

KALYANI INVESTMENT

KICL:SEC:

August 28, 2019

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 10th Annual
General Meeting held on August 27, 2019

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 10th Annual General Meeting (AGM) of the Company held on August 27, 2019, as **Annexure - I**.

We are also enclosing herewith the Scrutinizer's Report on remote e-voting and voting through Poll 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

KALYANI INVESTMENT COMPANY LIMITED, CORPORATE BUILDING, 2 ND FLOOR, MUNDHWA, PUNE - 411 036.
PHONE : +91 020 66215000 FAX : +91 020 26821124 CIN - L65993PN2009PLC134196 WEB : www.kalyani-investment.com

Annexure - I

KALYANI INVESTMENT COMPANY LIMITED 10th Annual General Meeting - Voting Results	
Date of AGM / EGM	10th Annual General Meeting held on 27th August, 2019
Total number of Shareholders on record date :	17,908
No. of Shareholders present in the meeting either in person or through proxy :	48
Promoter and Promoter Group :	4
Public :	44
No. of Shareholders attended the meeting through Video Conferencing:	Not Applicable
Promoter and Promoter Group :	
Public :	

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 31st March, 2019 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 31st March, 2019 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]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	3,213,035	3,196,256	99.478	3,196,256	-	100.000	-
	Poll		7,256	0.226	7,256	-	100.000	-
	Postal Ballot		-	-	-	-	-	-
	Total		3,203,512	99.704	3,203,512	-	100.000	-
Public Institutions	E-Voting	118,683	12,795	10.781	12,795	-	100.000	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		12,795	10.781	12,795	-	100.000	-
Public Non Institutions	E-Voting	1,033,588	69,762	6.750	69,762	-	100.000	-
	Poll		1,460	0.141	1,460	-	100.000	-
	Postal Ballot		-	-	-	-	-	-
	Total		71,222	6.891	71,222	-	100.000	-
Total		4,365,306	3,287,529	75.310	3,287,529	-	100.000	-

FOR KALYANI INVESTMENT COMPANY LTD.

AKSHAY CHIKODIKAR
COMPANY SECRETARY



Kalyani Investment Company Limited								
Resolution Required : (Ordinary)			2 - To appoint a Director in place of Mrs.Deeksha B. Kalyani (DIN 00129026), who retires by rotation and being eligible, offers herself for re-appointment.					
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	3,213,035	3,196,256	99.478	3,196,256	-	100.000	-
	Poll		7,256	0.226	7,256	-	100.000	-
	Postal Ballot		-	-	-	-	-	-
	Total		3,203,512	99.704	3,203,512	-	100.000	-
Public Institutions	E-Voting	118,683	12,795	10.781	12,795	-	100.000	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		12,795	10.781	12,795	-	100.000	-
Public Non Institutions	E-Voting	1,033,588	69,762	6.750	69,747	15	99.979	0.022
	Poll		1,460	0.141	1,460	-	100.000	-
	Postal Ballot		-	-	-	-	-	-
	Total		71,222	6.891	71,207	15	99.979	0.021
Total		4,365,306	3,287,529	75.310	3,287,514	15	100.000	-

FOR KALYANI INVESTMENT COMPANY LTD.


AKSHAY CHIKODIKAR
COMPANY SECRETARY



Kalyani Investment Company Limited								
Resolution Required : (Ordinary)			3 - Appointment of Mr.Sanjeev G. Joglekar (DIN 00073826) 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]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	3,213,035	3,196,256	99.478	3,196,256	-	100.000	-
	Poll		7,256	0.226	7,256	-	100.000	-
	Postal Ballot		-	-	-	-	-	-
	Total		3,203,512	99.704	3,203,512	-	100.000	-
Public Institutions	E-Voting	118,683	12,795	10.781	12,795	-	100.000	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		12,795	10.781	12,795	-	100.000	-
Public Non Institutions	E-Voting	1,033,588	69,762	6.750	69,747	15	99.979	0.022
	Poll		1,460	0.141	1,460	-	100.000	-
	Postal Ballot		-	-	-	-	-	-
	Total		71,222	6.891	71,207	15	99.979	0.021
Total		4,365,306	3,287,529	75.310	3,287,514	15	100.000	-

FOR KALYANI INVESTMENT COMPANY LTD.


AKSHAY CHIKODIKAR
COMPANY SECRETARY



Kalyani Investment Company Limited								
Resolution Required : (Special)			4 - Re-appointment of Mr.R.K. Goyal (DIN 03050193) 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]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	3,213,035	3,196,256	99.478	3,196,256	-	100.000	-
	Poll		7,256	0.226	7,256	-	100.000	-
	Postal Ballot		-	-	-	-	-	-
	Total		3,203,512	99.704	3,203,512	-	100.000	-
Public Institutions	E-Voting	118,683	12,795	10.781	12,795	-	100.000	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		12,795	10.781	12,795	-	100.000	-
Public Non Institutions	E-Voting	1,033,588	69,762	6.750	69,747	15	99.979	0.022
	Poll		1,460	0.141	1,460	-	100.000	-
	Postal Ballot		-	-	-	-	-	-
	Total		71,222	6.891	71,207	15	99.979	0.021
Total		4,365,306	3,287,529	75.310	3,287,514	15	100.000	-

FOR KALYANI INVESTMENT COMPANY LTD.

AKSHAY CHIKODIKAR
COMPANY SECRETARY



Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and 20(4) (xii) of the Companies
(Management and Administration) Rules, 2014 (Amendments Rules 2015)]

To,
The Chairman,
Kalyani Investment Company Limited
Mundhwa,
Pune - 411 036.

Dear Sir,

I, S. V. Deulkar, Partner, SVD & Associates, Company Secretaries, have been appointed as scrutinizer by the Board of Directors of Kalyani Investment Company Limited ("the Company") for the purpose of scrutinizing the e-voting process and voting by poll at the meeting pursuant to Section 108 of the provisions of Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendments Rules 2015) in a fair and transparent manner in respect of the below mentioned resolutions proposed, at the 10th Annual General Meeting of the Equity shareholders of Kalyani Investment Company Limited held on Tuesday, August 27, 2019 at 2.00 P.M. at Registered office of the Company at Mundhwa, Pune - 411 036. I submit my report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to voting through electronic voting system (by remote e-voting) and voting by poll by the shareholders on the resolutions proposed in the Notice of the 10th AGM of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process through electronic voting system and by poll at the AGM are 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 Depositories Limited (NSDL) and report on poll at the meeting.
2. In accordance with the notice of the 10th AGM sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules 2014 (Amendment Rules 2015) on August 2 2019, the remote e-voting period remained open from Saturday, August 24, 2019 (9.00 a.m.) to Monday, August 26, 2019 (5.00 p.m.).

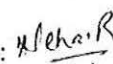
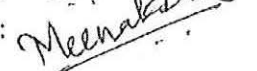


3. The shareholders holding shares as on the "cut off" date i.e. Tuesday, August 20, 2019 were entitled to vote on the proposed resolutions (item nos. 1 to 4 as set out in the Notice of the 10th AGM of the Company.)
4. The votes on e-voting were unblocked on Tuesday, August 27, 2019 at around 2.30 P.M. after conclusion of the AGM in the presence of two witnesses (Ms. Neha Ruparel residing at Pimpri, Pune - 411017 and Ms. Meenakshi Deshmukh residing at Karve Nagar, Pune - 411052) 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 National Securities Depository Limited (NSDL) (URL: <https://www.evoting.nsdl.com/>) and the same are being handed over to the Chairman.

Witnesses:

1. Name: Ms. Neha Ruparel

2. Name: Ms. Meenakshi Deshmukh

Signature: 
Signature: 

5. After declaration of voting by poll by the Chairman at the AGM, an empty ballot box was kept for polling and the same was locked in my presence. The locked ballot box was subsequently used for voting by poll and then opened in my presence and poll papers were diligently scrutinized. The poll 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. The poll papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.
6. 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 Statement of the Company for the financial year ended March 31, 2019 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, 2019 and the Report of the Auditors thereon.

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

Particulars	Remote e-voting	Voting at AGM by Poll	Total	% of total number of valid votes cast
(i) Voted in Favour				
Number of members voted	19	32	51	-
Number of votes cast by them	3278813	8716	3287529	100
(ii) Voted against				
Number of members voted	0	0	0	-



Number of votes cast by them	0	0	0	0
(iii) Total				
Total number of members voted	19	32	51	-
Total number of votes cast by them	3278813	8716	3287529	100

(ii) Not voted/Invalid votes:

Particulars	Remote e-voting	Voting at AGM by Poll	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	0	0	0
Total Number of shares involved	0	0	0

- b) Ordinary Resolution No. 2 – To appoint a Director in place of Mrs. Deeksha A.Kalyani (DIN 00129026), who retires by rotation and being eligible, offers herself for re-appointment.

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

Particulars	Remote e-voting	Voting at AGM by Poll	Total	% of total number of valid votes cast
(i) Voted in Favour				
Number of members voted	18	32	50	-
Number of votes cast by them	3278798	8716	3287514	99.999%
(ii) Voted against				
Number of members voted	1	0	1	-
Number of votes cast by them	15	0	15	0.001%
(iii) Total				
Total number of members voted	19	32	51	-
Total number of votes cast by them	3278813	8716	3287529	100%

(ii) Not voted/Invalid votes:

Particulars	Remote e-voting	Voting at AGM by Poll	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	0	0	0



Total Number of shares involved	0	0	0
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c) Ordinary Resolution No. 3 – Appointment of Mr.Sanjeev G. Joglekar as an Independent Director

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

Particulars	Remote e-voting	Voting at AGM by Poll	Total	% of total number of valid votes cast
(i) Voted In Favour				
Number of members voted	18	32	50	-
Number of votes cast by them	3278798	8716	3287514	99.999%
(ii) Voted against				
Number of members voted	1	0	1	-
Number of votes cast by them	15	0	15	0.001%
(iii) Total				
Total number of members voted	19	32	51	-
Total number of votes cast by them	3278813	8716	3287529	100%

(ii) Not voted/Invalid votes:

Particulars	Remote e-voting	Voting at AGM by Poll	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	0	0	0
Total Number of shares involved	0	0	0

d) Special Resolution No. 4 – Re-Appointment of Mr.R.K. Goyal as an Independent Director

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

Particulars	Remote e-voting	Voting at AGM by Poll	Total	% of total number of valid votes cast
(i) Voted in Favour				
Number of members voted	18	32	50	-
Number of votes cast by them	3278798	8716	3287514	99.999%



(ii) Voted against				
Number of members voted	1	0	1	-
Number of votes cast by them	15	0	15	0.001%
(iii) Total				
Total number of members voted	19	32	51	-
Total number of votes cast by them	3278813	8716	3287529	100%

(ii) Not voted/Invalid votes:

Particulars	Remote e-voting	Voting at AGM by Poll	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	0	0	0
Total Number of shares involved	0	0	0

7. Accordingly, Resolution No. 1 has been passed unanimously and resolution Nos. 2, 3 & 4 have been passed with requisite majority as per the aforesaid Notice of the Annual General Meeting of the Company.
8. 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 Company Secretary for safe keeping.

Thanking you,
Yours faithfully,
For SVD and Associates




S. V. Deulkar
Partner
FCS. No. 1321
C. P. No. 965

Place: Pune
Date: 27th August, 2019