

Kedia Construction Co. Ltd.

CIN No. : L45200MH1981PLC025083

Regd. Office : 202, A-Wing, Bldg. No. 3, Rahul Mittal Industrial Estate, Sir M. V. Road, Andheri (E), Mumbai - 400 059.
Email : kcclindia@gmail.com • Website : www.kcclindia.in

November 18, 2025

To,
The Listing Department
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001.

Dear Sir / Madam,

Sub: Proceedings / Outcome of the Meeting of the Equity Shareholders of Kedia Construction Company Limited ("the Company") convened pursuant to the directions of the Hon'ble National Company Law Tribunal, Mumbai Bench ('NCLT') held on November 18, 2025

We refer to our letter dated 13th October, 2025, wherein the Company had submitted the notice of the meeting of the equity shareholders of Kedia Construction Company Limited to be held on November 18, 2025.

Pursuant to the Order dated September 23, 2025 in the Company Scheme Application No. C.A.237/MB-IV/2025 in C.A.(CAA)/64/MB-IV/2025 ('Order') and in compliance with applicable provisions of the Companies Act, 2013 ('Act') and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), each as amended from time to time, the meeting of the Equity Shareholders of the Company ('Members') was held on Tuesday, November 18, 2025 at 12:00 p.m. (IST) through video conferencing/other audio-visual means ('VC/OAVM') ('Meeting') to approve the Scheme of Amalgamation and Arrangement between Kirti Investments Limited ("Transferor Company" or "KIL") and Kedia Construction Company Limited ("Transferee Company" or "KCCL" or "Company") and their respective shareholders and creditors under Section 66 and Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 (the "Scheme").

The Scheme has been approved by the Shareholders of the Company with requisite majority.

In this regard, please find enclosed the following:

- i. Summary of the proceedings of the Meeting of the Company, as required under Regulation 30 and Part A of Schedule III of the SEBI Listing Regulations enclosed as **Annexure - A**.

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- ii. Results of the remote e-voting (prior to as well as during the meeting), in relation to the item of business transacted at the said Meeting, as required under Regulation 44(3) of the SEBI Listing Regulations enclosed as **Annexure – B.**
- iii. The Scrutinizer's Report dated November 18, 2025, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 enclosed as **Annexure – C.**

The Meeting concluded at 12.15 p.m.

The Voting Results along with the Scrutinizer's Report is available on the website of the Company at www.kcclindia.in and the National Securities Depository Limited at www.evoting.nsdl.com

Kindly take the same on records.

Thanking you,

Yours Faithfully

For Kedia Constructions Company Limited

Nitin Kedia

Director

DIN-00050749

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Annexure A

Proceedings / Outcome of the Meeting of the Equity Shareholders of the Company convened pursuant to the directions of the Hon'ble National Company Law Tribunal, Mumbai Bench ('NCLT') held on November 18, 2025

(A) Date, time and venue of the Meetings

The Meeting of the Equity Shareholders of the Company convened pursuant to the Order of NCLT was held on Tuesday, November 18, 2025, at 12:00 P.M. (IST) through Video Conferencing / Other Audio-Visual Means ("VC/OAVM"). The Meeting was conducted in compliance with the provisions of the Companies Act, 2013 ('Act'), read with the applicable general circulars issued by the Ministry of Corporate Affairs for holding general meetings through VC/OAVM, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), other applicable SEBI Circulars and Secretarial Standard on General Meetings as issued by the Institute of Company Secretaries of India ('SS-2').

(B) Proceedings in brief

Mr. Akash Bate, Company Secretary of the Company, welcomed all the Members and provided them with the necessary details relating to their participation in the Meeting through VC/OAVM. He informed that the Company had provided its Shareholders with the facility to cast their votes prior to the Meeting, through remote e-voting electronically, using the facility provided by National Securities Depository Limited. He further informed that the voting facility was also made available during the Meeting for the benefit of Shareholders who were present during the Meeting and had not cast their votes earlier through remote e-voting.

He further informed that Ms. Kala Agarwal, Practicing Company Secretary, was appointed as the Scrutinizer by the NCLT to scrutinize the votes cast by remote e-voting prior to the Meeting as well as e-voting during the Meeting, in a fair and transparent manner.

The Hon'ble NCLT, vide its orders dated September 23, 2025 had appointed Ms. Jayaprakash Preethi as the Chairperson for the meeting. Accordingly, Ms. Jayaprakash Preethi presided over the Meeting as the Chairperson for the Meeting. He informed the Shareholders that the Meeting was convened for Shareholders to consider and if thought fit, approve the Scheme of Amalgamation of Kirti Investments Limited ('KIL' or 'The Transferor Company') with Kedia Construction Company Limited ('KCCL' or 'The Transferee Company') and their respective shareholders ("the Scheme"). The requisite quorum being present, the Chairperson called the Meeting to order.

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The Chairperson introduced himself and the other Directors who attended the meeting viz. Mr. Nitin Kedia, Mr. Rajkumar Mawatwal and Mr. Vijay Kumar Khowala.

The Company Secretary informed that (a) the Notice of the Meeting, (b) the Statement under Section 102 read with Section 230 to Section 232 of the Companies Act, 2013, the rules framed thereunder, SEBI Listing Regulations, Secretarial Standards and other applicable SEBI Circulars, (c) the Scheme of Amalgamation and (d) other relevant documents in connection with the said Scheme and as referred to in the Notice had been dispatched to the Shareholders through electronic means via e-mail/ post to those shareholders whose addresses were registered with the Company/Registrar & Transfer Agent/Depository Participant(s)/Depositories by Monday, October 13, 2025. In addition, the advertisements containing the details of the Meeting, sending of the Notice to the Meeting and details on e-voting were duly published in newspapers, in accordance with the directions of the NCLT.

Total 15 members were present for this Meeting. The requisite quorum of members being present, the meeting was called to order.

With the consent of the Shareholders, the Notice convening the Meeting was taken as read.

The Company Secretary then briefed the Shareholders regarding the salient features, synergies, need, rationale and benefits of Scheme of Amalgamation.

The following resolution set out in the Notice convening the Meeting was put up to the Shareholders for voting during the Meeting:

Item No.	Details of Resolution
1.	Approval of the Scheme of Amalgamation and Arrangement between Kirti Investments Limited ("Transferor Company" or "KIL") and Kedia Construction Company Limited ("Transferee Company" or "KCCL" or "Company")

The Chairperson then invited the Shareholders to express their views, ask questions and seek clarifications on the proposed Scheme of Amalgamation. The Chairperson appropriately responded to the questions asked and clarifications sought by the Shareholders

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The Chairperson then invited the Shareholders to express their views, ask questions and seek clarifications on the proposed Scheme of Amalgamation and Arrangement. The Chairperson then authorized Mr. Akash Bate, the Company Secretary, to carry out the e-voting process during the Meeting and conclude the Meeting. He further informed the Shareholders that the voting results would be disseminated to the Stock Exchanges on which the Company's shares are listed and would also be made available on the website of the Company at www.kcclindia.com and NSDL at www.evoting.nsdl.com within two (2) working days of the conclusion of the Meeting.

The Chairperson then thanked the Shareholders for attending and participating at the Meeting. He also thanked the Board of Directors for joining the Meeting virtually.

The remote e-voting facility was kept open for the next 15 minutes to enable the Shareholders to cast their vote. Upon the completion of the remote e-voting process Mr. Akash Bate declared the Meeting as closed.

The Scrutinizer's Report was received after the conclusion of the Meeting on November 18, 2025 and as set out therein, the said resolution was declared as passed with requisite majority.

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Annexure B

VOTING RESULTS OF THE MEETING	
Date of NCLT Convened Meeting	Tuesday, November 18, 2025
Cut-off date	Tuesday, November 11, 2025
Total number of shareholders on cut-off date	105
Number of shareholders attended the meeting either in person or through proxy	
a) Promoter and promoter group	Meeting was held through VC/ OAVM
b) Public	
Number of shareholders attended the meeting through video conferencing	
a) Promoter and promoter group	13
b) Public	2

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Resolution

Approval of the Scheme of Amalgamation of Kedia Construction Company Limited ('KIL' or 'The Transferor Company') with Kedia Construction Company Limited ('KCCL' or 'The Transferee Company') and their respective shareholders.

Resolution Required: Special					Scheme of Amalgamation of Kedia Construction Company Limited ('KIL' or 'The Transferor Company') with Kedia Construction Company Limited ('KCCL' or 'The Transferee Company') and their respective shareholders.			
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	1864800	1864800	100	1864800	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	1864800	1864800	100	1864800	0	100	0
Public Institutions	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total							
Public Non-Institutions	E-voting	1135200	64900	5.72	64900	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1135200	64900	5.72	64900	0	100	0
Total		30,00,000	1929700	64.32	1929700	0	100	0

Admin. Off. : Prestige Precinct, 3rd Floor, Almeida Road, Thane (West) - 400 601. INDIA. Tel.: 022 - 2598 5900



Company Secretary & Insolvency Professional (IBBI/IPA-002/IP-N00841/2019-2020/12734)
801, Embassy Centre, Jamnalal Bajaj Road, Nariman Point, Mumbai - 400 021.
Email: admin@kalaagarwal.com • Contact: 022 22824639 / 59 • Mob.: 9819888185

Scrutinizer's Report

As per the provisions of the Companies Act, 2013 and the Order of the National Company Law Tribunal

To,
Ms. Jayaprakash Preethi
Chairman appointed by the NCLT, Mumbai Bench
for the NCLT Convened Meeting of the Equity Shareholders of Kedia Construction Company Limited pursuant to Company Scheme Application

Dear Sir,

I, Ms. Kala Agarwal, a Practicing Company Secretary & Insolvency Professional (IBBI/IPA-002/IP-N00841/2019 -2020/12734), have been appointed by the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT"), by its Order dated September 23, 2025, as "the Scrutinizer" for the purpose of scrutinizing remote e-voting process and e-voting at the NCLT convened meeting of the Equity Shareholders (including Public Shareholders) of **Kedia Construction Company Limited** (hereinafter referred to as "Company") convened by order of the NCLT and held through Video Conference ("VC") / Other Audio-Visual Means ("OAVM") on November 18, 2025 at 12:00 P.M., pursuant to provisions of the Companies Act, 2013 read with applicable rules made thereunder and Regulation 44 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulation, 2015, as amended from time to time and read with the General Circular No. 14/2020 dated April 08, 2020; General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 39/2020 dated December 31, 2020 issued by the Ministry of Corporate Affairs ("MCA") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India ("SEBI") collectively referred to as ["MCA & SEBI Circulars"], on the resolution seeking approval of the Equity Shareholders to the of Scheme of Amalgamation of Kirti Investments Limited ('KIL' or 'The Transferor Company') with Kedia Construction Company

Limited ('KCCL' or 'The Transferee Company') and their respective shareholders ("the Scheme"), in terms of the Notice dated October 13, 2025 convening the said meeting.

I do hereby submit my report as under:

1. The Transferee Company had appointed National Securities Depository Limited ("**NSDL**") as the Agency for providing the facility for voting by the Equity Shareholders through remote e-voting and e-voting at the meeting.
2. MUFG Intime India Pvt Ltd is the Registrar and Share Transfer Agent of the Company.
3. The Management of the Transferee Company is responsible for ensuring compliance with the requirements of the Act and the Rules thereunder, and the SEBI (Listing Obligations and Disclosure Requirements), Regulation, 2015 relating to voting done through remote e-voting and e-voting at the meeting on the resolution contained in the Notice of the meeting.
4. NSDL had set up remote e-voting facility at <https://www.evoting.nsdl.com> The Company had uploaded Notice of the meeting, inter-alia, containing the item of the business to be transacted at the meeting on the website of the Company, the NSDL and also on the websites of Stock Exchanges viz www.bse.india.com to facilitate their Equity Shareholders to cast their vote through remote e-voting.
5. The **Cut-off date** was Tuesday, November 11, 2025 for the purpose of deciding the Equity Shareholders entitled to vote through remote e-voting and e-voting at the meeting by the Equity Shareholders on the resolution seeking their approval.
6. The remote e-voting had commenced on Saturday, November 15, 2025, at 9:00 A.M. IST and has closed on Monday, November 17, 2025, at 5:00 P.M. IST.
7. Our responsibility as the Scrutinizer for the voting process (through remote e-voting and e-voting at the meeting) is restricted to scrutinize the e-voting process in a fair and transparent manner and to prepare a consolidated Scrutinizer's Report of the votes cast in **Favor or Against** the resolution stated in the Notice, based the reports generated from the e-voting system provided by NSDL.
8. The Company has, on the basis of the Register of Members and the list of beneficial owners made available by the Depositories, completed the dispatch of the Notice of the Meeting along with the relevant annexures to the Equity Shareholders of the Transferor Company by October 13, 2025. The Notices contained the detailed procedure to be followed by the Equity Shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and as provided in the MCA & SEBI Circulars.
9. The Company has also published an advertisement in this regard, in Mumbai editions of "Business Standard" (English) and "Navshakti" (Marathi) on October 14, 2025.
10. The e-voting module was disabled and blocked by NSDL for voting on Monday, November 17, 2025, at 5:00 P.M. IST.
11. NSDL provided me the names, DP ID-Client ID/ folio numbers and shareholding of the Equity Shareholders who casted their votes through remote e-voting.
12. At the meeting of the Company held through VC/OAVM, on Tuesday, November 18, 2025, after considering the item of business, the facility to vote electronically was provided to facilitate

those Equity Shareholders who are attending the meeting through VC/OAVM but could not exercise their vote through remote e-voting, to cast their votes electronically. On Tuesday, November 18, 2025, after tabulating the votes cast electronically by the system provided by NSDL, the votes cast through remote e-voting facility was duly unblocked by me as the Scrutinizer in the presence of 2 witnesses, as prescribed in Sub Rule 4(xii) of the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and as provided in the MCA & SEBI Circulars. After the voting by electronic means, the votes cast through remote e-voting process was tabulated for the purpose of considering the total votes cast by the Equity Shareholders through both ways.

Thereafter, I, as the Scrutinizer, duly compiled the details of the remote e-voting carried out by the Equity Shareholders and the e-voting done at the meeting.

13. The consolidated result of the voting seeking approval of the Equity Shareholders of the Transferor Company to the Scheme is as under:

Resolution

Approval of the Scheme of Amalgamation of Kirti Investments Limited ('KIL' or 'The Transferor Company') with Kedia Construction Company Limited ('KCCL' or 'The Transferee Company') and their respective shareholders.

Consolidated Report on result of voting through remote e-voting and e-voting at the meeting by the Equity Shareholders:

Manner of Voting	Total Votes		Invalid/ Not Voted		Valid Votes		Valid votes in favour of the resolution			Valid votes against the resolution		
	No. of equity shareholders	Nos.	No. of equity shareholders	No. of votes	No. of equity shareholders	Nos.	No. of equity shareholders	No. of votes	%	No. of equity shareholders	No. of votes	%
Remote e-voting	15	19,29,700	0	0	15	19,29,700	15	19,29,700	100%	0	0	0%
E-voting during the meeting	0	0	0	0	0	0	0	0	0	0	0	0
Total	15	19,29,700	0	0	15	19,29,700	15	19,29,700	100%	0	0	0%

Table showing bifurcations of Promoters, Financial Institutions and Others is as under:

Category	Mode of Voting	No. of shares held	No. of votes casted	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes casted	% of Votes against on votes casted
		[1]	[2]	$[3]=\{[2]/[1]\}*100$	[4]	[5]	$[6]=\{[4]/[2]\}*100$	$[7]=\{[5]/[2]\}*100$
Promoter and Promoter Group	E-Voting		18,64,800	100	18,64,800	0	100	0
	Poll	18,64,800	0	0	0	0	0	0
	Total	18,64,800	18,64,800	100	18,64,800	0	100	0
Public-Institutions	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public - Non-Institutions	E-Voting		64,900	5.72%	64,900	0	100	0
	Poll	11,35,200	0	0	0	0	0	0
	Total	11,35,200	64,900	5.72%	64,900	0	100	0
Total		30,00,000	19,29,700	64.32	19,29,700	0	100	0

Note: Out of 15 Equity Shareholders who attended the meeting:

- 15 Equity Shareholder holding 19,29,700 Equity shares and who attended the meeting through VC/OVAM had already cast their vote by remote e-voting and therefore were not entitled to vote through e-voting at the meeting.
- None of Shareholders cast their vote through e-voting at the meeting.

14. The combined list of Equity Shareholders who voted "FOR/AGAINST/INVALID" for the above resolution through voting conducted through remote e-voting and e-voting at the meeting is handed over to the Chairman appointed for the meeting.
15. All relevant records of the voting conducted through remote e-voting and e-voting at the meeting are handed over to Company Secretary of the Company for safe keeping.

You may accordingly declare the results of the electronic voting conducted in the meeting and voting done by the Equity Shareholders through remote e-voting

KALA AGARWAL
(Practising Company Secretary)
C.P. No.: 5356

Place: Mumbai
Date: 18th November, 2025
UDIN: F005976G001937048

Counter signed by
For Kedia Construction Company Limited

Ms. Jayaprakash Preethi
Chairman appointed by the NCLT, Mumbai Bench
for the NCLT Convened Meeting of Equity Shareholders



Company Secretary & Insolvency Professional (IBBI/IPA-002/IP-N00841/2019-2020/12734)
801, Embassy Centre, Jamnalal Bajaj Road, Nariman Point, Mumbai - 400 021.
Email: admin@kalaagarwal.com • Contact: 022 22824639 / 59 • Mob.: 9819888185

Scrutinizer's Report

As per the SEBI Circular – Voting Results of the Public Shareholders

To,
Ms. Jayaprakash Preethi
Chairman appointed by the NCLT, Mumbai Bench
for the NCLT Convened Meeting of the Equity Shareholders of Kedia Construction Company Limited Pursuant to Company Application No. C.A./237/MB/2025 in Company Application No. C.A. (C.A.A)/64(MB-IV)/2025

Dear Sir,

I, Ms. Kala Agarwal have been appointed by the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT"), by its Order dated September 23, 2025, as "the Scrutinizer" for the purpose of conducting the voting done through e-voting by the Public Shareholders of the Company, on the resolution seeking approval of the Public Shareholders of the Company, pursuant to the Circular No. CIR/DIL/3/CIR/2017/21 dated March 10, 2017 issued by the Securities and Exchange Board of India ("SEBI Circular") on the resolution seeking approval of the Equity Shareholders to the Scheme of Amalgamation of Kedia Construction Company Limited ('KIL' or 'The Transferor Company') with Kedia Construction Company Limited ('KCCL' or 'The Transferee Company') and their respective shareholders, in terms of the Notice dated September 23, 2025, convening the said meeting.

I do hereby submit my report as under:

1. The Company had appointed National Securities Depository Limited ("NSDL") as the Agency for providing the e-voting platform to the Equity Shareholders of the Company. MUFG Intime India Pvt Ltd is the Registrar and Share Transfer Agent of the Company.

2. The Management of the Company is responsible for ensuring compliance with the requirements of the SEBI Circular dated March 10, 2017, relating to voting done through e-voting.
3. The **Cut-off date** was Tuesday, November 11, 2025 for the purpose of deciding the Equity Shareholders entitled to vote through remote e-voting and e-voting at the meeting by the Equity Shareholders on the resolution seeking their approval.
4. The e-voting module was disabled and blocked by NSDL for voting on Monday, November 17, 2025, at 5:00 P.M. IST.
5. Our responsibility as the Scrutinizer for the voting process (through remote e-voting and e-voting at the meeting) is restricted to scrutinize the e-voting process in a fair and transparent manner and to prepare a consolidated Scrutinizer's Report of the votes cast in **Favor or Against** the resolution stated in the Notice, based the reports generated from the e-voting system provided by NSDL.
6. The Company has, on the basis of the Register of Members and the list of beneficial owners made available by the Depositories, completed the dispatch of the Notice of the Meeting along with the relevant annexures referred thereto to the Equity Shareholders of the Company by Monday, October, 13 2025.
7. The Company has also published an advertisement in this regard, in Mumbai editions of "Business Standard" (English) and "Navshakti" (Marathi) on October 14, 2025.
8. The e-voting module was disabled and blocked by NSDL for voting on Monday, November 17, 2025, at 5:00 P.M. IST.
9. NSDL provided me the names, DP ID-Client ID/ folio numbers and shareholding of the Equity Shareholders who casted their votes through remote e-voting.
10. The remote e-voting and e-voting at the meeting, which were incomplete and/or which were otherwise found to be defective have been treated as invalid.
11. At the meeting of Equity Shareholders of the Company held through VC/OAVM, on Tuesday, November 18, 2025, after considering the item of business, the facility to vote electronically was provided to facilitate those equity shareholders who are attending the meeting through VC/OAVM but could not exercise their vote through remote e-voting, to cast their votes electronically. On Tuesday, November 18, 2025 after tabulating the votes cast electronically by the system provided by the NSDL, the votes cast through remote e-voting facility was duly unblocked by me as the Scrutinizer in the presence of 2 witnesses, who are not in the employment of the Company. After the voting by electronic means, the votes cast through remote e-voting process was tabulated for the purpose of considering the total votes cast by the Equity Shareholders through both ways.

Thereafter, I, as the Scrutinizer duly compiled details of the remote e-voting carried out by the Equity Shareholders and the e-voting done at the meeting.

12. The consolidated result of the voting seeking approval of the Public Shareholders of the Company to the Scheme is as under:

Resolution

Approval of the Scheme of Arrangement between Kirti Investments Limited ('KIL' or 'The Transferor Company') with Kedia Construction Company Limited ('KCCL' or 'The Transferee Company') and their respective shareholders.

Consolidated Report on result of voting through remote e-voting and e-voting at the meeting by the Public Shareholders:

[illegible]

Note: Out of 15 Equity Shareholders who attended the meeting:

- 15 Equity Shareholder holding 19,29,700 equity shares and who attended the meeting through VC/OVAM had already cast their vote by remote e-voting and therefore were not entitled to vote through e-voting at the meeting.
 - None of the shareholder cast their vote through e-voting at the meeting.
13. The combined list of Equity Shareholders who voted “FOR/AGAINST/INVALID” for the above resolution through voting conducted through remote e-voting and e-voting at the meeting is handed over to the Chairman appointed for the meeting.
14. All relevant records of the voting conducted through remote e-voting and e-voting at the meeting are handed over to Company Secretary of the Company for safe keeping.

You may accordingly declare the results of the electronic voting conducted in the meeting and voting done by the Equity Shareholders through remote e-voting

KALA AGARWAL
(Practising Company Secretary)
C.P. No.: 5356

Place: Mumbai
Dated: 18th November, 2025
UDIN: F005976G001937048

Counter signed by
For Kedia Construction Company Limited

Ms. Jayaprakash Preethi
Chairman appointed by the NCLT, Mumbai Bench
for the NCLT Convened Meeting of Equity Shareholders



Company Secretary & Insolvency Professional (IBBI/IPA-002/IP-N00841/2019-2020/12734)
801, Embassy Centre, Jamnalal Bajaj Road, Nariman Point, Mumbai - 400 021.
Email: admin@kalaagarwal.com • Contact: 022 22824639 / 59 • Mob.: 9819888185

FORM No. MGT-13

**Report of Scrutinizer on electronic voting at the National Company Law
Tribunal (NCLT) convened Meeting of Equity Shareholders of Kedia
Construction Company Limited**

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To

Ms. Jayaprakash Preethi

Chairman appointed by the NCLT, Mumbai Bench

for the NCLT Convened Meeting of Equity Shareholders (**hereinafter the “Meeting”**) of Kedia Construction Company Limited (**hereinafter the “Company”**), held on Tuesday, 18th November, 2025 at 12:00 p.m., pursuant to Order dated September 23, 2025 through video conferencing (“VC”) /other audio-visual means (OAVM)

I, Ms. Kala Agarwal, a Practicing Company Secretary & Insolvency Professional (IBBI/IPA-002/IP-N00841/2019 -2020/12734) was appointed as Scrutinizer for the purpose of the vote taken on the below mentioned resolution, at the Meeting of the Company, held on Tuesday, 18th November, 2025 at 12:00 PM submit our report as under:

- A. The Transferee Company had appointed National Securities Depository Limited (“NSDL”) as the Agency for providing the facility for voting by the Equity Shareholders through remote e-voting and e-voting at the meeting
- B. After the time fixed for closing of the electronic voting at Meeting by the Chairman, voting was ‘closed’ by us.
- C. The votes cast were unblocked and were reconciled with the records maintained by the Company and Registrar and Transfer Agent of the Company, MUFG Intime India Private Limited and the authorizations lodged with the Company. The votes were also

scrutinized for eliminating duplicate voting i.e. on remote e-voting as well as e-voting provided at the Meeting.

D. The result of the e-voting at Meeting is as under:

Resolution No. 1 - Special Resolution

Approval of the arrangement embodied in the Scheme of Amalgamation of Kirti Investments Limited ('KIL' or 'The Transferor Company') with Kedia Construction Company Limited ('KCCL' or 'The Transferee Company') and their respective shareholders ("the Scheme")

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

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
15	19,29,700	100%

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

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(c) **Invalid** votes:

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
0	0

- E. List of equity shareholders who voted "FOR" and "AGAINST" each resolution is enclosed.
- F. It is to be noted that:
 - 1. The votes cast does not include abstained votes.
 - 2. All the aforesaid resolution was passed with requisite majority.
- G. All relevant records are given to the Company Secretary authorized by the Board for safe keeping.

Thanking you,
Yours faithfully,

**For Ms. Kala Agarwal,
Practicing Company Secretary
C.P. No.: 5356**

**For Kedia Construction Company
Limited**

**Place: Mumbai
Date: 18th November, 2025
UDIN: F005976G001937048**

**Ms. Jayaprakash Preethi
Chairman appointed by the NCLT
Mumbai Bench
for the NCLT Convened Meeting of
Equity Shareholders
Place: Mumbai**