



## **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 GSTIN : 24AADCK2945C1ZR

15<sup>th</sup> September, 2022

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

**Scrip Code: 533289**

Dear Sir / Madam,

**Sub: Declaration of Voting Results & Consolidated Scrutinizer Report for the 14<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**

  
**Sarika Singh**  
Company Secretary



<b>Voting results</b>	
<b>Date of AGM</b>	13 <sup>th</sup> September, 2022
<b>Record date</b>	6 <sup>th</sup> September, 2022
<b>Total number of shareholders on record date</b>	6744
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	N.A
b) Public	N.A
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	11
b) Public	45
<b>No. of resolution passed in the meeting</b>	<b>2</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, 2022, together with the Report 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, 2022, 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	6057641	90.6979	6057641	0	100.0000	0.0000
	Poll		608650	9.1130	608650	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6678922	6666291	99.8109	6666291	0	100.0000
Public-Institutions	E-Voting	528777	459488	86.8964	459488	0	100.0000	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	100.0000
Public- Non Institutions	E-Voting	3718776	19024	0.5116	18908	116	99.3902	0.6098
	Poll		4406	0.1185	4406	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		3718776	23430	0.6300	23314	116	99.5049
<b>Total</b>	<b>Total</b>	10926475	7149209	65.4302	7149093	116	99.9984	0.0016
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	



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## Resolution (2)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				2. To Appoint a Director in Place of Shri J K Devgupta ( DIN: 00515391 ), Who retire 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	6057641	90.6979	6057641	0	100.0000	0.0000
	Poll		608650	9.1130	608650	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6678922	6666291	99.8109	6666291	0	100.0000
Public-Institutions	E-Voting	528777	459488	86.8964	459488	0	100.0000	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	100.0000
Public- Non Institutions	E-Voting	3718776	19024	0.5116	18708	316	98.3389	1.6611
	Poll		4406	0.1185	4406	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		3718776	23430	0.6300	23114	316	98.6513
<b>Total</b>		10926475	7149209	65.4302	7148893	316	99.9956	0.0044
<b>Whether resolution is Pass or Not.</b>							<b>Yes</b>	



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**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 : 13/09/2022

**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 Chairman,  
14<sup>th</sup> Annual General Meeting (AGM)  
Of KESAR TERMINALS & INFRASTRUCTURE LIMITED  
held on Tuesday, September 13, 2022 at 3:00 P.M.

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 14<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 Ministry of Corporate Affairs (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, Circular No. 21/2021 dated December 14, 2021 and Circular No. 2/2022 dated May 05, 2022 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 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, on the businesses contained in the



Notice of the 14<sup>th</sup> AGM of the Members of the Company, held on Tuesday, September 13, 2022 at 3:00 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 14<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 Intime India Private Limited, 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, 02/2021, 21/2021 and 02/2022 dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020, 5<sup>th</sup> May, 2020, 13<sup>th</sup> January, 2021, 14<sup>th</sup> December, 2021 and 5<sup>th</sup> May, 2022 respectively issued by the Ministry of Corporate Affairs, advertisement was published on August 20, 2022 in Free Press Journal, Mumbai (English Edition) and on August 20, 2022 in Navshakti, Mumbai (Marathi Edition), 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 Monday, August 22, 2022 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, September 6, 2022 being the cut-off date for deciding the entitlements of members for remote e-voting and e-voting during the AGM.

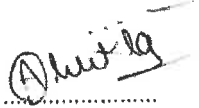
## 5. Remote e-voting process

- i) **Agency:** The Company had appointed Link Intime India Pvt. Ltd. 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 Friday, September 9, 2022 and ended on Monday, September 12, 2022 at 5:00 p.m.

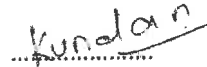


The votes cast were unblocked on September 13, 2022 after the conclusion of the AGM and was witnessed by two witnesses, who are not in the employment of the Company.

They have signed below in confirmation of the same.



Name: Abhishek Shukla



Name: Kundan Thakur

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. The e-votes cast were unblocked on, September 13, 2022 after the conclusion of proceedings 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. 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 31<sup>st</sup> March, 2022 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 31<sup>st</sup> March, 2022 and 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	45	6536037	10	613056	55	7149093	99.9984
Dissent	2	116	0	0	2	116	0.0016
Total	47	6536153	10	613056	57	7149209	100



**SUMMARY OF E-VOTING**

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	7149209	100
Assented to Resolution	7149093	99.9984
Dissented to Resolution	116	0.0016

**Item No: 2 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	44	6535837	10	613056	54	7148893	99.9956
Dissent	3	316	0	0	3	316	0.0044
<b>Total</b>	47	6536153	10	613056	57	7149209	100

**SUMMARY OF E-VOTING**

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	7149209	100
Assented to Resolution	7148893	99.9956
Dissented to Resolution	316	0.0044





**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 14<sup>th</sup> AGM of the Company i.e. Tuesday, September 13, 2022.

Yours faithfully,  
Thanking You,

Countersigned by  
**KESAR TERMINALS & INFRASTRUCTURE  
LIMITED**

  
Company Secretary

Place: Mumbai

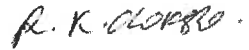
Date: 15/09/2022



For RAGINI CHOKSHI & COMPANY

(Company Secretaries)  
(P.R. Certificate No. 659/2020)





**RAGINI CHOKSHI  
(Partner)**

Membership No:2390

C.P. Number: 1436

UDIN: F002390D000966122

Place: Mumbai

Date: September 13, 2022