

# 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

June, 29, 2021

The Manager,  
BSE Limited,  
1<sup>st</sup> Floor, Phiroze,  
Jeejeebhoy Towers,  
Dalal Street,  
Mumbai -400001

**Scrip Code: 508993**

Dear Sir,

**Sub : Voting Results of 40<sup>th</sup> Annual General Meeting of Kedia Construction Co. Limited**

Ref: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.


In compliance with the provisions of Regulation 44(3), other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Section 108 read with Rules and Regulations made thereunder and other applicable provisions of the Companies Act, 2013, we hereby submit the following documents regarding the 40<sup>th</sup> Annual General Meeting (AGM) of the members of Kedia Construction Co. Limited ('the Company'), which was held on Monday, June 28, 2021 at 03:00 p.m. (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM) :

- (a) Disclosure pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (b) Consolidated Report of Mrs. Poonam Somani, Proprietor of M/s. Somani & Associates (Scrutinizer) dated 30<sup>th</sup> June, 2021 on remote e-voting and e-voting at the AGM.

This is for your information and record.

Thanking you,  
Yours faithfully

**For Kedia Construction Co. Limited**

  
**Murlidhar Gupta**  
Director  
(Din:01644127)



**CONSOLIDATED SCRUTINIZER REPORT**  
**FOR REMOTE E-VOTING AND ELECTRONIC VOTING AT AGM**

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015]

To  
The Chairman & Board of Directors,  
**Kedia Construction Company Limited,**  
(CIN: L45200MH1981PLC025083)  
Add: 202,2<sup>nd</sup>Floor, A- Wing, Bldg. No.3,  
Sir M.V. Road, Rahul Mittal Industrial Estate,  
Andheri (East) Mumbai - 400059

Dear Sir,

**Consolidated Scrutinizer's Report on voting through Remote E-Voting and Electronic Voting (during the AGM) for the Annual General Meeting of the Kedia Construction Company Limited, held on Monday, June 28, 2021 at 3.00 p.m., through video conferencing ('VC')/other audio visual means ('OAVM').**

I, Poonam Somani, Practicing Company Secretary (FCS - 9364/CP- 8642) have been appointed as the scrutinizer in connection with the Annual General Meeting ("AGM") of the members of Kedia Construction Company Limited held on Monday, the 28th day of June, 2021, at 3:00 PM through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in terms of Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time. The Securities and Exchange Board of India ('SEBI') also issued Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020 the validity of which has been extended till December 31, 2021 by SEBI vide its Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 ("SEBI Circulars"). In compliance with these Circulars, provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (collectively referred as "MCA Circulars") for the purpose of scrutinizing the electronic voting ("e-voting") process through remote e-voting and e-voting at the AGM in a fair and transparent manner for the said voting as per the provisions of the Companies Act, 2013

Add: Chandak Paloma, Off Aarey Road, Vishweshwar Nagar, Goregaon (East), Mumbai-400063.  
Email ID:somani.poonam1@gmail.com, Ph. +91-9769921765

and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the Shareholders of the Company.

The voting period for remote e-voting commenced on Friday, June 25, 2020 (9:00 a.m.) and ended on Sunday, June 27, 2020 (5:00 p.m.) and the NSDL e-voting platform was disabled thereafter.

The Company had also provided e-voting facility to the shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier.

On the conclusion of the Annual General Meeting, votes were unblocked in compliance of the provisions of Rule 20 (4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015, on 28<sup>th</sup> June, 2021.

### **Responsibility of the Management**

The management of the Company is responsible to ensure compliance with the requirement of Companies Act, 2013 and the rules made there under in relation to exercising of voting right through electronic means on the resolutions as set out in the notice convening the Annual General Meeting dated June, 28, 2021.

### **Responsibility as a scrutinizer**

My responsibility, as the scrutinizer for the Remote E-Voting and Electronic Voting at the Annual General Meeting is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions set out in the notice convening the Annual General Meeting, based on the reports generated from the E-voting system provided by National Securities Depository Limited (NSDL), the authorized agency engaged by the Company for providing Remote-voting facility and E - voting facility at the AGM.

I submit my report as under:-

**The result of the Remote E-voting and E-voting at the AGM in respect of the said resolutions is as hereunder:-**

**ORDINARY BUSINESS:**

**Resolution 1**

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2021, including the Audited Balance Sheet as at 31<sup>st</sup> March, 2021 and the Statement of Profit and Loss of the Company for the year ended on that date, along with the reports of the Board of Directors and Auditors thereon:-

(i) Voted in Favor of the resolution:-

<b>Number of members(Folios) voted</b>	<b>Number of Valid votes cast by them</b>	<b>% of total number of Valid votes cast</b>
13	1864800	100.0 0

(ii) Voted against the resolution:-

<b>Number of members(Folios) voted</b>	<b>Number of Valid votes cast by them</b>	<b>% of total number of Valid votes cast</b>
Nil	Nil	Nil

(iii) Invalid votes:-

<b>Number of members whose votes were declared invalid</b>	<b>Number of invalid votes cast by them</b>
Nil	Nil

**Resolution 2**

**To appoint a Director in place of Mr. Vijay Kumar Khowala (DIN: 00377686) who retires by rotation and, being eligible, offers himself for re-election.**

(i) Voted in Favor of the resolution:-

<b>Number of members (Folios) voted</b>	<b>Number of Valid votes cast by them</b>	<b>% of total number of Valid votes cast</b>
13	1864800	100.00

(ii) Voted against the resolution:-

<b>Number of members(Folios) voted</b>	<b>Number of Valid votes cast by them</b>	<b>% of total number of Valid votes cast</b>
Nil	Nil	Nil

(iii) Invalid votes:-

<b>Number of members whose votes were declared invalid</b>	<b>Number of invalid votes cast by them</b>
Nil	Nil

**Special Business**

**Resolution 3**

**Ratification/Approval for transaction with Related Parties:-**

(i) Voted in Favor of the resolution:-

<b>Number of members (Folios) voted</b>	<b>Number of Valid votes cast by them</b>	<b>% of total number of Valid votes cast</b>
5	752000	100.00

(ii) Voted against the resolution:-

<b>Number of members(Folios) voted</b>	<b>Number of Valid votes cast by them</b>	<b>% of total number of Valid votes cast</b>
Nil	Nil	Nil

(iii) Invalid votes:-

<b>Number of members whose votes were declared invalid</b>	<b>Number of invalid votes cast by them</b>
8	1112800

**Somani & Associates**  
**(Practicing Company Secretaries)**

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All the resolutions stand with the requisite majority.

The electronic data and all other relevant records relating to the E-voting shall remain in our safe custody and shall be handed over to the Company.

***\*Note:- as per the information provided by the management of company the resolution No. 03 (item No. 03) is a special business and ordinary resolution and same was also updated in the notice of AGM as submitted on BSE. However inadvertently it was updated as special resolution in the system of NSDL.***

Thanking You.

Yours faithfully,

For Somani & Associates

(Practicing Company Secretary)

**M. No. F9364**  
**COP No. 8642**  
**UDIN -F009364C000540554**

**Place:** Mumbai  
**Date:** 29/06/2021



# Kedia Construction Co. Ltd.

CIN No. : L45200MH1981PLC025083

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Email : kcclindia@gmail.com • Website : www.kcclindia.in

29th June,2021

To,

Poonam Somani

Somani & associates

Mumbai

Dear Madam,

This is to inform you that the resolution no 3 (Item no. 3) in the annual report for the financial year 2020-21 and 40<sup>th</sup> AGM of the Company was a special business and ordinary resolution. same was also updated in the notice of the company as submitted on BSE. All the annual report sent to the shareholders of the company clearly contains that it was an ordinary resolution and as per the companies act 2013 also ordinary resolution is required for the same.

Inadvertently while doing voting, it was updated as the special resolution in the system of the NSDL.

We request you to consider is ordinary as Annual Report dispatched as well as notice of the annual report contains the same.

Further we take responsibility of the that inadvertence and will indemnify in case any issue arise out of that.

Thanking You,

For Kedia Construction Company Limited

Murlidhar Gupta

Director





Sr No	EVEN	DEMAT/FOLIO NUMBER	USER_NAME	HOLDINGS	Relation with Nitin Kedia
1	116071	'1202890000221030	SHANTIKUMAR NITIN KUMAR .HUF..	248000	Karta of HUF
2	116071	'IN30021422057805	KIRTI INVESTMENTS LIMITED	298000	Son Nipun Kedia is Director
3	116071	'IN30021423161554	RAJSHILA REALTORS LLP	62800	Designated Partner
4	116071	'IN30281411537042	Nitin S Kedia	100000	Self
5	116071	'IN30281411537067	Saroj Shanitikumar Kedia	83800	Mother
6	116071	'IN30281411537075	Prabha B Kedia	80000	Cousin's mother
7	116071	'IN30281411537745	Suman Nitin Kedia	230200	Wife
8	116071	'IN30281411537840	Shalini Nirmal Kedia	174000	Cousin's Wife
9	116071	'IN30281411550986	Nitin S Kedia (Nitin Kumar Nipun Kumar HUF)	9000	Karta of HUF
10	116071	'IN30281411553402	Nirmal Bhagirathprasad Kedia (Nirmal Kumar Varun Kumar HUF)	188000	Cousin is Karta in HUF
11	116071	'IN30281411553435	Nirmal Bhagirathprasad Kedia	184000	Cousin is Karta in HUF
12	116071	'IN30281411555914	Nirmal Bhagirathprasad Kedia	126000	Cousin Brother
13	116071	'IN30281411575820	Nipun N Kedia	81000	Son
				For KEDIA CONSTRUCTION CO. LTD.	

Director / Authorised Signatory



General information about company	
Scrip code	508993
NSE Symbol	KEDIACN
MSEI Symbol	
ISIN	INE511J01027
Name of the company	KEDIA CONSTRUCTION CO. LTD.
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	28-06-2021
Start time of the meeting	03:00 PM
End time of the meeting	03:20 PM

Scrutinizer Details	
Name of the Scrutinizer	Poonam Somani
Firms Name	Somani & Associates
Qualification	CS
Membership Number	9364
Date of Board Meeting in which appointed	31-05-2021
Date of Issuance of Report to the company	29-06-2021

Voting results	
Record date	21-06-2021
Total number of shareholders on record date	105
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	8
b) Public	1
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	

Resolution(1)	
Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2021, including the Audited Balance Sheet as at 31st March, 2021 and the Statement of Profit and Loss of the Company for the year ended on that date, along with the reports of the Board of Directors and Auditors

For KEDIA CONSTRUCTION CO. LTD.



				thereon				
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	1802000	1802000	100	1802000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1802000	1802000	100	1802000	0	100
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public-Non Institutions	E-Voting	1198000	62800	5.2421	62800	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1198000	62800	5.2421	62800	0	100
Total		3000000	1864800	62.16	1864800	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

### Text Block

Textual Information(1) NA

### Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

### Resolution(2)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Vijay Kumar Khowala (DIN: 00377686) who retires by rotation and being eligible, offers himself for re-appointment				
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

For KEDIA CONSTRUCTION CO. LTD.

Director / Authorised Signatory



Promoter and Promoter Group	E-Voting	1802000	1802000	100	1802000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1802000	1802000	100	1802000	0	100
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	1198000	62800	5.2421	62800	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1198000	62800	5.2421	62800	0	100
Total		3000000	1864800	62.16	1864800	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

### Text Block

Textual Information(1) NA

### Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

### Resolution(3)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		Yes						
Description of resolution considered		Ratification/Approval for transaction with Related Parties						
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	1802000	752000	41.7314	752000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1802000	752000	41.7314	752000	0	100

For KEDIA CONSTRUCTION CO. LTD.

Director / Authorised Signatory



Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	1198000	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	1198000	0	0	0	0	0	0
Total		3000000	752000	25.0667	752000	0	100	0
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								Textual Information(1)

### Text Block

Textual Information(1)	<p>The Company has entered into/propose to enter into contracts / arrangements /agreements/ transactions with the related parties as per the terms and conditions mutually agreed from time to time, which are in the ordinary course of business of the company and terms and conditions including pricing are at arms length basis and the same are reviewed by the Audit Committee on quarterly basis.</p> <p>The transactions entered into/proposed to be entered are as stated below in the table are as per Section 188 of Companies Act, 201 and as per the Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</p> <p>Pursuant to Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all material Related Party Transactions require approval of the shareholders, in which the concerned related parties are required to abstain from voting.</p> <p>The particulars of the transactions pursuant to para 3 of Explanation (1) to Rule 15 of the Companies (Meeting of Board and its Powers) Rules, 2014 are as under:</p>					
	Sr. No.	Particulars	Relationship	Nature of Transaction	Rs. In lakhs Current year (FY 2020-2021)	Rs. In lakhs Previous year (FY 2019-2020)
	1.	Nitin Castings Ltd.	KMP is the Director in the Company	Professional Fees Received	21.00	38.00
	2.	Barkharani Choudary	Director	Director Sitting Fees	0.50	0.38
	3.	Ravi Nevatia	Director	Director Sitting Fees	0.50	0.50
4.	Rajshila Construction LLP	Relative of KMP is the Director in the Company	Advance	29.00	29.00	

### Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

For KEDIA CONSTRUCTION CO., LTD.

Director / Authorised Signatory