



PANKAJ NIGAM & ASSOCIATES

(Company Secretaries)

F-54, Arora Shoppers Park, Opp. Swarn Jayanti Park,
Shakti Khand-II, Indrapuram, Ghaziabad

Phone No. : 0120-4157617

Email: pankajnigamcs@gmail.com

Date: 01st October, 2024

To

The Chairman

Kaushalya Logistics Limited

19, Community Centre, First And Second Floor
East of Kailash, South Delhi, New Delhi 110065, India

Dear Sir,

We thank you for appointing us as the Scrutinizer for remote e-voting process and voting by your members during 17th Annual General Meeting of your Company held on Monday, the 30th day of September, 2024 through Video Conferencing ("VC")/ other Audio-Visual means ("OAVM").

We are pleased to submit the scrutinizer's report, which is comprehensive and self-explanatory in all respects.

**For Pankaj Nigam & Associates
Company Secretaries**



**Pankaj Kumar Nigam
Membership no. 7343
COP No. 7979**



PANKAJ NIGAM & ASSOCIATES

(Company Secretaries)

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Date: 01st October, 2024

CONSOLIDATED REPORT OF THE SCRUTINIZER

To

The Chairman

Kaushalya Logistics Limited

19, Community Centre, First and Second Floor
East of Kailash, South Delhi, New Delhi 110065, India

Respected Sir,

Sub: Consolidated Scrutinizer's Report for passing of Resolutions through Remote E-Voting Process as well as the E Voting by members during 17th Annual General Meeting ("AGM") of Kaushalya Logistics Limited ('the Company') held on Monday, the 30th September, 2024 through Video Conferencing ("VC")/Other Audio-Visual Means (OAVM).

1. We, M/s. Pankaj Nigam & Associates, Company Secretaries, were appointed as Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing:
 - a. the remote e-voting process ("remote e-voting") in terms of the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
 - b. the e-Voting process at the AGM through electronic voting system ("e-voting") in accordance with the relevant circulars issued by the Ministry of Corporate Affairs (MCA) for holding the AGM or other general meetings of Members through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) in a fair and transparent manner, for passing



of the Resolutions as mentioned under item numbers 01 to 04 as set out in the Notice of AGM of the members of the Company dated 03rd September, 2024.

2. The management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules made thereunder; the MCA circulars; and the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, ("LODR") and the circulars issued by the Ministry of Corporate Affairs ("MCA") and SEBI; relating to remote e-voting and e-voting during AGM on the resolutions contained in the Notice of AGM of the members of the Company.

Our responsibility as a Scrutinizer for the remote e-voting process and e-voting during the AGM is restricted to make a Consolidated Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolutions stated in the said Notice, based on the reports generated from the e-voting system provided by NSDL, the agency engaged by the Company to provide remote e-voting facility and e-voting facility at the AGM in a fair and transparent manner.

3. As per the confirmation received from the Company:
 - a. Pursuant to the provisions of the Companies Act, 2013 and Rules made thereunder and relevant circulars issued by the MCA, notice to the members were dispatched specifying the date & time of the AGM, availability of the notice on the Company's website and website of Stock Exchanges, manner of registration of email ids by the members (both physical and Demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting during AGM etc.
 - b. The Company hosted the notice of AGM on its website, and also intimated the same to National Stock Exchange of India Limited on Tuesday, 03rd September, 2024.
 - c. The Notice of the AGM dated 03rd September, 2024 along with Statement setting out material facts under Section 102 of the Act was sent by e-mail to those shareholders, whose e-mail id is registered with the Registrar and Share Transfer Agent / Company / Depositories, on Friday, 30th August, 2024.



- d. The said Notice was dispatched on the basis of Register of Members made available by the RTA and the list of beneficial owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on Friday, 30th August, 2024 (i.e. cut-off date for dispatching Notice).
4. In terms of the aforesaid Notice, remote e-voting period was kept open for 3 (three) days from Friday, 27th September, 2024 (09.00 a.m. IST) till Sunday, 29th September, 2024 (5.00 p.m. IST).
5. The voting rights of members were considered in proportion to the shares held by them in the paid-up equity share capital of the Company as on the cut-off date i.e. Monday, 23rd September, 2024 (i.e. cut-off date for e-voting).

6. Remote E Voting Process:

- i. The remote e-voting period remained open for 3 (three) days from Friday, 27th September, 2024 (09.00 a.m. IST) till Sunday, 29th September, 2024 (5.00 p.m. IST).
- ii. Accordingly, NSDL the remote e-voting agency provided us with the names, DP ID and Client ID/folios and shareholding of the members who had cast their votes through remote e-voting.
- iii. As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration Rules) 2014, for the purpose of ensuring that Members who have cast their votes through e-voting do not vote again during the general meeting, the scrutinizer shall have access after closure of period of remote e-voting, such as their names, DP ID and Client ID/folios, number of shares held but not the manner in which they have voted.

7. E-voting process at the AGM:-

- i. 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 NSDL under my instructions.



- ii. The e-votes cast were unblocked on 30th September, 2024 after the conclusion of AGM.

Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted "In favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of NSDL. Based on the report generated by NSDL and relied upon by me, data regarding the remote e-voting and e-voting during the AGM was scrutinized on test check basis.

8. Results:

Consolidated scrutinizer's report on the results of the remote e-voting and e-voting during AGM, based on the reports generated from the e-voting website of NSDL, scrutinized on test check basis and relied upon by me is enclosed herewith as Annexure-1.

Date: 01st October, 2024
Place: Ghaziabad

For Pankaj Nigam & Associates
Company Secretaries


Pankaj Kumar Nigam
M No. 7343
COP No. 7979
UDIN: F007343F001401923

Countersigned by

UDDHAV Digitally signed by
PODDAR UDDHAV PODDAR
Date: 2024.10.01
19:54:23 +05'30'

Chairman/Company Secretary and Compliance Officer
Kaushalya Logistics Limited

A. ORDINARY BUSINESS

Resolution No.1

Particulars-Ordinary Resolution				To receive, consider and adopt the Audited Standalone & Consolidated Financial Statement as at 31st March, 2024, and the reports of the Board of Directors and 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		1,36,47,980	100.00	1,36,47,980	0	100.00	0.00
	Poll		0	0	0	0	0	0
	Postal Ballot	1,36,47,980	0	0	0	0	0	0
	Total		1,36,47,980	100.00	1,36,47,980	0	100.00	0.00
Public Institutions	E-Voting		0	0	0	0	0	0.00
	Poll		0	0	0	0	0	0
	Postal Ballot	17,600	0	0	0	0	0	0
	Total		0	0	0	0	0	0.00
Public Non-Institutions	E-Voting		81,600	1.68	81,600	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot	48,64,420	0	0	0	0	0	0
	Total		81,600	1.68	81,600	0	100.00	0.00
	Total		1,37,29,580	74.09	1,37,29,580	0	100.00	0.00
	Total		1,85,30,000					



Result: We report that the number of votes cast in favour of the aforesaid Resolution is more than the number of votes cast against accordingly the resolution may be considered as passed with requisite majority.

Invalid Votes: There were no invalid votes



ORDINARU BUSINESS

Resolution No. 2

Particulars- Ordinary Resolution				To appoint a Director in place of Shri Ram Gopal Choudhary, who retires by rotation, and being eligible offers himself for reappointment.				
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
Promoter and Promoter Group	E-	[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100
	Voting							
	Poll							
	Postal Ballot							
Public Institutions	Total	17,600	1,36,47,980	100.00	1,36,47,980	0	100.00	0.00
	E-							
	Voting							
	Poll							
Public Non-Institutions	Postal Ballot	48,64,420	0	0	0	0	0	0
	Total							
	E-							
	Voting							
Public Non-Institutions	Poll	48,64,420	0	0	0	0	0	0
	Postal Ballot							
	Total							
	E-							
Public Non-Institutions	Voting	48,64,420	0	0	0	0	0	0
	Poll							
	Postal Ballot							
	Total							
Total		1,85,30,000	1,37,29,580	74.09	1,37,29,580	0	100.00	0.00



Result: We report that the number of votes cast in favour of the aforesaid Resolution is more than the number of votes cast against accordingly the resolution may be considered as passed with requisite majority

Invalid Votes: There were no invalid votes



ORDINARU BUSINESS

Resolution No.3

Particulars-Ordinary Resolution		To fix the remuneration of M/s K.N. Gutgutia & Co., Chartered Accountants, Statutory Auditors of the Company.						
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 [3]={[2]/[1]}*100	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	1,36,47,980	1,36,47,980	100.00	1,36,47,980	0	100.00	0.00
	Poll		0	0	0	0		
	Postal Ballot		0	0	0	0		
	Total		1,36,47,980	100.00	1,36,47,980	0	100.00	0.00
Public Institutions	E-Voting	17,600	0	0	0	0	0	0.00
	Poll		0	0	0	0		
	Postal Ballot		0	0	0	0		
	Total		0	0	0	0	0.00	
Public Non Institutions	E-Voting	48,64,420	81,600	1.68	81,600	0	100.00	0
	Poll		0	0	0	0		
	Postal Ballot		0	0	0	0		
	Total		81,600	1.68	81,600	0	100.00	0
Total		1,85,30,000	1,37,29,580	74.09	1,37,29,580	0	100.00	0.00





Result: We report that the number of votes cast in favour of the aforesaid Resolution is more than the number of votes cast against accordingly the resolution may be considered as passed with requisite majority

Invalid Votes: There were no invalid votes.



SPECIAL BUSINESS

Resolution No. 4

Particulars-Special Resolution		Alteration of Clause III (B) of the Memorandum of Association of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes - in favour [4]	No. of Votes - Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	1,36,47,980	1,36,47,980	100.00	1,36,47,980	0	100.00	0.00
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Total		1,36,47,980	100.00	1,36,47,980	0	100.00	0.00
Public Institutions	E-Voting	17,600	0	0	0	0	0	0.00
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Total		0	0	0	0	0.00	
Public Non Institutions	E-Voting	48,64,420	81,600	1.68	81,600	0	100.00	0
	Poll		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Total		81,600	1.68	81,600	0	100.00	0.00
Total		1,85,30,000	1,37,29,580	74.09	1,37,29,580	0	100.00	0.00



Result: We report that the number of votes cast in favour of the aforesaid Resolution is three times greater than the number of votes cast against accordingly the resolution may be considered as passed with requisite majority.

Invalid Votes: There were no invalid votes.

