

To,  
The Manager - Corporate Relationship Department  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400 001

**Script Code: 530357**

**Sub: Disclosure under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for 37<sup>th</sup> Annual General Meeting held on Saturday, 23<sup>rd</sup> September, 2023.**

Pursuant to the provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details regarding the voting results in the prescribed format, for the business transacted at the 37<sup>th</sup> Annual General Meeting ("AGM") of the Company held on Saturday, 23<sup>rd</sup> September, 2023 at 02.00 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") without physical presence of the members at a common venue, in accordance with all applicable circulars issued by the Ministry of Corporate Affairs from time to time in this regard.

The proceedings of the 37<sup>th</sup> AGM were conducted at the Registered Office of the Company situated at 502, Commerce House, 140, Nagindas Master Road, Fort, Mumbai - 400001, Maharashtra, India which is considered as deemed venue of the 37<sup>th</sup> AGM. Further, to facilitate the voting during the 37<sup>th</sup> AGM to the members present thereat and did not cast their votes earlier through remote e-voting, the Company provided e-voting facility to enable them to cast their vote in respect of items of business as set out in the Notice of 37<sup>th</sup> AGM dated 01<sup>st</sup> September, 2023.

CS Dipali Vora, Proprietor, M/s. D N Vora & Associates, Company Secretaries, Mumbai was appointed as Scrutinizer to scrutinize the voting through electronic means (i.e. remote e-voting and e-voting during the AGM) in a fair and transparent manner.

The result of e-voting on each resolution was determined considering the aggregate of votes cast by the members on each resolution, both through remote e-voting as well as e-voting during the 37<sup>th</sup> AGM on which Scrutinizer has issued Consolidated Scrutinizer's Report. The said results are being uploaded on the Company's website at [www.kbs.co.in](http://www.kbs.co.in) and on the CDSL e-voting website i.e. [www.evotingindia.com](http://www.evotingindia.com).

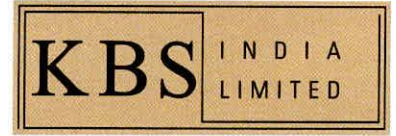
The AGM was attended by the requisite quorum and the following businesses were transacted:

**1. APPROVAL OF THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2023 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON:**

The members received, considered and adopted Audited Financial Statements of the Company for the financial year ended 31st March 2023 together with the reports of the Board of Directors and Auditors thereon by passing Ordinary Resolutions with unanimous consent.

**2. APPOINTMENT OF MRS. NAMITA TUSHAR SHAH AS A DIRECTOR OF THE COMPANY, WHO RETIRED BY ROTATION AND BEING ELIGIBLE OFFERED HERSELF FOR RE-APPOINTMENT:**

The members re-appointed Mrs. Namita Tushar Shah (DIN: 02870178) as a director of the Company, who retired by rotation and being eligible, offered herself for re-appointment by passing Ordinary Resolution with unanimous consent.



### Voting Results

<b>Date of the AGM</b>	<b>23<sup>rd</sup> September, 2023</b>
<b>Total number of shareholders on record date</b>	<b>5360</b>
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoters and Promoter Group:	0
Public:	0
<b>No. of shareholders attended the meeting through Video Conferencing:</b>	
Promoters and Promoter Group:	1
Public:	32

Resolution No: 01:

<b>Resolution Required: (Ordinary)</b>			Ordinary Resolutions for adoption of the Audited Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2023 together with the reports of the Board of Directors and Auditors thereon.					
<b>Whether promoter / promoter group are interested in the agenda / resolution?</b>			Yes					
Category	Mode of Voting	No. of shares Held	No. of Valid 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	Remote E-Voting	31131280	22308080	71.66	22308080	0	100	0
	E-voting during the AGM							
	<b>TOTAL</b>	<b>31131280</b>	<b>22308080</b>	<b>71.66</b>	<b>22308080</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	Remote E-Voting	703946	0	0	0	0	0	0
	E-voting during the AGM							
	<b>TOTAL</b>	<b>703946</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	Remote E-Voting	76376654	39954538	52.31	39954538	0	100	0
	E-voting during the AGM		0	0	0	0	0	0
	<b>TOTAL</b>	<b>76376654</b>	<b>39954538</b>	<b>52.31</b>	<b>39954538</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>TOTAL</b>		<b>108211880</b>	<b>62262618</b>	<b>57.54</b>	<b>62262618</b>	<b>0</b>	<b>100</b>	<b>0</b>

Invalid votes: Nil

Result: The resolution is passed unanimously.

**Resolution No: 02:**

<b>Resolution Required: (Ordinary)</b>			Ordinary Resolution for appointment of Mrs. Namita Tushar Shah (DIN: 02870178) as a director of the Company, who retired by rotation and being eligible, offered herself for re-appointment as a director of the Company					
<b>Whether promoter / promoter group are interested in the agenda / resolution?</b>			Yes					
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares Held</b>	<b>No. of Valid votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of votes – in favour</b>	<b>No. of Votes against</b>	<b>% of votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
Promoter and Promoter Group	Remote E-Voting	31131280	0	0	0	0	0	0
	E-voting during the AGM							
	<b>TOTAL</b>	<b>31131280</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Institutions	Remote E-Voting	703946	0	0	0	0	0	0
	E-voting during the AGM							
	<b>TOTAL</b>	<b>703946</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	Remote E-Voting	76376654	39954538	52.31	39954536	2	100	0
	E-voting during the AGM							
	<b>TOTAL</b>	<b>76376654</b>	<b>39954538</b>	<b>52.31</b>	<b>39954536</b>	<b>2</b>	<b>100</b>	<b>0</b>
<b>TOTAL</b>		<b>108211880</b>	<b>39954538</b>	<b>36.92</b>	<b>39954536</b>	<b>2</b>	<b>100</b>	<b>0</b>

Invalid votes: There were total 3 shareholder holding 22308080 equity shares were considered invalid votes as they were related to this resolution.

Result: The resolution is passed unanimously.

**Resolution No: 03:**

Resolution Required: (Ordinary)			Ordinary Resolution for Approval for Material Related Party Transactions.					
Whether promoter / promoter group are interested in the agenda / resolution?			Yes					
Category	Mode of Voting	No. of shares Held	No. of Valid 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	Remote E-Voting	31131280	0	0	0	0	0	0
	E-voting during the AGM							
	<b>TOTAL</b>	<b>31131280</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Institutions	Remote E-Voting	703946	0	0	0	0	0	0
	E-voting during the AGM							
	<b>TOTAL</b>	<b>703946</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	Remote E-Voting	76376654	39954528	52.31	39954527	1	100	0
	E-voting during the AGM							
	<b>TOTAL</b>	<b>76376654</b>	<b>39954528</b>	<b>52.31</b>	<b>39954527</b>	<b>1</b>	<b>100</b>	<b>0</b>
<b>TOTAL</b>		<b>108211880</b>	<b>39954528</b>	<b>36.92</b>	<b>39954527</b>	<b>1</b>	<b>100</b>	<b>0</b>

Invalid votes: There were total 4 shareholder holding 22308090 equity shares were considered invalid votes as they were related to this resolution.

Result: The resolution is passed unanimously.

**Resolution No: 04:**

<b>Resolution Required: (Special)</b>			Special Resolution for appointment of Ms. Sushmita Swaroop Lunkad as an Independent Director of the Company for a term of 5 (five) consecutive years w.e.f. 23 <sup>rd</sup> September, 2023					
<b>Whether promoter / promoter group are interested in the agenda / resolution?</b>			Yes					
Category	Mode of Voting	No. of shares Held	No. of Valid 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	Remote E-Voting	31131280	22308080	71.66	22308080	0	100	0
	E-voting during the AGM							
<b>TOTAL</b>		<b>31131280</b>	<b>22308080</b>	<b>71.66</b>	<b>22308080</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	Remote E-Voting	703946	0	0	0	0	0	0
	E-voting during the AGM							
<b>TOTAL</b>		<b>703946</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	Remote E-Voting	76376654	39954538	52.31	39954524	14	100	0
	E-voting during the AGM							
<b>TOTAL</b>		<b>76376654</b>	<b>39954528</b>	<b>52.31</b>	<b>39954524</b>	<b>14</b>	<b>100</b>	<b>0</b>
<b>TOTAL</b>		<b>108211880</b>	<b>62262618</b>	<b>57.54</b>	<b>39954524</b>	<b>14</b>	<b>100</b>	<b>0</b>

Invalid votes: Nil

Result: The resolution is passed unanimously.



**CS Dipali Vora**  
(B.COM , ACS)

**D N VORA & ASSOCIATES**

Company Secretaries  
(Peer Reviewed Firm)

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**CONSOLIDATED REPORT OF THE SCRUTINIZER**

[Pursuant to Section 108 of the Companies Act, 2013 and rules framed thereunder]

To  
The Chairman  
**KBS India Limited**  
502, Commerce House,  
140, Nagindas Master Road,  
Fort, Mumbai - 400 001

Respected Sir,

**Sub: Consolidated Scrutinizer's Report for passing of resolutions through e-voting process at postponed 37<sup>th</sup> Annual General Meeting (AGM) of the Members of KBS India Limited ('the Company') held on Saturday, 23<sup>rd</sup> September, 2023.**

1. I, Dipali Natvar Vora, Practicing Company Secretary, appointed by the Board of Directors of KBS India Limited, ("the Company") as Scrutinizer for the purpose of the Voting through Remote E-Voting and E-Voting facility provided to the shareholders during the AGM conducted through Video Conferencing/ Other Audio Visual means ("VC/OAVM") on the below mentioned resolution(s), passed at the 37<sup>th</sup> AGM of the members of the Company held on Saturday, September 23, 2023 at 02:00 P.M. IST, submit my report as under.
2. The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and the Rules made thereunder; (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard-2 on General Meetings issued by The Institute of Company Secretaries of India, relating to the E-voting facility to the shareholders during the AGM and Remote E-voting. My responsibilities as a Scrutinizer is restricted to give a consolidated report on the Votes cast by the members for the resolutions (Businesses) contained in the Notice dated September 01, 2023 through Remote E-Voting and E-voting facility provided to the Shareholders during the AGM.
  - a) After the time fixed for E-voting facility provided to the shareholders during the AGM, E - voting system for Voting was stopped.
  - b) The company had appointed Central Depository Services (India) Limited (CDSL) as the Agency for providing E-Voting facility to the shareholders, who had not cast their vote earlier through remote E-Voting facility, to vote during the AGM.
  - c) We have found invalid/ incomplete vote in the E-voting system during the AGM.
  - d) The remote E-Voting period remained open from Wednesday, September 20, 2023, 9.00 A.M. and ended on Friday, September 22, 2023, 05.00 P.M.

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**Address:** 12, Patel Bhuvan, Daulat Nagar, Road No. 10, Borivali (East), Mumbai- 400066

**Email ID:** [dnvoraandassociates@yahoo.com](mailto:dnvoraandassociates@yahoo.com) | **Mob:** 9022688680

- e) The shareholders holding shares as on the "cut off" date i.e., Saturday, September 16, 2023 were entitled to vote on the proposed resolutions (Items No. 1 to 4 as set out in the Notice of the 37<sup>th</sup> Annual General Meeting of the Company).
- f) The votes were unblocked on Sunday, September 24, 2023 at around 09:35 A.M. in the presence of two witnesses who were not in the employment of the Company.

The result of voting by Remote E-Voting and through E-Voting facility during the AGM, in respect of resolutions (businesses) contained in notice dated September 01, 2023 is as under:

**Item No. 1-Ordinary Resolution:**

**To receive, consider and adopt the Audited Financial Statements for the financial year ended 31<sup>st</sup> March, 2023 together with the Reports of the Board of Directors' and Auditors' thereon.**

- (i) Voted in favour of resolution:

Voting Description	Number of Members who voted	Number of Shares for which votes casted	% of total number of valid votes casted
E-Voting by Shareholders through VC/OAVM during the AGM	NIL	NIL	NIL
Remote E-Voting	76	62262618	100
Total	76	62262618	100

- (ii) Voted against the resolution:

Voting Description	Number of Members who voted	Number of Shares for which votes casted	% of total number of valid votes casted
E-Voting by Shareholders through VC/OAVM during the AGM	NIL	NIL	NIL
Remote E-Voting	NIL	NIL	NIL
Total	NIL	NIL	NIL



(iii) Invalid/ Abstain Votes:

Voting Description	Number of Members who voted	Number of shares for which votes casted
E-Voting by Shareholders through VC/OAVM during the AGM	NIL	NIL
Remote E-Voting	NIL	NIL
NIL	NIL	NIL

**Item No. 2-Ordinary Resolution:**

**To appoint a Director in place of Mrs. Namita Tushar Shah, Director, (DIN: 02870178), who retires by rotation and being eligible, offers herself for re-appointment.**

(i) Voted in favour of resolution:

Voting Description	Number of Members who voted	Number of Shares for which votes casted	% of total number of valid votes casted
E-Voting by Shareholders through VC/OAVM during the AGM	NIL	NIL	NIL
Remote E-Voting	75	62262616	64.17
Total	75	62262616	64.17

(ii) Voted against the resolution:

Voting Description	Number of Members who voted	Number of Shares for which votes casted	% of total number of valid votes casted
E-Voting by Shareholders through VC/OAVM during the AGM	NIL	NIL	NIL
Remote E-Voting	1	2	100
Total	1	2	100

(iii) Invalid/ Abstain Votes:

Voting Description	Number of Members who voted	Number of shares for which votes casted
E-Voting by Shareholders through VC/OAVM during the AGM	NIL	NIL
Remote E-Voting	3	22308080
Total	3	22308080

**Item No. 3-Ordinary Resolution:**

**Approval for Material Related Party Transactions.**

(i) Voted in favour of resolution:

Voting Description	Number of Members who voted	Number of Shares for which votes casted	% of total number of valid votes casted
E-Voting by Shareholders through VC/OAVM during the AGM	NIL	NIL	NIL
Remote E-Voting	75	62262617	64.17
Total	75	62262617	64.17

(ii) Voted against the resolution:

Voting Description	Number of Members who voted	Number of Shares for which votes casted	% of total number of valid votes casted
E-Voting by Shareholders through VC/OAVM during the AGM	NIL	NIL	NIL
Remote E-Voting	1	1	100
Total	1	1	100

(iii) Invalid/ Abstain Votes:

Voting Description	Number of Members who voted	Number of shares for which votes casted
E-Voting by Shareholders through VC/OAVM during the AGM	NIL	NIL
Remote E-Voting	4	22308090
NIL	4	22308090

**Item No. 4-Special Resolution:**

**Appointment of Ms. Sushmita Swarup Lunkad as Non-Executive - Independent Director of the Company for a period of five years with effect from 23rd September, 2023 to 22nd September, 2028.**

(i) Voted in favour of resolution:

Voting Description	Number of Members who voted	Number of Shares for which votes casted	% of total number of valid votes casted
E-Voting by Shareholders through VC/OAVM during the AGM	NIL	NIL	NIL
Remote E-Voting	74	62262604	100
Total	74	62262604	100

(ii) Voted against the resolution:

Voting Description	Number of Members who voted	Number of Shares for which votes casted	% of total number of valid votes casted
E-Voting by Shareholders through VC/OAVM during the AGM	NIL	NIL	NIL
Remote E-Voting	2	14	100
Total	2	14	100

(iii) Invalid/ Abstain Votes:

Voting Description	Number of Members who voted	Number of shares for which votes casted
E-Voting by Shareholders through VC/OAVM during the AGM	NIL	NIL
Remote E-Voting	NIL	NIL
NIL	NIL	NIL

We further report that:

1. All the resolutions proposed hereinabove have been passed with requisite majority.
2. The remote e-voting register and other records shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to Company Secretary as authorised by the Board of Directors for safe keeping.

**For D N VORA & Associates  
Company Secretaries**

**DIPALI  
NATVAR  
VORA**

Digitally signed by  
DIPALI NATVAR VORA  
Date: 2023.09.25  
10:25:51 +05'30'

**CS Dipali N. Vora  
Proprietor**

**M. No. ACS 46989; C. P. No. 21254  
Peer Review No: 4158/2023  
UDIN: A046989E001072992**

**Place: Mumbai  
Date: 25/09/2023**

**Countersigned and received the report:**

**Tushar Shah  
For KBS India Limited  
Chairman/Authorized Signatory**

**Place: Mumbai  
Date: 25/09/2023**