

Date: 12th September, 2017

The Listing Department. BSE Ltd. (Designated Stock Exchange) Pl Towers, Dalal Sheet Mumbai- 400 001

The Listing Department National Stock Exchange of India Ltd. Exchange Plaza, Bandra Kurla Complex. Bandra (E), Mumbai- 400 051

Dear Sir/ Madam,

Stock Code, BSE: 532925 NSE: KAUSHALYA

Sub: 25th Annual General Meeting ('AGM') and voting results.

We would like to inform you that the 25th Annual General Meeting ('AGM') of the Company was held on 11th September, 2017 and the business as contained in the Notice of AGM dated 24th July, 2017 were transacted.

In this regard, please find enclosed the followings:

- (1) Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as Annexure - I.
- (2) Report of Scrutinizer dated September 12, 2017, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as Annexure - II.

The above documents of the 25th Annual General Meeting ('AGM') are also available on the company's website i.e. www.kaushalya.net

This is for your information and records.

Thanking You

Yours Faithfully,

For Kaushalya Infrastructure Development Corp. Ltd.

Coughalaya Infrastructure, Dev. Corporation Lte

(Sanjay Lal Gupta) Company Secretary

Company Secretary

Annexuna -

Date of the AGM/EGM	GM/EGM			11-09-2017				
Total numbe	Total number of shareholders on record date	n record date		19,422				
No. of shareholde or through proxy	No. of shareholders present in the meeting either in person or through proxy	he meeting eith	er in person					
Promoters a	Promoters and Promoter Group:	2		20				
Public:				73				
No. of Shareh Conferencing	No. of Shareholders attended the meeting through Video Conferencing	e meeting throu	gh Video	Notapplicable				
Promoters a Public:	Promoters and Promoter Group: Public:	12						
Resolution r	Resolution required: (Ordinary/ Special)	/ Special)	Ordinary R Consolidated including the Cash Flow St and Auditors	Ordinary Resolution 1 - To Consolidated and Financial St including the Audited Balance Cash Flow Statement for the ye and Auditors' Report thereon.	atements) of Sheet as at 3 ar ended on th	sider and the Comp. 1st March, 3	Ordinary Resolution 1 - To receive consider and adopt the Financial Statement (including Consolidated and Financial Statements) of the Company for the year ended 31st March, 2017, including the Audited Balance Sheet as at 31st March, 2017, 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.	Statement (included 31st March, 20 f Profit and Loss of Board of Direct
Whether pro interested in	Whether promoter/ promoter group are interested in the agenda/resolution?	roup are tion?	No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter	E-Voting	17806474	17805630	100	17805630		100	
and	Poll							,
Promoter Group	Postal Ballot (if applicable)		4		,	9		
	Total		17805630	100	17805630	ő.	100	
- Public	E-Voting		3.	,	×.	4		0.
Institutions	Poll						K	
The second secon								The same of the sa

0.17

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338

0.31

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16824156

E-Voting Poll

Public Non Institutions

Postal Ballot (if applicable) Total ın +

1.46

0.18

99.82

93

52049 17857679

51.57

34630630 17857772

Postal Ballot (if applicable) Total

Total



Resolution re	Resolution required: (Ordinary/ Special)	/ Special)	Ordinary Re rotation and	Ordinary Resolution 2- To appoint a Director in place or rotation and being eligible, offer himself for re-appointment.	appoint a Dire	e-appoint	Ordinary Resolution 2- To appoint a Director in place of Mr. Mahesh Mehra, who retires by rotation and being eligible, offer himself for re-appointment.	ehra, who retires
Whether pro interested in	Whether promoter/ promoter group are interested in the agenda/resolution?	roup are	No					
Category	Mode of Voting No. of shares held (1)	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter	E-Voting	17806474	17805630	100	17805630		100	235
and	Poll					·		
Promoter Group	Postal Ballot (if applicable)			£7	v	6	£1.	**
	Total		17805630	100	17805630	10	100	e
Public Public	E-Voting						33	2
Institutions	Poll			34	1	4	*	*
	Postal Ballot (if applicable)				.:			.63
	Total		1.					8
Public Non	E-Voting	16824156	51799	0.31	51711	88	99.83	0.17
Institutions	Poll		343	0000	338	2	98.54	1.46
	Postal Ballot (if applicable)	3	63	8	0	0		
	Total		52142	0.31	52049	93	99.82	0.18
Total		34630630	17857772	51.57	17857679	93	100	0.00



Kesonuuon r	Kesolution required: (Ordinary/ Special)	/ special)	Ordinary R Accountants,	esolution 3- To Kolkata (Firm Re	ratify the a gistration No.	1ppointmer 327900E) a	Ordinary Resolution 3- To ratify the appointment of M/s. Monu Jain & Co., Chartered Accountants, Kolkata (Firm Registration No. 327900E) as Statutory Auditors of the Company.	n & Co., Chartered I the Company.
Whether pro interested in	Whether promoter/ promoter group are interested in the agenda/resolution?	group are ition?	No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*	No. of Votes – in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter	E-Voting	17806474	17805630	100	17805630	¥	100	25
and	Poll							
Promoter Group	Postal Ballot (if applicable)		0	9-3	1	1	,	
	Total		17805630	100	17805630		100	
Public	E-Voting	*						*
Institutions	Poll			3.				
	Postal Ballot (if applicable)				×			
	Total				i.i.	Si.	,	22
Public Non	E-Voting	16824156	51799	0.31	51711	88	69'83	0.17
Institutions	Poll		343	0.00	338	2	98.54	1.46
	Postal Ballot (if applicable)	ig.			·			٠
	Total		52142	0.31	52049	93	99.82	0.18
Total		34630630	17857772	51.57	17857679	93	100	0.00



Kesoiuuom	kesolution required: (Ordinary/ Special)	/ Special)	for a term of five years.	esolution 4- To ap five years.	ppoint Mr. Aso	ke Das (DI)	Ordinary Resolution 4- To appoint Mr. Asoke Das (DIN 07691831), as an Independent Director for a term of five years.	lependent
Whether pri	Whether promoter/ promoter group are interested in the agenda/resolution?	group are tion?	No					
Category	Mode of Voting No. of shares held (1)	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter	E-Voting	17806474	17805630	100	17805630		100	
and	Poll	A CONTRACTOR OF THE PARTY OF TH					200	
Promoter Group	Postal Ballot (if applicable)	i	·					2 5
	Total		17805630	100	470000		200	
Public	E-Voting		000000	700	1/002030		100	
Institutions	Poll					i		
	Description 11							
	(if applicable)				,			
10000000000000000000000000000000000000	Total			9	33			
Public Non	E-Voting	16824156	51799	0.31	51711	00	90.00	
Institutions	Poll		343	000	250	00	79.83	0.17
	Postal Ballot	100	CLC	0.00	228	0	98.54	1.46
	(if applicable)			e:		7	7	
	Total		52142	0.31	52049	03	00 83	0 4 0
Total		34630630	17857772	5157	17857670	0.0	1000	0.18

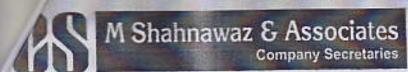
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Resolution re	Resolution required: (Ordinary/ Special)	/ Special)	Ordinary Re Company.	esolution 5- To	re-appoint M	r. Mahesh	Ordinary Resolution 5- To re-appoint Mr. Mahesh Mehra as a Whole-time Director of the Company.	ime Director of the
Whether pro interested in	Whether promoter/promoter group are interested in the agenda/resolution?	roup are tion?	Yes					
Category	Mode of Voting No. of shares held (1)	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter	E-Voting	17806474	17805630	100	17805630	*	100	**
pue	Poll				(			*
Promoter Group	Postal Ballot (if applicable)					٠		
	Total		17805630	100	17805630		100	
Public	E-Voting				-			
Institutions	Poll				٠		92	
	Postal Ballot (if applicable)		1	7		•		
	Total							
Public Non	E-Voting	16824156	51799	0.31	46711	5088	90.18	9.82
Institutions	Poll		343	00'0	338	ın	98.54	1.46
	Postal Ballot (if applicable)			y.		*		
	Total		52142	0.31	47049	5093	90.23	9.77
Total		34630630	17857772	51.57	17852679	5093	79.97	0.03

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#### SCRUTINIZER'S REPORT

To

The Chairman of the 25th Annual General Meeting of Kaushalya Infrastructure Development Corporation Limited (CIN L51216WB1992PLC055629), held on Monday, September 11, 2017 at 10.30 a.m. at "Aikatan", EZCC, IA-290, Sector-III, Salt Lake, Kolkata - 700 106

Dear Sir,

Sub: Consolidated Scrutinizer's Report on voting through remote e-voting and voting through ballot papers at the 25th Annual General Meeting of Kaushalya Infrastructure Development Corporation Limited held on Monday, September 11, 2017 at 10.30 a.m.

I, Md. Shahnawaz, Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of Kaushalya Infrastructure Development Corporation Limited (the Company) to scrutinize the remote e-voting and voting by using ballot papers at the 25th Annual General Meeting (AGM) of the Company held on Monday, September 11, 2017 at 10.30 a.m. at "Aikatan", EZCC, IA-290, Sector-III, Salt Lake, Kolkata – 700106, pursuant to Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings.

The Annual Report containing the AGM Notice dated July 24, 2017 (hereinafter referred as Notice of AGM), and other statements and reports, were sent through electronic mode to those members whose e-mail IDs were registered with the Company or depository, as the case may be, and to other members, in hard copy through courier. The electronic transmission and despatch of hard copy of the Annual Report were completed on August 16, 2017.

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and voting by using ballot papers by the shareholders on the resolutions proposed in the Notice of the 25th AGM of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of ballot papers at the meeting are conducted in a fair and transparent manner and render consolidated scrutinized report of the total votes cast 'in favour' or 'against' on the resolutions to the Chairman, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL) and on the voting by use of ballot papers at the meeting.

I submit my report in respect of the resolutions passed at the AGM of the Company as under:

#### A. Relating to E-Voting

- The Company had availed the e-voting facility provided by National Securities Depository Limited (NSDL) for conducting remote e-voting by the Shareholders of the Company.
- The shareholders of the Company holding shares as on the "cut-off" date, i.e., September 4, 2017, were entitled to vote on the resolutions as contained in the Notice of the AGM.
- The voting period for remote e-voting commenced at 9.00 a.m. on Friday, September 8, 2017 and ended at 5.00 p.m. on Sunday, September 10, 2017, and the NSDL e-voting platform was blocked thereafter.

## B. Relating to voting by ballot papers

- The Company had also provided facility to vote through ballot papers to the shareholders present at the AGM and who had not cast their vote earlier through remote e-voting facility. Ballot papers were distributed to such shareholders and allowed to vote.
- After the time fixed for closing of the voting by ballot papers by the Chairman, the ballot box was
  opened in my presence and ballot papers were diligently scrutinized. The ballot papers were reconciled
  with the records maintained by the Company/Registrar and Transfer Agents of the Company and the
  authorizations/proxies lodged with the Company.
- 3. There was no ballot paper which was incomplete or found defective.

# C. Result of remote c-voting and voting through ballot paper are as under:

- The voting rights of the members were reckoned as on the "cut-off date", i.e., September 4, 2017, for the purpose of determining entitlement of the members to vote on the resolutions as contained in the Notice of the AGM.
- After the conclusion of the AGM, the ballot box was opened and ballot papers were removed and examined.
- The votes cast through remote e-voting were unblocked at 11.17 a.m. in presence of two witnesses, namely, Mr. Surya Prakash Pandey and Mr. Manjeet Singh, who are not in the employment of the Company.

They have signed below in confirmation of the event being unblocked in their presence:

S.P. Pandelli

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- The details of the voting by the members, who voted "For" or "Against" through remote e-voting and ballot papers were diligently scrutinized.
- 5. The combined result of voting (both through remote e-voting and ballot paper) are as under:

#### ORDINARY BUSINESS

#### Resolution - 1

Ordinary Resolution - Receive, consider and adopt the Financial Statements (including Consolidated Financial Statements) of the Company for the year ended 31st March, 2017, including the Audited Balance Sheet as at 31st March, 2017, 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.

#### (i) Voted in favour of the resolution:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	37	32	69
No. of Votes cast by them	17857341	338	17857679
% of total no. of valid vote cast	99.99%	98.54%	99.99%

(ii) Voted against the resolution:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	2	1	3
No. of Votes cast by them	88	5	93
% of total no. of valid vote cast	0.01%	1.46%	0.01%

(iii) Invalid Votes:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	Nil	Nil	Nil
Total No. of votes cast by them	Nil	Nil	· Nil

#### Resolution - 2

Ordinary Resolution - Re-appointment of Mr. Mahesh Mehra (DIN- 00086683), Whole-time Director, who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

W-2-10	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	37	32	69
No. of Votes cast by them	17857341	338	17857679
% of total no. of valid vote cast	99,99%	98.54%	99,99%

(ii) Voted against the resolution:

AND THE SHAPE OF T	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	2	1	3
No. of Votes cast by them	88	5	93
% of total no. of valid vote cast	0.01%	1.46%	0.01%

(iii) Invalid Votes:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	Nil	Nil	Nil
Total No. of votes cast by them	Nil	Nil	Nil



### Resolution - 3

Ordinary Resolution - Ratify the appointment of Statutory Auditors and to authorize the Board of Directors to fix their remuneration

## (i) Voted in favour of the resolution:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	37	32	69
No. of Votes cast by them	17857341	338	17857679
% of total no. of valid vote cast	99,99%	98.54%	99.99%

# (ii) Voted against the resolution:

N. J. Salar	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	2	I	3
No. of Votes cast by them	88	5	93
% of total no. of valid vote cast	0.01%	1.46%	0.01%

### (iii) Invalid Votes:

	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	Nil	Nil	Nil
Total No. of votes east by them	Nil	Nil	Nil

## SPECIAL BUSINESS

#### Resolution - 4

Ordinary Resolution - Appointment of Mr. Asoke Das (DIN: 07691831), as an Independent Director for a term of five years.

# (i) Voted in favour of the resolution:

North CM	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	37	32	69
No. of Votes cast by them	17857341	338	17857679
% of total no. of valid vote cast	99.99%	98,54%	99,99%

# (ii) Voted against the resolution:

Number of Mark	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	2	1	3
No. of Votes cast by them	88	5	93
% of total no. of valid vote cast	0.01%	1.46%	0.01%

### (iii) Invalid Votes:

my arrana rosso	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	Nil	Nil	Nil
Total No. of votes cast by them	Nil	Nil	Nil

#### Resolution - 5

Ordinary Resolution - Re-appointment of Mr. Mahesh Mehra (DIN-00086683), as a Whole-time Director, of the company.

#### (b) Voted in favour of the resolution:

i) Voted in favour of the resolution.	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	36	32	68
No. of Votes cast by them	17852341	338	17852679
% of total no. of valid vote cast	99.97%	98.54%	99.97%

## (ii) Voted against the resolution:

ii) Voted against the resolution:	Voting by Remote e-voting	Voting by Ballot Paper	Total
Number of Members voted	3	1	4
No. of Votes east by them	5088	5	5093
% of total no, of valid vote cast	0.03%	1.46%	0.03%

#### (iii) Invalid Votes:

iii) iiivanu voics.	Voting by Remote	Voting by Ballot	Total
Number of Members voted	Nil	Nil	Nil
Total No. of votes cast by them	Nil	Nil	Nil

- 6. Based on the above results, I report that the resolutions contained at item nos. 1 to 5 have been duly approved by the shareholders with requisite majority.
- 7. The physical Ballot papers, register of remote e-voting and other relevant documents/registers will remain in my safe custody until the Chairman considers, approves and signs the minutes of the 25th AGM and the same shall be handed over, thereafter, to the Chairman/Company Secretary for safe keeping.

Thanking you, Yours faithfully,

Md. Shahnawaz

Practising Company Secretary

C.P. No.15076

Membership No.21427

Kolkata, September 12, 2017

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