KESAR TERMINALS & INFRASTRUCTURE LIMITED

Regd. Off: Oriental House, 7 Jamshedji Tata Road, Churchgate, Mumbai - 400 020, India. Website : http://www.kesarinfra.com
Phone : (+91-22) 22042396 / 22851737 Fax : (+91-22) 22876162 Email : headoffice@kesarinfra.com
CIN : L45203MH2008PLC178061

5th August, 2016

To,

The Secretary Corporate Relationship Department Bombay Stock Exchange Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001	The Assistant Vice President Listing Department, National Stock Exchange of India Ltd. 5th Floor, Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051

Dear Sir / Madam,

Sub.: Regulation 30 & Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 - Proceedings & Details of the Voting Results of the 8th Annual General Meeting.

With reference to above we wish to inform you that at the 8th Annual General Meeting held on Wednesday, 3rd August, 2016 at 3:30 p.m. at M. C. Ghia Hall, Bhogilal Hargovindas Building, 4th Floor, 18/20, Kaikhushru Dubash Marg, Mumbai 400001, all the items of business as mentioned in the Notice convening the said Annual General Meeting have been transacted and all the Resolutions (Resolution Nos. 1 to 9) have been passed by the Shareholders by requisite majority either by E-voting or through voting by Poll conducted at the Annual General Meeting.In this regard please find enclosed the following:

1. Summary of proceedings as required under Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligation & Disclosure Requirements) Regulations,2015.
2. Voting Results as required under regulation 44(3) of SEBI (Listing Obligation & Disclosure Requirements) Regulations,2015.
3. Consolidate Report of Scrutiniser pursuant to Section 108 of the Companies Act,2013 read with Rule 20(4)(xii) of the Companies (Management & Administration) Amendment Rules,2015 and Report of Voting done at the AGM pursuant to Section 109 of the Companies Act,2013 and Rule21(2) of the (Management & Administration) Amendment Rules,2015.
4. Annual Report for the Financial Year 2015-16 as required under Regulation 34 of SEBI (Listing Obligation & Disclosure Requirements) Regulations,2015.

The Results alongwith your Report of the Scrutiniser are being uploaded on the website of the Company and on the website of the CDSL.

Kindly put the same on your notice board for the information of your Members and also for the Shareholders of the Company.

Thanking you,
Yours faithfully,
For **Kesar Terminals & Infrastructure Ltd.**

Dilip Maharana
Company Secretary
Encl: As above

KESAR TERMINALS & INFRASTRUCTURE LIMITED

Regd. Off: Oriental House, 7 Jamshedji Tata Road, Churchgate, Mumbai - 400 020, India. Website : http://www.kesarinfra.com
Phone : (+91-22) 22042396 / 22851737 Fax : (+91-22) 22876162 Email : headoffice@kesarinfra.com
CIN : L45203MH2008PLC178061

Summary proceedings of 8th Annual General Meeting (AGM) of the Company

The 8th Annual General Meeting of the Company was held on Wednesday, 3rd August, 2016 at 3:30 p.m.at M. C. Ghia Hall, Bhogilal Hargovindas Building, 4th Floor,18/20, Kaikhushru Dubash Marg, Mumbai 400001 to transact the Business as set out in the Notice dated 1.7.2016 of AGM.

Shri A S Ruia, Chairman (Independent Director) of the Company chaired the Meeting and introduced all the Directors present on the dais. After ascertaining the requisite quorum, the Chairman called the Meeting to order .Then the Chairman delivered his Speech and requested the Members to raised their queries. He Clarified the queries raised by the Members. He informed the Members about the facilities of Remote e-voting provided by the Company and facility of the Voting at the AGM. He also informed that Ms. Ragini Chokshi, Practicing Company Secretary, was present as a Scrutiniser for conducting the Remote e-Voting and also the Voting in physical form at the AGM. The Voting was done as per the instruction given by the Chairman.

The following items of business, as per Notice of the AGM dated 1.7.2016, were transacted at the Meeting:

1. Adoption of Audited Standalone and Consolidated Balance Sheet as at 31st March, 2016 and Statement of Profit & Loss for the year ended on that date together with the Reports of the Directors and Auditors.
2. Declaration of Dividend on Equity Shares.
3. Re-appointment of Smt. M H Kilachand who retired by rotation, as a Director.
4. Ratification of Appointment the Statutory Auditors and fixed their remuneration.
5. Appointment of Shri R H Kilachand as Executive Director.
6. Issue of Bonus Shares.
7. Sub-Division of Face Value of Equity Shares of Rs.10/- each in to 2 Equity Shares of Rs.5/-each.
8. Alteration of Capital Clause of the Memorandum of Association.
9. Approved and ratified the transaction under Section 188 of the Companies Act, 2013.

Then the Scrutinisers Report was received by the Company on 3.8.2016 and accordingly all the Resolutions as set out in the Notice were declared as passed.Kindly put the same on your notice board for the information of your Members and also for the Shareholders of the Company.

Thanking you,
Yours faithfully,
For **Kesar Terminals & Infrastructure Ltd.**

Dilip Maharana
Company Secretary
Encl: As above

KESAR TERMINALS & INFRASTRUCTURE LIMITED

Regd. Off: Oriental House, 7 Jamshedji Tata Road, Churchgate, Mumbai - 400 020, India. Website : http://www.kesarinfra.com
Phone : (+91-22) 22042396 / 22851737 Fax : (+91-22) 22876162 Email : headoffice@kesarinfra.com
CIN : L45203MH2008PLC178061

Voting Results

Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sr No.	Description	Particulars
1.	Date of Annual General Meeting	3rd August, 2016
2.	Total number of Shareholders on record date	6674
3.	No. of shareholders present in the meeting either in person or through proxy : Promoters and Promoters Group	4
	No. of shareholders present in the meeting either in person or through proxy : Public	59

Details of the Agenda

Agenda No.1: Adoption of Standalone and Consolidated Balance Sheet as at 31st March, 2016 and the Statement of Profit & Loss for the year ended on that date together with the Reports of the Directors and Auditors thereon

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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	3147924	3098641	98.43	3098641		100.000	0.000
	Poll			0.00	0		0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	3147924	3098641	98.43	3098641	0	100.000	0.000
Public Institutions	E-voting	254292	0.00	0.00	0.00		0.000	0.000
	Poll		0.00	0.00	0.00		0.000	0.000
	Postal Ballot		0.00	0.00	0.00		0.000	0.000
	Total	254292	0.00	0.00	0.00	0	0.000	0.000

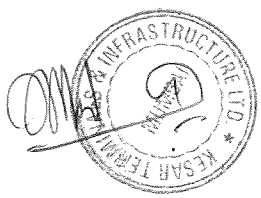
KESAR TERMINALS & INFRASTRUCTURE LIMITED

Regd. Off: Oriental House, 7 Jamshedji Tata Road, Churchgate, Mumbai - 400 020, India. Website : http://www.kesarinfra.com
Phone : (+91-22) 22042396 / 22851737 Fax : (+91-22) 22876162 Email : headoffice@kesarinfra.com
CIN : L45203MH2008PLC178061

Public Non-Institutions	E-voting	1850897	20153	1.09	20153		100.000	0.000
	Poll		13012	0.70	13012		100.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	1850897	33165	1.79	33165	0	100.000	0.000
Total		5253113	3131806	59.62	3131806	0	100.000	0.000

Agenda No.2: To declare dividend of Re.1 per Equity Share of the face value of Rs.10 each

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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	3147924	3098641	98.43	3098641		100.000	0.000
	Poll			0.00	0		0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	3147924	3098641	98.43	3098641	0	100.000	0.000
Public Institutions	E-voting	254292		0.00	0		0.000	0.000
	Poll			0.00	0		0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	254292	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	1850897	20153	1.09	20153		100.000	0.000
	Poll		13012	0.70	13012		100.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	1850897	33165	1.79	33165	0	100.000	0.000
Total		5253113	3131806	59.62	3131806	0	100.000	0.000

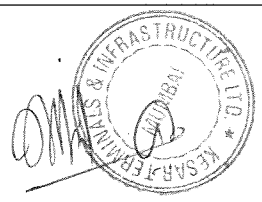


Agenda No.3: Reappointment of Smt M H kilachand as Director of the Company

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/ resolution?			yes					
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)]*1 00**	**(7)=[(5)/(2)]*100**
Promoter and Promoter group	E-voting	3147924	3098641	98.43	3098641		100.000	0.000
	Poll			0.00	0		0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	3147924	3098641	98.43	3098641	0	100.000	0.000
Public Institutions	E-voting	254292		0.00	0		0.000	0.000
	Poll			0.00	0		0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	254292	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	1850897	20153	1.09	20153		100.000	0.000
	Poll		13012	0.70	13012		100.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	1850897	33165	1.79	33165	0	100.000	0.000
Total		**5253113**	**3131806**	**59.62**	**3131806**	**0**	**100.000**	**0.000**

Agenda No.4: Appointment of M/s Haribhakti & Co. LLP as Auditors of the Company

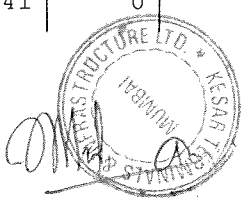
Resolution required: (Ordinary/ Special)	Ordinary Resolution
Whether promoter/ promoter group are interested in the agenda/ resolution?	**No**



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	3147924	3098641	98.43	3098641		100.000	0.000
	Poll			0.00	0		0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	3147924	3098641	98.43	3098641	0	100.000	0.000
Public Institutions	E-voting	254292		0.00	0		0.000	0.000
	Poll			0.00	0		0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	254292	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	1850897	20153	1.09	20153		100.000	0.000
	Poll		13012	0.70	13012		100.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	1850897	33165	1.79	33165	0	100.000	0.000
Total		5253113	3131806	59.62	3131806	0	100.000	0.000

Agenda No.5: Appointment of Shri R H Kilachand as Executive Director of the Company

Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/ resolution?			Yes					
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	3147924	3098641	98.43	3098641		100.000	0.000
	Poll			0.00	0		0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	3147924	3098641	98.43	3098641	0	100.000	0.000



Public Institutions	E-voting	254292		0.00	0		0.000	0.000
	Poll			0.00	0		0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	254292	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	1850897	20153	1.09	20153		100.000	0.000
	Poll		13012	0.70	13012		100.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	1850897	33165	1.79	33165	0	100.000	0.000
Total		**5253113**	**3131806**	**59.62**	**3131806**	**0**	**100.000**	**0.000**

Agenda No.6: Approval of Issue of Bonus Shares

Resolution required: (Ordinary/ Special)			**Ordinary Resolution**					
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	3147924	3098641	98.43	3098641		100.000	0.000
	Poll			0.00	0		0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	3147924	3098641	98.43	3098641	0	100.000	0.000
Public Institutions	E-voting	254292		0.00	0		0.000	0.000
	Poll			0.00	0		0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	254292	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	1850897	20153	1.09	20153		100.000	0.000
	Poll		13012	0.70	10262	2750	78.866	21.134
	Postal Ballot			0.00			0.000	0.000
	Total	1850897	33165	1.79	30415	2750	91.708	8.292

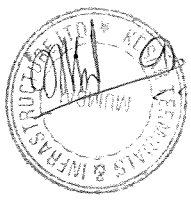
Total		5253113	3131806	59.62	3129056	2750	99.912	0.088

Agenda No.7: Sub-division of Face Value of Equity Shares

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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	3147924	3098641	98.43	3098641		100.000	0.000
	Poll			0.00	0		0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	3147924	3098641	98.43	3098641	0	100.000	0.000
Public Institutions	E-voting	254292		0.00	0		0.000	0.000
	Poll			0.00	0		0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	254292	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	1850897	20153	1.09	20153		100.000	0.000
	Poll		13012	0.70	10262	2750	78.866	21.134
	Postal Ballot			0.00			0.000	0.000
	Total	1850897	33165	1.79	30415	2750	91.708	8.292
Total		5253113	3131806	59.62	3129056	2750	99.912	0.088

Agenda No.8: Approval of alteration of Capital Clause

Resolution required: (Ordinary/ Special)			Special Resolution					
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	3147924	3098641	98.43	3098641		100.000	0.000
	Poll			0.00	0		0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	3147924	3098641	98.43	3098641	0	100.000	0.000
Public Institutions	E-voting	254292		0.00	0		0.000	0.000
	Poll			0.00	0		0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	254292	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	1850897	20153	1.09	20153		100.000	0.000
	Poll		13012	0.70	13012		100.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	1850897	33165	1.79	33165	0	100.000	0.000
Total		5253113	3131806	59.62	3131806	0	100.000	0.000



Agenda No.9: Approve & Ratify the transaction under Section 188 of the Companies Act, 2013

Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/ resolution?			yes					
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	3147924	3098641	98.43	3098641		100.000	0.000
	Poll			0.00	0		0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	3147924	3098641	98.43	3098641	0	100.000	0.000
Public Institutions	E-voting	254292		0.00	0		0.000	0.000
	Poll			0.00	0		0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	254292	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	1850897	20153	1.09	20153		100.000	0.000
	Poll		13012	0.70	13012		100.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	1850897	33165	1.79	33165	0	100.000	0.000
Total		5253113	3131806	59.62	3131806	0	100.000	0.000

Please take the same on record and acknowledge.

Yours faithfully,
For **Kesar Terminals & Infrastructure Ltd.**

Dilip Maharana
Company Secretary
Encl: As above

Encl:
1) Consolidated Scrutinizers Report on E-voting and Poll

Tel. : 022-2283 1120
022-2283 1134

Ragini Chokshi & Co.

Company Secretaries

34, Kamer Building, 5th Floor, 38 Cawasji Patel Street, Fort, Mumbai - 400 001.
E-mail : ragini.c@rediffmail.com / mail@csraginichokshi.com
web: csraginichokshi.com

Date : 03/08/2016

Consolidated Scrutinizer's Report

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman of 8th Annual General Meeting of the Equity Shareholders of Kesar Terminals & Infrastructure Limited held on Wednesday 3rd August, 2016 at 3:30 p.m. at M C Ghia Hall, Bhogilal Hargovindas Building, 4th Floor, 18/20, Kaikhushru Dubash Marg, Mumbai 400001.

Dear Sir,

I, Ragini Chokshi, Partner of M/s. Ragini Chokshi & Co., a Company Secretary Firm having its registered office at 34, Kamer Bldg, 5th Floor, 38, Cawasji Patel Street, Fort, Mumbai-400001, have been appointed as the Scrutinizer by the Board of Directors of Kesar Terminals & Infrastructure Limited (the Company) for the purpose of:

(i) Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, and

(ii) Scrutinizing the physical Ballot (Poll) Voting process under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, conducted for passing the resolutions contained in the Notice convening the 8th Annual General Meeting of the Equity Shareholders of the Company held on Wednesday 3rd August, 2016 at 3:30 p.m. at M C Ghia Hall, Bhogilal Hargovindas Building, 4th Floor, 18/20, Kaikhushru Dubash Marg, Mumbai 400001.

The Notice dated 1st July, 2016 convening the Annual General Meeting along with the statement setting out material facts under Section 102 of the Companies Act, 2013 were sent to the Shareholders in respect of the below mentioned resolutions to be passed at the 8th Annual General Meeting of the Equity Shareholders of the Company.

The Company had availed the remote e-Voting facility offered by Central Depository Services (India) Limited (CDSL) for facilitating remote e-Voting to the Shareholders of the Company. The Company also provided voting by physical Ballot (Poll) at the venue of the Annual General Meeting to those members who attended the Annual General Meeting and who had not voted electronically.

RAGINI CHOKSHI & CO. COMPANY SECRETARY C.P. 1436 MUMBAI

The Shareholders of the Company holding shares of the Company as on the "cut-off" date of 27th July, 2016 were entitled to vote on the resolutions as contained in the Notice of Annual General Meeting of the Company.

The period for remote e-Voting commenced on Sunday, 31st July, 2016 at 9:00 a.m. (IST) and ended on Tuesday, 2nd August, 2016 at 5:00 p.m. (IST). The CDSL e-Voting platform was blocked thereafter.

On 2nd August, 2016, after the end of the remote e-Voting period, I was provided access to the details of the Members who had opted for e-Voting. The details such as the name of the Member, Folio No., and number of Shares held by the Member could be seen to ensure that these Members do not vote again at the Annual General Meeting. However the manner in which the votes cast by the members by e-Voting were not available.

Further, the Chairman announced the poll at the Annual General Meeting for the Shareholders who attended the meeting and had not cast their vote earlier through remote e-Voting.

After the time fixed for closing of the Poll by the Chairman, One (1) Ballot Box kept for polling was locked in our presence with due identification marks placed by me.

The locked Ballot Box was subsequently opened in the presence of two witnesses, Ms. Harshili. Chogle (Residing at D/305, Gods Gift Tower 1, N M Joshi Marg, Lower Parel, Mumbai 300030) and Ms. Miti Shah (Residing at A/3,Saibaba Enclave Towers, Bldg No.3, S.V.Road Goregaon (West),400104) who are not in the employment of the Company. They have signed below in confirmation of the Ballot Box being opened in their presence.

H Chogle

Name: Harshili. Chogle

M·H·Shah

Name: Miti Shah

The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by Sharex Dynamic (India) Pvt Ltd, Registrar and Transfer Agents of the Company and the authorization/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.

The votes cast through e-voting were unblocked after the Annual General Meeting in the presence of two witnesses, Ms. Harshili Chogle (Residing at D/305, Gods Gift Tower 1, N M Joshi Marg, Lower Parel, Mumbai 300030) and Ms. Miti Shah (Residing at A/3,Saibaba Enclave Towers, Bldg No.3, S.V.Road Goregaon (West),400104.). They have signed below in confirmation of the votes being unblocked in their presence.

H Chogle

Name: Harshili. Chogle

M·H·Shah

Name: Miti Shah

I have scrutinized and reviewed the remote e-Voting and votes tendered therein based on the data downloaded from the e-Voting website of CDSL and also the Ballot forms received during the Poll process at the Annual General Meeting.

RAGINI CHOKSHI & CO. COMPANY SECRETARY C.P. 1436 *MUMBAI*

The Consolidated Report on the result of the remote e-Voting and voting at the meeting through poll (physical ballot) in respect of the said Resolutions is as under:

Resolution No.1: Ordinary Business, Ordinary Resolution: To consider and adopt Audited Standalone and Consolidated Balance Sheet as at 31st March, 2016 and Statement of Profit & Loss for the year ended on that date together with the Reports of the Directors and Auditors.

(i) Voted **in favor** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	41	3118794	100.00
Physical Ballot	13	13012	100.00
Total	54	3131806	100.00

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	NIL	NIL	0.0000
Physical Ballot	NIL	NIL	0.0000
Total	NIL	NIL	0.0000

(iii) Invalid votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	NIL	NIL
Physical Ballot	NIL	NIL

Resolution No.2: Ordinary Business, Ordinary Resolution: Declaration of Dividend on Equity Shares.

(i) Voted **in favor** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	41	3118794	100.00
Physical Ballot	13	13012	100.00
Total	54	3131806	100.00

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	NIL	NIL	0.0000
Physical Ballot	NIL	NIL	0.0000
Total	NIL	NIL	0.0000

RAGINI CHOKSHI & CO. COMPANY SECRETARY C.P. 1436 MUMBAI

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	NIL	NIL
Physical Ballot	NIL	NIL

Resolution No.3: Ordinary Business, Ordinary Resolution: Re-appointment of Smt. M H Kilachand who retires by rotation and being eligible offers herself for reappointment.

(i) Voted **in favor** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	41	3118794	100.00
Physical Ballot	13	13012	100.00
Total	54	3131806	100.00

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	NIL	NIL	0.0000
Physical Ballot	NIL	NIL	0.0000
Total	NIL	NIL	0.0000

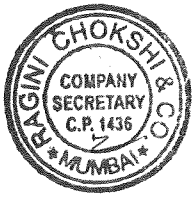
(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	NIL	NIL
Physical Ballot	NIL	NIL

Resolution No.4: Ordinary Business, Ordinary Resolution: Ratification of Appointment Statutory Auditors and fixing their remuneration.

(i) Voted **in favor** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	41	3118794	100.00
Physical Ballot	13	13012	100.00
Total	54	3131806	100.00



(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	NIL	NIL	0.0000
Physical Ballot	NIL	NIL	0.0000
Total	NIL	NIL	0.0000

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	NIL	NIL
Physical Ballot	NIL	NIL

Resolution No.5: Special Business, Special Resolution: Appointment of Shri R H Kilachand as Executive Director.

(i) Voted **in favor** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	26	520153	100.00
Physical Ballot	13	13012	100.00
Total	39	533165	100.00

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	NIL	NIL	0.0000
Physical Ballot	NIL	NIL	0.0000
Total	NIL	NIL	0.0000

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	*15	2598641
Physical Ballot	NIL	NIL

Note : Fifteen (15) shareholders holding 25,98,641 shares being Related Parties have not been taken into consideration for remote e-voting on this particular resolution.

RAGINI CHOKSHI & CO. COMPANY SECRETARY C.P. 1436 *MUMBAI*

Resolution No.6: Special Business, Ordinary Resolution: Issue of Bonus Shares.

(i) Voted **in favor** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	41	3118794	100.00
Physical Ballot	12	10262	78.8657
Total	53	3129056	99.9122

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	NIL	NIL	0.0000
Physical Ballot	1	2750	21.1343
Total	1	2750	0.0878

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	NIL	NIL
Physical Ballot	NIL	NIL

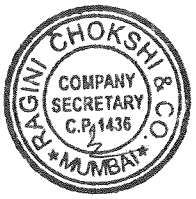
Resolution No.7: Special Business, Ordinary Resolution: Split of Face Value of Equity Shares.

(i) Voted **in favor** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	41	3118794	100.00
Physical Ballot	12	10262	78.8657
Total	53	3129056	99.9122

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	NIL	NIL	0.0000
Physical Ballot	1	2750	21.1343
Total	1	2750	0.0878



(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	NIL	NIL
Physical Ballot	NIL	NIL

Resolution No.8: Special Business, Special Resolution: Alteration of Capital Clause of the Memorandum of Association.

(i) Voted **in favor** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	41	3118794	100.00
Physical Ballot	13	13012	100.00
Total	54	3131806	100.00

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	NIL	NIL	0.0000
Physical Ballot	NIL	NIL	0.0000
Total	NIL	NIL	0.0000

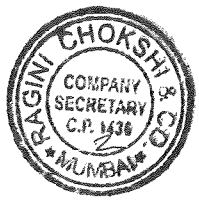
(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	NIL	NIL
Physical Ballot	NIL	NIL

Resolution No.9: Special Business, Special Resolution: Approve and ratify the transaction under Section 188 of the Companies Act, 2013.

(i) Voted **in favor** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	38	2678577	100.00
Physical Ballot	13	13012	100.00
Total	51	2691589	100.00



(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	NIL	NIL	0.0000
Physical Ballot	NIL	NIL	0.0000
Total	NIL	NIL	0.0000

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	3	440217
Physical Ballot	NIL	NIL

Note : Three (3) shareholders holding 4,40,217 shares being Related Parties have not been taken into consideration for remote e-voting on this particular resolution.

The register, all other papers and relevant records relating to remote e-Voting / physical Ballot forms and voting at the meeting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting, after which the same will be handed over to the Company Secretary for safe keeping

Thanking You,
Yours faithfully,

Place: Mumbai
Date: 03/08/2016

RAGINI CHOKSHI & CO. COMPANY SECRETARY C.P. 1436 MUMBAI

FOR RAGINI CHOKSHI & CO.

R. K. Chokshi

MRS. RAGINI CHOKSHI
(Partner)
C.P. Number : 1436
Membership number:2390

FOR KESAR TERMINALS & INFRASTRUCTURE LTD

CHAIRMAN