

Kaya Limited

August 5, 2025

To,
BSE Limited
Market Operations Department,
1st Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001
BSE Scrip Code: 539276

National Stock Exchange of India Limited
'Exchange Plaza', 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra(E), Mumbai 400051
NSE Symbol: KAYA

Subject: Voting Result and the Scrutinizer's Report – 22nd Annual General Meeting (“AGM” or “the Meeting”)

Dear Sir/ Madam,

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Voting Results of the businesses transacted at the 22nd Annual General Meeting (“AGM”) held on Tuesday, August 5, 2025 at 10:00 a.m. IST through Video Conferencing and Other Audio-Visual Means.

Also enclosed is the Consolidated Report of the Scrutinizer on remote e-voting conducted prior to and during the AGM.

The aforementioned documents are being uploaded on the website of the Company at www.kaya.in and on the website of NSDL at www.evoting.nsdl.com.

Kindly take the above on record.

For Kaya Limited,

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**Nitika Dalmia
Company Secretary &
Compliance Officer**

Encl: A/a

Registered Office: Kaya Limited, Marks, 23/C, Mahal Industries Estate, Mahakali Caves Road, Near Paper Box Lane, Andheri (E), Mumbai 400 093. Tel.:91-22-66195000. Website: www.kaya.in

CIN: L85190MH2003PLC139763

Kaya Limited

Details of the voting results as per Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	
Date of the AGM	Tuesday, August 5, 2025
Total number of shareholders on record date	19607
No. of shareholders present in the meeting either in person or through proxy Promoters and Promoters Group: Public:	No arrangement for a physical meeting or appointment of proxy was made as the Meeting was held through video conferencing/ other audio-visual means
Total No. of shareholders attended the meeting through video conferencing/ other audio-visual means	32
Promoters and Promoters Group:	14
Public:	18

Registered Office: Kaya Limited, Marks, 23/C, Mahal Industries Estate, Mahakali Caves Road, Near Paper Box Lane, Andheri (E), Mumbai 400 093. Tel.:91-22-66195000. Website: www.kaya.in

CIN: L85190MH2003PLC139763

Kaya Limited								
Resolution Required :Ordinary			1 - Approval of Audited Standalone Financial Statements for FY 24-25					
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	7810924	7743555	99.14	7743555	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		7743555	99.14	7743555	0	100.00	0.00
Public Institutions	E-Voting	377376	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting	4909241	154135	3.14	154081	54	99.97	0.04
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		154135	3.14	154081	54	99.96	0.04
Total		13097541	7897690	60.30	7897636	54	100.00	0.00

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Kaya Limited								
Resolution Required :Ordinary			2 - Approval of Audited Consolidated Financial Statements for FY 24-25					
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
		[1]	[2]	[3]={{[2]/[1]}*100}	[4]	[5]	[6]={{[4]/[2]}*100}	[7]={{[5]/[2]}*100}
Promoter and Promoter Group	E-Voting	7810924	7743555	99.14	7743555	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		7743555	99.14	7743555	0	100.00	0.00
Public Institutions	E-Voting	377376	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting	4909241	154135	3.14	154081	54	99.97	0.04
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		154135	3.14	154081	54	99.96	0.04
Total		13097541	7897690	60.30	7897636	54	100.00	0.00

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Kaya Limited

Resolution Required :Ordinary			3 - Appoint a Director in place of Mr. Rajendra Mariwala who retire by rotation.					
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]	$[3]=\frac{[2]}{[1]} * 100$	[4]	[5]	$[6]=\frac{[4]}{[2]} * 100$	$[7]=\frac{[5]}{[2]} * 100$
Promoter and Promoter Group	E-Voting	7810924	7743555	99.14	7743555	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		7743555	99.14	7743555	0	100.00	0.00
Public Institutions	E-Voting	377376	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting	4909241	154138	3.14	154081	57	99.96	0.04
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		154138	3.14	154081	57	99.96	0.04
Total		13097541	7897693	60.2991	7897636	57	100.00	0.00

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Resolution Required :Ordinary			4 - Appoint Secretarial Auditors of the Company for 5 years.					
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	7810924	7743555	99.14	7743555	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		7743555	99.14	7743555	0	100.00	0.00
Public Institutions	E-Voting	377376	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non Institutions	E-Voting	4909241	154138	3.14	154081	57	99.96	0.04
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		154138	3.14	154081	57	99.96	0.04
Total		13097541	7897693	60.30	7897636	57	100.00	0.00

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SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]

August 5, 2025

To,
The Chairman
Kaya Limited

23/C, Mahal Industrial Estate,
Mahakali Caves Road, Near Paperbox Lane,
Andheri (East), Mumbai – 400093,
Maharashtra

Twenty-second Annual General Meeting of the Equity Shareholders of Kaya Limited held on Tuesday, August 5, 2025 at 10.00 a.m. IST through Video Conferencing / Other Audio-Visual Means.

Subject: Combined Report on remote e-voting and e-voting at the AGM conducted pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of Companies (Management and Administration) Rules, 2014 including subsequent amendments thereto from time to time and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time), at the Twenty-second Annual General Meeting ("AGM").

1. Appointment as Scrutinizer

1.1 We have been appointed as the Scrutinizer pursuant to clause (ix) of sub-rule 4 of Rule 20 of the Companies (Management and Administration) Rules, 2014 ("**the Rules**") vide resolution passed by the Board of Directors of Kaya Limited ("**the Company**") at its meeting held on May 28, 2025 to scrutinize the voting conducted through remote e-voting and e-voting at the AGM on all four resolutions set out in the Notice convening the Twenty-second AGM in a fair and transparent manner.







Magia Halwai & Associates

Company Secretaries

- 1.2 In accordance with the Articles of Association of the Company, Mr. Gautam Bhandari, shareholder of the Company (not being an employee) was appointed as another Scrutinizer for the aforesaid purpose by the Chairman of the AGM.

2. Dispatch of Notice convening the AGM

- 2.1 Pursuant to the General Circulars No. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021, 02/2022, 11/2022, 09/2023 and 09/2024 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 respectively issued by the Ministry of Corporate Affairs, and in accordance with Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 on May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023, and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024, issued by Securities & Exchange Board of India, and in terms of clause (v) of sub-rule 4 of Rule 20 of the Rules, an advertisement was published in the Financial Express (English) and Mumbai Lakshadeep (Marathi), having electronic editions, on July 12, 2025 specifying the date & time of the AGM, availability of the notice of AGM on Company's website and website of Stock Exchanges, manner of voting through remote e-voting or through e-voting system at the time of AGM, etc.
- 2.2 The Company hosted the notice of AGM on its website and website of the agency providing the platform for remote e-voting and e-voting during the AGM, and also intimated the same to Stock Exchanges viz. BSE Limited and National Stock Exchange of India Limited on July 12, 2025.
- 2.3 The Company informed that on the basis of the Register of Members and the list of the Beneficial Owners made available by the Depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Company sent the Notice of AGM dated May 28, 2025 in electronic form on July 12, 2025 to those shareholders whose e-mail addresses were registered with the Company. The detailed procedure for e-voting was contained in the Notice of AGM.

Gautam Bhandari

Rohith Mha



3. Cut-off date

- 3.1 **The cut-off date (record date)** for determining members entitled to participate in the remote e-voting or voting at the AGM through e-voting system was fixed by the Company as **Tuesday, July 29, 2025**.
- 3.2 On the basis of the Register of Members and the list of Beneficiary Owners made available by the Depository viz. National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) as on the cut-off date of Tuesday, July 29, 2025 there were total 19607 members.

4. Remote e-voting process and e-voting during the AGM

- 4.1 The Company had availed e-voting facility offered by National Securities Depository Limited (“NSDL”) for conducting remote e-voting by the Members of the Company. NSDL had provided a system for casting the votes electronically on <https://www.evoting.nsdl.com/>.
- 4.2 The remote e-voting period commenced on **Saturday, August 2, 2025 at 9.00 a.m. IST** and ended on **Monday, August 4, 2025 at 5:00 p.m. IST** and the e-voting module was blocked thereafter.
- 4.3 Further, during the AGM, only the members who were attending the AGM through Video Conferencing / Other Audio-Visual Means and who have not cast their votes through remote e-voting were allowed to vote through e-voting.
- 4.4 After the closure of the voting at the AGM, the report on voting done through electronic voting system at the meeting was generated in my presence and the voting was diligently scrutinized.
- 4.5 The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company. The votes tendered therein, based on the data downloaded from the e-voting system, were scrutinized and reviewed.

Gautam Bhandari

Rohith Mha



Magia Halwai & Associates

Company Secretaries

- 4.6 The management of the Company is responsible to ensure the compliance with the requirements of the Act and the Rules relating to voting including remote e-voting or e-voting during the AGM for the resolutions contained in the Notice to the 22nd AGM of the Equity Shareholders of the Company.
- 4.7 Our responsibility as a scrutinizer and to give a combined scrutinizer's report of the votes cast "for" or "against" on all four resolutions stated in the Notice of the 22nd AGM is based on the reports generated from the e-voting system for remote e-voting and votes cast during the AGM through the said e-voting system.

5. Counting Process

- 5.1 On completion of e-voting during the AGM, we unblocked the results of the remote e-voting and e-voting by members at the AGM, on the NSDL e-voting platform and downloaded the results.

6. Results

- 6.1 Based on the results made available to us:
- a) 71 Members had cast their votes through remote e-voting.
 - b) 1 Member had cast their votes through e-voting during the AGM.
- 6.2 My report with detailed analysis of remote e-voting and e-voting during the AGM on each of the four resolutions contained in the Notice dated May 28, 2025 calling AGM on August 5, 2025 is annexed herewith as **Annexure-1**.
- 6.3 Based on the analysis annexed herewith, we report that the Four Ordinary Resolutions as set out in the Item Nos. 1(a) & (b), 2 and 3 of the Notice of the AGM dated May 28, 2025, have been **passed with the requisite majority**.

Gautam Bhandari

Rohith



Magia Halwai & Associates

Company Secretaries

The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the 22nd AGM.

Thanking you.

Yours truly,

For Magia Halwai & Associates (A Peer Reviewed Firm)



Sitansh Magia

Partner

P.R. No.: 1669/2022

ACS 15169

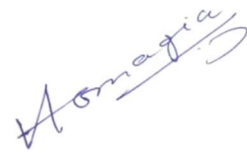
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Gautam Bhandari
(Shareholder Scrutinizer)

Witness:



Countersigned and received the report:

Mrs. Pramila Halwai

Mr. Anil Magia

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Signed by **Nitika Dalmia**

Company Secretary and Compliance Officer

Authorized by Chairman of the 22nd Annual General Meeting

Date: August 5, 2025

Place: Mumbai

Annexure - 1

Analysis of Results

Resolution No.	1 [given as Item No. 1 (a) of the Notice of AGM]
Subject	a) To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2025 together with the Reports of the Board of Directors and the Auditors thereon; and
Type of Resolution	Ordinary Resolution

Particulars	Remote e-voting		e-voting at the AGM		Total		Percentage of total number of votes cast (Rounded off to two-digit decimal)
	Number	Votes (A)	Number	Votes (B)	Number	Votes (A+B)	
Assent	66	78,97,635	1	1	67	78,97,636	99.99%
Dissent	4	54	0	0	4	54	0.01%
Abstain	0	0	0	0	0	0	0
Invalid	0	0	0	0	0	0	0
Total	70	78,97,689	1	1	71	78,97,690	100%

Gautam Bhandari

Rohith



Analysis of Results

Resolution No.	2 [given as Item No. 1 (b) of the Notice of AGM]
Subject	b) To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2025 and the Report of the Auditors thereon.
Type of Resolution	Ordinary Resolution

Particulars	Remote e-voting		e-voting at the AGM		Total		Percentage of total number of votes cast (Rounded off to two-digit decimal)
	Number	Votes (A)	Number	Votes (B)	Number	Votes (A+B)	
Assent	66	78,97,635	1	1	67	78,97,636	99.99%
Dissent	4	54	0	0	4	54	0.01%
Abstain	0	0	0	0	0	0	0
Invalid	0	0	0	0	0	0	0
Total	70	78,97,689	1	1	71	78,97,690	100%

Gautam Bhandas,

Rohith



Analysis of Results

Resolution No.	3 [given as Item No. 2 of the Notice of AGM]
Subject	To appoint a Director in place of Mr. Rishabh Mariwala, Director (DIN: 03072284) who retires by rotation and being eligible seeks re-appointment.
Type of Resolution	Ordinary Resolution

Particulars	Remote e-voting		e-voting at the AGM		Total		Percentage of total number of votes cast (Rounded off to two-digit decimal)
	Number	Votes (A)	Number	Votes (B)	Number	Votes (A+B)	
Assent	66	78,97,635	1	1	67	78,97,636	99.99%
Dissent	5	57	0	0	5	57	0.01%
Abstain	0	0	0	0	0	0	0
Invalid	0	0	0	0	0	0	0
Total	71	78,97,692	1	1	72	78,97,693	100%

Gautam Bhandari

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Analysis of Results

Resolution No.	4 [given as Item No. 3 of the Notice of AGM]
Subject	To appoint M/s. Magia Halwai & Associates, Practicing Company Secretaries (Peer Review Certificate No. 1669/2022) as Secretarial Auditors of the Company from financial year 2025-26 to financial year 2029-30.
Type of Resolution	Ordinary Resolution

Particulars	Remote e-voting		e-voting at the AGM		Total		Percentage of total number of votes cast (Rounded off to two-digit decimal)
	Number	Votes (A)	Number	Votes (B)	Number	Votes (A+B)	
Assent	66	78,97,635	1	1	67	78,97,636	99.99%
Dissent	5	57	0	0	5	57	0.01%
Abstain	0	0	0	0	0	0	0
Invalid	0	0	0	0	0	0	0
Total	71	78,97,692	1	1	72	78,97,693	100%

This Annexure-1 is part of our Scrutinizer's Report.

For Magia Halwai & Associates (A Peer Reviewed Firm)



Sitansh Magia

Partner

P.R. No.: 1669/2022

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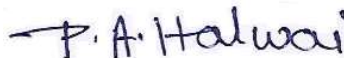
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UDIN: A015169G000933680



Gautam Bhandari
(Shareholder Scrutinizer)

Witness:



Mrs. Pramila Halwai



Mr. Anil Magia

Date: August 5, 2025

Place: Mumbai