

KALYANI INVESTMENT

KICL:SEC:

September 26, 2020

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Fort, Mumbai – 400 001
Scrip Code : 533302

National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051
Scrip Symbol : KICL

Dear Sirs,

Sub. : Submission of Voting Results of 11th Annual General Meeting held on Friday, September 25, 2020

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Voting Results of the business transacted at the 11th Annual General Meeting (AGM) of the Company held on Friday, September 25, 2020 through Video conferencing (VC) / Other Audio Visual Means (OAVM) as **Annexure - I**.

We are also enclosing herewith the Scrutinizer's Report on remote e-voting and e-voting at the AGM, as **Annexure – II**.

Thanking you,

Yours faithfully,
For KALYANI INVESTMENT COMPANY LIMITED



AKSHAY CHIKODIKAR
COMPANY SECRETARY & COMPLIANCE OFFICER

Encl : As above



KALYANI
GROUP COMPANY

Annexure - I

KALYANI INVESTMENT COMPANY LIMITED 11th Annual General Meeting - Voting Results	
Date of AGM / EGM	11th Annual General Meeting held on September 25, 2020
Total number of Shareholders on record date :	17,491
No. of Shareholders present in the meeting either in person or through proxy :	Not Applicable
Promoter and Promoter Group :	Not Applicable
Public :	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing:	59
Promoter and Promoter Group :	4
Public :	55

FOR KALYANI INVESTMENT COMPANY LTD.


AKSHAY CHIKODIKAR
 COMPANY SECRETARY


Kalyani Investment Company Limited

Resolution Required : (Ordinary)

1 - To consider and adopt :

- a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2020 and the Reports of the Board of Directors and Auditors thereon.
b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020 and the Report of the Auditors thereon.

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]	$[3]=\{[2]/[1]\} \times 100$	[4]	[5]	$[6]=\{[4]/[2]\} \times 100$	$[7]=\{[5]/[2]\} \times 100$
Promoter and Promoter Group	E-Voting	3,213,035	3,206,792	99.806	3,206,792	-	100.000	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		3,206,792	99.806	3,206,792	-	100.000	-
Public Institutions	E-Voting	141,571	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E-Voting	1,010,700	133,533	13.212	133,530	3	99.998	0.002
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		133,533	13.212	133,530	3	99.998	0.002
Total		4,365,306	3,340,325	76.520	3,340,322	3	100.000	0.000

FOR KALYANI INVESTMENT COMPANY LTD.


AKSHAY CHIKODIKAR
COMPANY SECRETARY



Kalyani Investment Company Limited

Resolution Required : (Ordinary)

2 - To appoint a Director in place of Mr. Amit B. Kalyani (DIN 00089430), who retires by rotation and being eligible, offers himself for re-appointment

Whether promoter / promoter group are interested in the agenda / resolution?

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]	$[3]=\{[2]/[1]\} \times 100$	[4]	[5]	$[6]=\{[4]/[2]\} \times 100$	$[7]=\{[5]/[2]\} \times 100$
Promoter and Promoter Group	E-Voting	3,213,035	3,203,623	99.707	3,203,623	-	100.000	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		3,203,623	99.707	3,203,623	-	100.000	-
Public Institutions	E-Voting	141,571	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E-Voting	1,010,700	133,533	13.212	133,510	23	99.983	0.017
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		133,533	13.212	133,510	23	99.983	0.017
Total		4,365,306	3,337,156	76.447	3,337,133	23	99.999	0.001

FOR KALYANI INVESTMENT COMPANY LTD.


AKSHAY CHIKODIKAR
COMPANY SECRETARY



Kalyani Investment Company Limited								
Resolution Required : (Ordinary)			3 - Appointment of Mrs.Shruti A. Shah (DIN 08337714) as an Independent Director					
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]	$[3]=\{[2]/[1]\} \times 100$	[4]	[5]	$[6]=\{[4]/[2]\} \times 100$	$[7]=\{[5]/[2]\} \times 100$
Promoter and Promoter Group	E-Voting	3,213,035	3,206,792	99.806	3,206,792	-	100.000	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		3,206,792	99.806	3,206,792	-	100.000	-
Public Institutions	E-Voting	141,571	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public Non Institutions	E-Voting	1,010,700	133,533	13.212	133,510	23	99.983	0.017
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		133,533	13.212	133,510	23	99.983	0.017
Total		4,365,306	3,340,325	76.520	3,340,302	23	99.999	0.001

FOR KALYANI INVESTMENT COMPANY LTD.


AKSHAY CHIKODIKAR
COMPANY SECRETARY



Annexure-II

503, Ashok Sankul - II, Range Hill Road, Pune - 411 007
Ph. : 8484035465, E-mail: deulkarcs@gmail.com

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]**

To,
The Chairman,

Name of the Company	Kalyani Investment Company Limited
Meeting	11 th Annual General Meeting (11 th AGM/AGM)
Day, Date & Time	Friday, September 25, 2020 at 2.00 P.M.
Mode	Video Conferencing(VC)/other Audio Visual Means (OAVM)

Dear Sir,

I, S. V. Deulkar, Partner of SVD & Associates, Company Secretaries, have been appointed as scrutinizer by the Board of Directors of Kalyani Investment Company Limited ("the Company") at its meeting held on, June 26, 2020 for the purpose of scrutinizing the remote e-voting and e-voting conducted at the AGM pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, as amended, read with General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 20/2020 dated May 5, 2020 issued by Ministry of Corporate Affairs and the circular dated May 12, 2020 issued by the Securities and Exchange Board of India (SEBI) (hereinafter referred to as the "Circulars") that provide relaxation for the manner in which the AGM shall be held and conducted.

The Circulars inter alia provide for relaxation in the manner in which the AGM will be held including the manner of sending the Notices and Annual Reports to the shareholders and the manner of voting at the meeting, which was necessitated on account of the outbreak of COVID -19 pandemic. Further pursuant to these Circulars physical attendance of members had been dispensed with and accordingly the facility for appointment of proxies by the members was also dispensed with. Members who attended the meeting through VC or OAVM were counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

I submit herewith my report with respect to the resolutions proposed at the 11th AGM of the Equity shareholders of the Company:



1. Responsibility and E-voting Agency:

The compliance with the provisions of the Companies Act, 2013 and the rules made thereunder read along with the Circulars as mentioned above and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting and e-voting during the meeting by the shareholders on the resolutions proposed in the Notice of the 11th AGM of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the process of remote e-voting and the e-voting conducted at the meeting held through VC/OAVM through electronic voting system is conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast in favour or against if any, to the Chairman, on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited ('NSDL').

2. Notice of AGM and advertisement:

In accordance with the notice of the 11th AGM sent to the shareholders by way of email on August 28, 2020, and the 'Advertisement' published on August 29, 2020, pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) read with the Circulars mentioned above, the remote e-voting period remained open from Tuesday, September 22, 2020 (9.00 A.M.) to Thursday, September 24, 2020 (5.00 P.M.).

3. Cut off Date:

The shareholders holding shares as on the "cut off" date i.e. Friday, September 18, 2020 were entitled to vote on the proposed resolutions (item nos. 1 to 3 as set out in the Notice of the 11th AGM of the Company.)

4. Remote e-voting process:

The remote e-voting system was blocked forthwith at the end of the remote e-voting period. The votes cast through remote e-voting system were unblocked on September 25, 2020 at around 2:30 P.M. after conclusion of the AGM in the presence of two witnesses (Mr. Mehul Shah residing at Karvenagar, Pune and Ms. Shalaka Khandelwal residing at Sinhgad road, Pune) who are not in the employment of the Company. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "for" and "against", were downloaded from the e-voting website of NSDL (www.evoting.nsdl.com/) and the same will be handed over to the authorized representative of the Chairman.

5. Voting at the AGM:

After declaration of commencement of e-voting during the conduct of the AGM, the shareholders who had not voted through the remote e-voting process were instructed to cast their vote on the e-voting platform provided by e-voting website of NSDL (www.evoting.nsdl.com/). Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "for" and "against", were downloaded from the e-voting website of NSDL (www.evoting.nsdl.com/) and the same are being handed over to the Chairman. The votes cast through remote e-voting and e-voting conducted during the meeting were reconciled with the records maintained by the Company/ Registrar and Share Transfer Agents of the Company



and the authorizations lodged with the Company. The e-voting that was found defective for want of authorization has been treated as invalid and kept separately.

6. Counting Process and results:

The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

a) Ordinary Resolution No. 1 – To consider and adopt:

- a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2020 and the Reports of the Board of Directors and Auditors thereon and;
- b. the Audited consolidated Financial Statements of the company for the financial year ended March 31, 2020 and the Reports of the Auditors thereon.

(i) Voted in favour of or against the resolution:

Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total	% of total number of valid votes cast
(i) Voted in Favour				
Number of members voted	88	2	90	-----
Number of votes cast by them	33,40,253	69	33,40,322	100
(ii) Voted against				
Number of members voted	2	0	2	-----
Number of votes cast by them	3	0	3	0
(iii) Total				
Total number of members voted	90	2	92	-----
Total number of votes cast by them	33,40,256	69	33,40,325	100

(ii) Not voted/Invalid votes:

Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	1*	1*	2
Total Number of shares involved	12,795*	13,153*	25948

* Votes cast by 1 shareholder by remote e-voting for 12,795 shares and 1 shareholder by e-voting at AGM for 13,153 shares are considered invalid.



- b) **Ordinary Resolution No. 2** –To appoint a Director in place of Mr. Amit B.Kalyani (DIN 00089430), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of or against the resolution:

Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total	% of total number of valid votes cast
(i) Voted in Favour				
Number of members voted	86	2	88	-----
Number of votes cast by them	33,37,064	69	33,37,133	100
(ii) Voted against				
Number of members voted	2	0	2	-----
Number of votes cast by them	23	0	23	0
(iii) Total				
Total number of members voted	89	2	92	-----
Total number of votes cast by them	33,37,087	69	33,37,156	100

(ii) **Not voted/Invalid** votes:

Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	2*	1*	3*
Total Number of shares involved	15,964*	13,153*	29,117*

* Votes cast by 1 shareholder by remote e-voting for 12,795 shares and 1 shareholder by e-voting at AGM for 13,153 shares are considered invalid.
1 shareholder has not voted for 3,169 shares.

- c) **Ordinary Resolution No. 3** –Appointment of Mrs. Shruti A. Shah (DIN 08337714) as an Independent Director.

(i) Voted in favour of or against the resolution:

Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total	% of total number of valid votes cast
(i) Voted in Favour				
Number of members voted	87	2	89	-----
Number of votes cast by them	33,40,233	69	33,40,302	100



(ii) Voted against				
Number of members voted	3	0	3	-----
Number of votes cast by them	23	0	23	0
(iii) Total				
Total number of members voted	90	2	92	-----
Total number of votes cast by them	33,40,256	69	33,40,325	100

(ii) **Not voted/Invalid** votes:

Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	1*	1*	2
Total Number of shares involved	12,795*	13,153*	25,948

* Votes cast by 1 shareholder by remote e-voting for 12,795 shares and 1 shareholder by e-voting at AGM for 13,153 shares are considered invalid.

7. Accordingly, Resolution Nos. 1 to 3 have been passed with requisite majority as per the aforesaid Notice of the Annual General Meeting of the Company.

8. Electronic data and relevant Records:

All electronic data and relevant records relating to voting shall remain in my safe custody until the Chairman considers, approves, signs the minutes of the aforesaid Annual General Meeting and the same will be handed over to the authorized representative of the Chairman for safe keeping thereafter.

Thanking you.

Yours faithfully,

For **SVD and Associates**

S. V. Deulkar

Partner

FCS No. 1321

C. P. No. 965



Place: Pune

Date: September 26, 2020

UDIN: F001321B000777481