

# Kaya Limited

July 22, 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', 5<sup>th</sup> 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 – Extraordinary General Meeting (“EGM” 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 EGM of the Company held on Tuesday, July 22, 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 EGM.

The aforementioned documents are being uploaded on the website of the Company at [www.kaya.in](http://www.kaya.in) and on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com)

Kindly take the above on record.

**For Kaya Limited,**

NITIKA SUNNY  
NIRMAL

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NITIKA SUNNY NIRMAL  
Date: 2025.07.22  
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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](http://www.kaya.in)

CIN: L85190MH2003PLC139763

# Kaya Limited

<b>Details of the voting results as per Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015</b>	
Date of the EGM	Tuesday, July 22, 2025
Total number of shareholders on record date	19,735
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 :	31
Promoters and Promoters Group:	17
Public:	14

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CIN: L85190MH2003PLC139763

## Kaya Limited

Resolution Required :Special			1 - To approve Issuance of Equity Shares on Preferential Basis					
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	7761555	99.37	7761555	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
	<b>Total</b>		<b>7761555</b>	<b>99.37</b>	<b>7761555</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
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
	<b>Total</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public Non Institutions	E-Voting	4909241	11403	0.23	11390	13	99.89	0.11
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>11403</b>	<b>0.23</b>	<b>11390</b>	<b>13</b>	<b>99.89</b>	<b>0.11</b>
<b>Total</b>		<b>13097541</b>	<b>7772958</b>	<b>59.35</b>	<b>7772945</b>	<b>13</b>	<b>100.00</b>	<b>0.00</b>

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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]

July 22, 2025

To,  
The Chairman  
Kaya Limited

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

Extra-Ordinary General Meeting of the Equity Shareholders of Kaya Limited held on Tuesday, July 22, 2025 at 10.00 a.m. IST ("EGM") through Video Conferencing / Other Audio-Visual Means.

**Subject: Combined Report on remote e-voting and e-voting at the EGM 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 EGM.**

### 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 June 26, 2025 to scrutinize the voting conducted through remote e-voting and e-voting at the EGM on the resolution set out in the Notice convening the EGM in a fair and transparent manner.

*Gautam Bhandari*

*Rohith*



# 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 EGM.

## 2. Dispatch of Notice convening the EGM

- 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 (hereinafter collectively referred to as '**Regulatory Circulars**'), 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 June 28, 2025 specifying the date & time of the EGM, availability of the notice of EGM 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 EGM, etc.
- 2.2 The Company hosted the notice of EGM on its website and website of the agency providing the platform for remote e-voting and e-voting during the EGM and also intimated the same to Stock Exchanges viz. BSE Limited and National Stock Exchange of India Limited on June 27, 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 EGM dated June 26, 2025 in electronic form on June 27, 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 EGM.







# Magia Halwai & Associates

## Company Secretaries

### 3. Dispatch of Corrigendum to Notice convening the EGM

- 3.1 Pursuant to the Regulatory Circulars, and in terms of clause (v) of sub-rule 4 of Rule 20 of the Rules and such other applicable provisions, an advertisement was published in the Financial Express (English) and Mumbai Lakshadeep (Marathi), having electronic editions, on July 18, 2025, specifying the Corrigendum to the Notice convening the EGM (**'Corrigendum'**), availability of the said Corrigendum on the website of Stock Exchanges as well as NSDL (i.e. agency providing the platform for remote e-voting and e-voting during the EGM), etc.
- 3.2 The Company also hosted the Corrigendum on its website and also intimated the same to Stock Exchanges viz. BSE Limited and National Stock Exchange of India Limited on July 17, 2025.
- 3.3 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 Corrigendum dated July 17, 2025 in electronic form on July 17, 2025 to those shareholders whose e-mail addresses were registered with the Company.

### 4. Cut-off date

- 4.1 **The cut-off date (record date)** for determining members entitled to participate in the remote e-voting or voting at the EGM through e-voting system was fixed by the Company as **Tuesday, July 15, 2025**.
- 4.2 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 15, 2025 there were total 19,735 members.

### 5. Remote e-voting process and e-voting during the EGM

- 5.1 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/>.

*Gautam Bhandari*

*Rohith Mha*



# Magia Halwai & Associates

## Company Secretaries

- 5.2 The remote e-voting period commenced on **Saturday, July 19, 2025 at 9.00 a.m. IST** and ended on **Monday, July 21, 2025 at 5:00 p.m. IST** and the e-voting module was blocked thereafter.
- 5.3 Further, during the EGM, only the members who were attending the EGM 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.
- 5.4 After the closure of the voting at the EGM, the report on voting done through electronic voting system at the meeting was generated in my presence and the voting was diligently scrutinized.
- 5.5 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.
- 5.6 The management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules relating to voting including remote e-voting or e-voting during the EGM for the resolutions contained in the Notice to the EGM read with the Corrigendum.
- 5.7 Our responsibility as a scrutinizer and to give a combined scrutinizer's report of the votes cast "for" or "against" on the resolution stated in the Notice to EGM read with Corrigendum is based on the reports generated from the e-voting system for remote e-voting and votes cast during the EGM through the said e-voting system.

## 6. Counting Process

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

## 7. Results

- 7.1 Based on the results made available to us:
- 68 Members had cast their votes through remote e-voting.
  - 4 Members had cast their votes through e-voting during the EGM.

*Gautam Bhandari*

*Rohith*



# Magia Halwai & Associates

## Company Secretaries

- 7.2 My report with detailed analysis of remote e-voting and e-voting during the EGM on the resolution contained in the Notice dated June 26, 2025 read with Corrigendum dated July 17, 2025 calling EGM on July 22, 2025 is annexed herewith as **Annexure-1**.
- 7.3 Based on the analysis annexed herewith, we report that the Special Resolution as set out in the Item No. 1 of the Notice of the EGM dated June 26, 2025, have been **passed with the requisite majority**.

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 EGM.

Thanking you.

Yours truly,

For Magia Halwai & Associates (A Peer Reviewed Firm)

**Sitansh Magia**

Partner

P.R. No.: 1669/2022

ACS 15169

CP 18972

UDIN: A015169G000833624



**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 EGM

**Date:** July 22, 2025

**Place:** Mumbai

**Add:** Office No. 127, Gr. Flr., Raghuleela Mega Mall, Behind Poisar Bus Depot, Kandivali (W), Mumbai-400067.

**Emails:** [sitansh.mha@gmail.com](mailto:sitansh.mha@gmail.com) : [rohith.mha@gmail.com](mailto:rohith.mha@gmail.com)

**Mob:** +91 8169 822 764 : +91 9820 722 963 : **Landline:** +91 22 4970 2955

**Magia Halwai & Associates**  
**Company Secretaries**

**Annexure - 1**

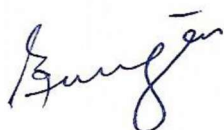
**Analysis of Results**

<b>Resolution No.</b>	1 [given as Item No. 1 of the Notice of EGM]
<b>Subject</b>	Issuance of Equity Shares on Preferential Basis
<b>Type of Resolution</b>	Special Resolution

Particulars	Remote e-voting		e-voting at the EGM		Total		Percentage of total number of votes cast (Rounded off to two-digit decimal)
	Number	Votes (A)	Number	Votes (B)	Number	Votes (A+B)	
<b>Assent</b>	60	77,72,935	4	10	64	77,72,945	99.99%
<b>Dissent</b>	8	13	0	0	8	13	0.01%
<b>Abstain</b>	0	0	0	0	0	0	0
<b>Invalid</b>	0	0	0	0	0	0	0
<b>Total</b>	<b>68</b>	<b>77,72,948</b>	<b>4</b>	<b>10</b>	<b>72</b>	<b>77,72,958</b>	<b>100%</b>

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**

**ACS 15169**

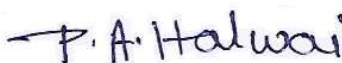
**CP 18972**

**UDIN: A015169G000833624**



**Gautam Bhandari**  
**(Shareholder Scrutinizer)**

Witness:



**Mrs. Pramila Halwai**



**Mr. Anil Magia**

**Date: July 22, 2025**

**Place: Mumbai**

**Add: Office No. 127, Gr. Flr., Raghuleela Mega Mall, Behind Poisar Bus Depot, Kandivali (W), Mumbai-400067.**

**Emails: [sitansh.mha@gmail.com](mailto:sitansh.mha@gmail.com) : [rohith.mha@gmail.com](mailto:rohith.mha@gmail.com)**

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