** To consider and accord New Articles of Association as per Companies Act, 2013 read with schedule I.

	No. of votes (shares) cast through Remote E-voting (1)	No. of votes (shares) cast through Poll at the Meeting (2)	Total (1)+(2)=(3)	Percentage of total no. of valid votes cast
(A)Voted in favour of the Resolution	21626647	620	21627267	99.9999%
(B)Voted in against of the Resolution	0	1	1	Negligible
<b>Total</b>	<b>21626647</b>	<b>621</b>	<b>21627268</b>	<b>100%</b>
(C)Invalid votes	0	25	25	Negligible





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**ITEM No. 6 SPECIAL RESOLUTION:-** To mortgage under taking of Company under section 180(1)(a) of Companies Act, 2013.

	No. of votes (shares) cast through Remote E- voting (1)	No. of votes (shares) cast through Poll at the Meeting (2)	Total (1)+(2)=(3)	Percentage of total no. of valid votes cast
(A)Voted in favour of the Resolution	21626647	620	21627267	99.9999%
(B)Voted in against of the Resolution	0	1	1	Negligible
<b>Total</b>	<b>21626647</b>	<b>621</b>	<b>21627268</b>	<b>100%</b>
(C)Invalid votes	0	25	25	Negligible

Thanking You

Yours Faithfully

Place: Kolkata  
Date: 01.10.2015



**Abhishek Kumar Pandey**  
Practicing Company Secretary  
Membership No.: 33116  
C.P. No.: 12294