KALYANI INVESTMENT

KICL:SEC:

August 22, 2018

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 9th Annual

General Meeting held on 21st August, 2018

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 9th Annual General Meeting (AGM) of the Company held on 21st August, 2018, 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

ADWAIT JOSHI COMPANY SECRETAR'

Encl: As above



Annexure - I

KALYANI INVESTMENT COMPANY LIMITED 9th Annual General Meeting - Voting Results					
Date of AGM / EGM	9th Annual General Meeting held on 21st August, 2018				
Total number of Shareholders on record date :	18,581				
No. of Shareholders present in the meeting either in person or through proxy :	43				
Promoter and Promoter Group :	. 4				
Public :	39				
No.of Shareholders attended the meeting through Video Conferencing:					
Promoter and Promoter Group :	Not Applicable				
Public :					

For KALYANI INVESTMENT COMPANY LIMITED

Agenda-wise Disclosure

	olution required : (Ordinary / Spec		financial year ende Audited Consolida	ed 31st March, 2018	and the Reports nents of the Com	of the Board of pany for the fir	al Statements of the Directors and Audit nancial year ended 3°	ors thereon b) the
Whether Promote	er / Promoter Group are interested resolution ?	in the agenda /				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 or votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		3,196,256	99.479	3,196,256	-	100.000	-
r tomoter Group	Poli*	3,212,985	-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total	3,212,985	3,196,256	99.479	3,196,256		100.000	
Public -	E-Voting		33,800	38.757	33,800	_	100.000	_
Institutions	Poll*	87,210	-	-	-		-	-
	Postal Ballot (if applicable)	ŕ		-	-		<u>-</u>	-
	Total	87,210	33,800	38.757	33,800	-	100.000	-
Public-Non	E-Voting		72,068	6.766	72,068	-	100.000	-
Institutions	Poli*	1,065,111	99,423	9.335	99,423	-	100.000	-
	Postal Ballot (if applicable)	, , , , , , , , , , , , ,	-	-	-	-	-	-
	Total	1,065,111	171,491	16.101	171,491		100.000	-
TOTAL		4,365,306	3,401,547	77.922	3,401,547		100.000	-

*Voting through Ballot Paper

For KALYANI INVESTMENT COMPANY LIMITED



			Item No.2: To appoint a Director in place of Mr.Amit B. Kalyani (DIN 00089430), who retires by rotation and being eligible, of er himself for re-appointment (Ordina! Resolution)						
Whether Promote	r / Promoter Group are interested resolution ?	in the agenda /	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	E-Voting		3,196,256	99.479	3,196,256	-	100.000	-	
Promoter Group	Poll*	3,212,985	-	-	-	-	-	_	
	Postal Ballot (if applicable)		-	-		_	-	-	
	Total	3,212,985	3,196,256	99.479	3,196,256	-	100.000	-	
Public -	E-Voting		33,800	38.757	33,800	-	100.000	-	
Institutions	Poll*	87,210	_	-	_	-	-		
	Postal Ballot (if applicable)		-	-	-	-	-	-	
	Total	87,210	33,800	38.757	33,800	-	100.000	-	
Public-Non	E-Voting		72,068	6.766	72,068	-	100.000	-	
Institutions	Poll*	1,065,111	99,423	9.335	99,423	-	100.000		
	Postal Ballot (if applicable)		-	-	=	-		-	
	Total	1,065,111	171,491	16.101	171,491	-	100.000	-	
TOTAL		4,365,306	3,401,547	77.922	3,401,547	-	100.000	_	

*Voting through Ballot Paper

For KALYANI INVESTMENT COMPANY LIMITED

	olution required : (Ordinary / Spec	Item No.3 : Ratification of appointment of M/s. P.G. Bhagwat, Chartered Accountants, Pune, as Auditors of the Company (Ordinary Resolution)								
Whether Promote	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	E-Voting		3,196,256	99.479	3,196,256	_	100.000	-		
Promoter Group	Poli*	3,212,985	-	-	-	-	-	-		
	Postal Ballot (if applicable)		-	-	-	-	-	-		
	Total	3,212,985	3,196,256	99.479	3,196,256		100.000	-		
Public - Institutions	E-Voting		33,800	38.757	33,800	•	100.000	-		
msututions	Poll*	87,210	-	-	_	-	-	-		
	Postal Ballot (if applicable)		-	-	-	-	_	_		
	Total	87,210	33,800	38.757	33,800	-	100.000	_		
Public-Non Institutions	E-Voting		72,068	6.766	72,068	_	100.000	_		
institutions	Poll*	1,065,111	99,423	9.335	99,423	-	100.000	-		
	Postal Ballot (if applicable)		-	-	-	-	-	_		
	Total	1,065,111	171,491	16.101	171,491	-	100.000	-		
TOTAL	d	4,365,306	3,401,547	77.922	3,401,547	-	100.000	-		

*Voting through Ballot Paper

For KALYANI INVESTMENT COMPANY LIMITED

			Item No.4 : Appointment of Mr.Shrikrishna K. Adivarekar (DIN 06928271) as an Independent Director (Ordinary Resolution)					
Whether Promote	r / Promoter Group are interested resolution ?	in the agenda /				No		
Category	Mode of voting	No. of shares held	No. of votes polled (2)	% of votes polled on outstanding	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-Voting		3,196,256	99.479	3,196,256	-	100.000	-
Fromoter Group	Poli*	3,212,985	-	=	-	-	-	•
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total	3,212,985	3,196,256	99.479	3,196,256	<u></u>	100.000	-
Public - Institutions	E-Voting		33,800	38.757	33,800	-	100.000	-
institutions	Poli*	87,210	-	-		-	-	+
	Postal Ballot (if applicable)		-	-	•	-	-	-
	Total	87,210	33,800	38.757	33,800	-	100.000	-
Public-Non Institutions	E-Voting		72,068	6.766	72,068	-	100.000	-
msulutions	Poli*	1,065,111	99,423	9.335	99,423	-	100.000	-
	Postal Ballot (if applicable)		-	-	•	-	-	
	Total	1,065,111	171,491	16.101	171,491	-	100.000	-
TOTAL		4,365,306	3,401,547	77.922	3,401,547	-	100.000	

*Voting through Ballot Paper

For KALYANI INVESTMENT COMPANY LIMITED

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	olution required : (Ordinary / Spec		Item No.5 : Re-app Resolution)	ointment of Mr.B.B.	Hattarki (C,2	56 Y	145710) as an Ir	dependent Director	(Special
	er / Promoter Group are interested resolution ?	I in the agenda /			:	 	No		
Category	Mode of voting	No. of shares held	No. of votes polled (2)	% of votes polled on outstanding	No.of vot	56	No.of votes - against	% of votes in favour on votes polled	% of votes against or votes polled
Promoter and	E-Voting		3,196,256	99.479	3,196,80	00	-	100.000	-
Promoter Group	Poll*	3,212,985	-	-		-	-	-	-
	Postal Ballot (if applicable)		-	-		-	a	-	-
	Total	3,212,985	3,196,256	99.479	3,196,80	00	-	100.000	-
Public -	E-Voting		33,800	38.757	33,00	68	-	100.000	-
Institutions	Poli*	87,210	-	-	42	23	-	-	-
	Postal Ballot (if applicable)		-	-	·	-	-	-	-
	Total	87,210	33,800	38.757	33,49	91	-	100.000	-
Public-Non	E-Voting		72,068	6.766	72,54	47	-	100.000	-
Institutions	Poli*	1,065,111	99,423	9.335	99,		-	100.000	-
	Postal Ballot (if applicable)		-	-			-	_	_
	Total	1,065,111	171,491	16.101	171,	ALY.	-	100.000	-
TOTAL		4,365,306	3,401,547	77.922	3,401,	ŀ	-	100.000	-

*Voting through Ballot Paper

For

ANI INVESTMENT COMPANY LIMITED





4th Floor, Vedwati Apartments, Shivajinagar, Pune – 411005 Ph.: 020 67634700, E-mail; deulkarcs@gmail.com

То

The Chairman,

Kalyani Investment Company Limited,

Mundhwa, Pune,

Pune - 411036

Sub: Results of E-voting and voting by Poll

Dear Sir,

l undersigned, S. V. Deulkar, Partner, SVD & Associates, Company Secretaries, have been appointed as Scrutinizer of Kalyani Investment Company Limited ("the Company") for scrutinizing the evoting process (during August 18, 2018 to August 20, 2018) and voting by poll (at 9thAnnual General Meeting (AGM) held on August 21, 2018) conducted as per the provisions of the Companies Act. 2013.

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 9th Annual General Meeting 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 Depository Limited (NSDL) and report on poll at the meeting.

I hereby enclose below reports relating to the voting on the resolutions proposed at the 9thAnnual General Meeting of the Company held on August 21, 2018:

- a) Report on E-voting;
- b) Report on Poll; and

Combined report of e-voting and Poll.

I hereby declare that all resolutions have been passed unanimously as per the aforesaid Notice of the Annual General Meeting of the Company.

Thanking you,

Yours faithfully,

For SVD & Associate

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S. V. Deulkar

Partner

C. P. No. 965

Place: Pune

Date: August 22, 2018.

		KALYA					
Si. No		Resolutions					
1 f 1 t	inancial year ended Ma Board of Directors and A the Audited Consolida	Statements of the Company th 31, 2018 and the Report uditors thereon. The description of the Report uditors thereon. The description of the Report uditors thereon.					
2 7		blace of Mr. Amit B. Kaly y rotation and being eligib					
3 7	Accountants, Pune (Firm Auditors of the Compan	of M/s. P.G. Bhagwat, Ch Registration No.101118W					
4.	Ordinary Resolution: Appointment of Mr. Shr 06928271) as Independe	krishna K. Adivarekar (DII ht Director.	3				
5 J	ndependent Director.	B. B. Hattarki (DIN 00145	(10) as an				
Place:	August 22,2018 Pune						

S. V. Deulkar

Practicing Company Secretary

63, Ashoknagar, Pune -411007

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,

9thAnnual General Meeting of the Equity shareholders of Kalyani Investment Company Limited held on Tuesday, August 21, 2018, at 02.00 PM at the Registered Office of the Company at Mundhwa, Pune - 411036.

Dear Sir,

- I, S. V. Deulkar, Partner, SVD & Associates, Company Secretaries, have been appointed as scrutinizer of Kalyani Investment Company Limited("the Company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner & ascertaining the requisite majority on e-voting carried out as per the provisions of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (Amendments Rules 2015) on below mentioned resolutions, at the harmal Company Meeting of the Equity Amendments of Kalyani, Investment Company Limited held on, August 21, 2018, at 02.00 PM at the Registered Office of the Company at Mundhwa, Pune 411036. I submit my report as under:
 - 1. The e-voting period remained open from August 18, 2018 (9.00 a.m.) to August 20, 2018 (5.00 p.m.)
 - 2. The shareholders holding shares as on the "cut off" date i.e. August 14, 2018 were entitled to vote on the proposed resolutions (item no.1to 5) as set out in the Notice of the 9thAnnual General Meeting (AGM) of the Company.



- 3. The votes were unblocked on August 21, 2018 at around 2.20 PM in the presence of two witnesses, Mr. Mohit Gupta (Residing at S.B.Road, Pune-411005) and Mr. Anirvinna Bhave (Residing at Kothrud, Pune-411038), who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.
- 4 Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and

5. The result of the e-voting is as under:

A. Ordinary Resolution No. 1:- To consider and adopt :-

- **a.** the Audited Financial Statements of the Company for the financial year ended March 31, 2018 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, 2018 and the Report of the Auditors thereon.

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

Number of members voted through electronic voting system		% of total number of valid votes cast
28	3302124	100

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

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Not voted/Invalid votes:

T 1 1 C 1 1 1 1 4 4 1	Total Number of shares involved
Total number of members who have not voted	Total Number of shares involved
/whose votes were declared invalid	
NIL	NIL

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 reappointment.

(i) Voted in favour of the resolution:

Number of members voted		% of total number of valid votes
through electronic voting	in favour of resolution	cast
28	3302124	100



(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Not voted/Invalid votes:

Total number of members who have not voted	Total Number of shares involved
/whose votes were declared invalid	

through electronic voting		
28	3302124	100

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

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Not voted/Invalid votes:

Total number of members who have not voted /whose votes were declared invalid	Total Number of shares involved
NIL NIL	NIL



D. Ordinary Resolution No. 4:- Appointment of Mr. Shrikrishna K. Adivarekar (DIN: 06928271) as an Independent Director.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system		% of total number of valid votes cast
28	3302124	.000

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
NIL	NIL	NIL

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(iii) Not voted/Invalid votes:

Total number of members who have not voted /whose votes were declared invalid	Total Number of shares involved
NIL	NIL

6. The register, all other papers and relevant records relating to electronic 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,

S. V. Deulkar

Practicing Company Secretary

C. P. No. 965 FCS No.1321 Place: Pune

Date: August 22, 2018.

S. V. Deulkar

Practicing Company Secretary

63, Ashoknagar, Pune -411007

Scrutinizer's Report

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

To,

The Chairman,

9th Annual General Meeting of the Equity shareholders of Kalyani Investment Company Limited held on Tuesday, August 21, 2018, at 02.00 PM at the Registered Office of the Company at Mundhwa, Pune - 411036.

Dear Sir,

- I, S. V. Deulkar, Partner, SVD & Associates, Company Secretaries has been appointed as scrutinizer of Kalyani Investment Company Limited ("the Company") for the purpose of the poll taken on below mentioned resolutions, at the 9th Annual General Meeting of the Equity shareholders of Kalyani Investment Company Limited held on, August 21, 2018, at 02.00 PM at the Registered Office of the Company at Mundhwa, Pune 411036. I submit my report as under:
 - 1. After the time fixed for closing of the poll by the Chairman, a ballot box kept for polling was locked in my presence with due identification marks placed.
 - 2. The locked ballot box was subsequently 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.
 - 3. The poll papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.
 - 4. The result of the Poll is as under:



- A. Ordinary Resolution No. 1:- To consider and adopt the :
 - a. the Audited Financial Statements of the Company for the financial year ended March 31, 2018 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, 2018 and the Report of the Auditors thereon.

(i) Voted in favour of the resolution:

(1) VOICE III IAVOUI OI III	c resoration.	
Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
24	99423	100

(ii) Voted against the resolution:

Number of members present	Number of v	otes	% of total number of valid votes
and voting (in person or by	cast by them		cast
proxy)			
NIL	NIL		NIL

(iii) Not voted/Invalid votes:

Total number of members who have not voted /whose votes were declared invalid	Total number of shares involved
NIL	NIL

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 the resolution:

Number	of	mem	bers	Number	of votes	cast	%	of	total	number	of	valid	votes
present	and	voting	(in	by them			casi	t					
person or	by pr	oxy)											
_	24			(99423					100			

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
NIL	NIL	NIL

(iii) Not voted/Invalid votes:

Total number of members who have not voted /whose votes were declared invalid	Total number of shares involved
NIL	NIL

C. Ordinary Resolution No. 3:- To ratify the appointment of M/s. P.G. Bhagwat, Chartered Accountants, Pune (Firm Registration No.101118W) as Auditors of the Company.

(i) Voted in favour of the resolution:

(-)				
		% of total number of valid votes		
and voting (in person or by	by them	cast		
proxy)	00422	100		
24	99423	100		

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

	Number of members and voting (in person		cast % of total number of valid votes cast	
		-		
_		-		(
Ĭ				
-	_			
	DELL	_		
(%) (*) (%)	F655 421 * CP-965			

(iii) Not voted/Invalid votes:

Total number of members who have not voted /whose votes were declared invalid	Total number of shares involved	
NIL	NIL	

D. Ordinary Resolution No. 4:- Appointment of Mr. Shrikrishna K. Adivarekar (DIN 06928271) as Independent Director.

(i) Voted in favour of the resolution:

(1)	(1)				
Number of members present and voting (in person or by proxy)		% of total number of valid votes cast			
24	99423	100			

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
NIL	NIL	NIL

(iii) Not voted/Invalid votes:

Total number of members who have not voted /whose votes were declared invalid	Total number of shares involved
NIL	NIL

E. Special Resolution No. 5:- Re-Appointment of Mr. B. B. Hattarki (DIN 00145710) as an Independent Director.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
24	99423	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
NIL	NIL	NIL

(iii) Not voted/Invalid votes:

Total number of members who have not voted /whose votes were declared invalid	Total number of shares involved
NIL	NIL

- 5. A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
- 6. The register, all other papers and relevant records relating to poll 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,

S. V. Deulkal C. P. No. 965

FCS No.1321 Place: Pune

Date: August 22, 2018.