

September 4, 2015

The Bombay Stock Exchange Ltd.  
BSE's Corporate Relationship  
Department  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building, P.J. Towers,  
Dalal Street, Fort,  
**Mumbai 400 001**



**Sub: Annual General Meeting Voting Results and Report under Clause 35A of Listing Agreement**

In compliance with Clause 35A of the Listing Agreement, we are pleased to submit the following information, in the prescribed format, regarding voting results on the business transacted as per notice dated May 30, 2015 of the 15<sup>th</sup> Annual General Meeting (AGM) of the Company held on September 4, 2015 at 11:30 a.m. at the Modi Hall, PHD House, 4/2, Siri Institutional Area, August Kranti Marg, New Delhi-110 016.

SLNO	DESCRIPTION					
A	DATE OF AGM	<b>04-09-2015</b>				
B	BOOK CLOSURE DATE	<b>28-08-2015 TO 04-09-2015 ( BOTH DAYS INCLUSIVE )</b>				
C	TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE	<b>6333</b>				
D	NO OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR THROUGH PROXY	<b>50</b>				
	SHAREHOLDERS	PRESENT IN PERSON	PRESENT THROUGH PROXY	TOTAL	SHARES	% TO CAPITAL
	PROMOTER AND PROMOTER GROUP	<b>4</b>	<b>0</b>	<b>4</b>	<b>4839446</b>	<b>74.99976</b>
	PUBLIC	<b>46</b>	<b>0</b>	<b>46</b>	<b>2730</b>	<b>0.04231</b>
	TOTAL	<b>50</b>	<b>0</b>		<b>4842176</b>	<b>75.04207</b>
E	No. of shareholders attended the meeting through Video conferencing- No video conferencing facility was made available.					

Based on the consolidated report of the Scrutinizer, all the resolutions set out in the Notice of 15<sup>th</sup> AGM have been dully approved by the shareholders with requisite majority.

The mode of voting was by way of E-Voting and Poll. The business wise details are provided in the Annexure - I attached herewith.

Thanking you,  
Yours faithfully,  
For **KAMA HOLDINGS LIMITED**

**RAJAT LAKHANPAL**  
**WHOLE-TIME DIRECTOR, CHIEF FINANCIAL OFFICER & COMPANY SECRETARY**

Encl: As above

**KAMA Holdings Limited**

Block-C, Sector-45  
Gurgaon 122 003  
Haryana, India  
Tel: +91-124-4354400  
Fax: +91-124-4354500  
Email : info@kamaholdings.com  
Website : www.kamaholdings.com

Regd. Office :  
C-8, Commercial Complex  
Safdarjung Development Area  
New Delhi - 110016, India

## Annexure - 1

Category	Shares Held (1)	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
<b>Resolution : 1</b>	<b>Consideration and adoption of the standalone and Consolidated Financial Statements for the financial year 2014-15 (Ordinary Resolution)</b>						
Promoter and Promoter Group	4839446	4839446	100	4839446	0	100	0
Public – Institutional Holders	3874	0	0	0	0	0	0
Public-Others	1609295	1790	0.1112	1790	0	100	0
Total	6452615	4841236	75.0275	4841236	0	100	0
<b>Resolution : 2</b>	<b>Declaration of dividend on 8% Non- Cumulative Redeemable Preference Shares-(Ordinary Resolution)</b>						
Promoter and Promoter Group	4839446	4839446	100	4839446	0	100	0
Public – Institutional Holders	3874	0	0	0	0	0	0
Public-Others	1609295	1790	0.1112	1790	0	100	0
Total	6452615	4841236	75.0275	4841236	0	100	0
<b>Resolution : 3</b>	<b>Re-appointment of Mr. Kartik Bharat Ram (DIN 00008557) as a Director retiring by rotation-(Ordinary Resolution)</b>						
Promoter and Promoter Group	4839446	4839446	100	4839446	0	100	0
Public – Institutional Holders	3874	0	0	0	0	0	0
Public-Others	1609295	1790	0.1112	1790	0	100	0
Total	6452615	4841236	75.0275	4841236	0	100	0
<b>Resolution : 4</b>	<b>Ratification of Appointment of Auditors as approved by the member at the fourteenth Annual General Meeting-(Ordinary Resolution)</b>						
Promoter and Promoter Group	4839446	4839446	100	4839446	0	100	0
Public – Institutional Holders	3874	0	0	0	0	0	0
Public-Others	1609295	1790	0.1112	1790	0	100	0
Total	6452615	4841236	75.0275	4841236	0	100	0
<b>Resolution : 5</b>	<b>Appointment of Mrs. Vasvi Bharat Ram (DIN 00074849) as a Director liable to retire by rotation-(Ordinary Resolution)</b>						
Promoter and Promoter Group	4839446	4839446	100	4839446	0	100	0
Public – Institutional Holders	3874	0	0	0	0	0	0
Public-Others	1609295	1790	0.1112	1790	0	100	0
Total	6452615	4841236	75.0275	4841236	0	100	0



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**CONSOLIDATED SCRUTINIZER'S REPORT**  
[Pursuant to Section 108 of the Companies Act, 2013 and  
Rule 20 of Companies (Management and Administration) Rules, 2014]

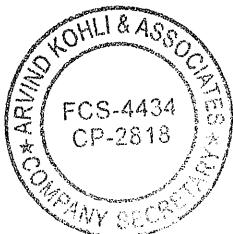
To,  
**The Chairman**  
**KAMA Holdings Limited**  
**C-8, Commercial Complex,**  
**Safdarjung Development Area,**  
**New Delhi 110 016**

Respected Sir,

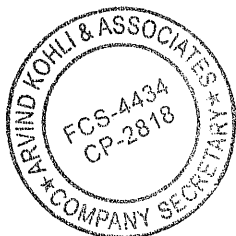
**Sub.: Consolidated Scrutinizer's Report for passing of Resolutions through Remote E-Voting Process and on voting by Poll at 15<sup>th</sup> Annual General Meeting held on Friday, September 4, 2015**

I, CS Arvind Kohli, Proprietor, Arvind Kohli & Associates, Company Secretaries, Gurgaon, Haryana was appointed as Scrutinizer by the Board of Directors of the Company for the purpose of Scrutinizing the remote e-voting process in terms of the provisions of Clause 35B of the Listing Agreement and provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for passing of the Resolutions as mentioned under item numbers 1 to 5 as set out in the Notice of 15<sup>th</sup> Annual General Meeting (AGM) of the shareholders of the Company dated **May 30, 2015** which was held at Modi Hall, 4/2, Siri Institutional Area, August Kranti Marg, New Delhi - 110 016.

1. The management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and polling papers on the resolutions contained in the notice of AGM of the members of the Company. My responsibility as a Scrutinizer for the remote e-voting process and voting through ballot process conducted at the AGM is restricted to making a Consolidated Scrutinizer's Report of the votes cast '**in favour**' or '**against**' the resolutions stated in the said Notice, based on the reports generated from the e-voting system provided by Karvy Computershare Private Limited (KARVY), the agency engaged by the Company to provide remote e-voting facility for e-voting and poll conducted at the AGM.



2. The Notice dated **May 30, 2015** along with Statement setting out material facts under Section 102 of the Act was dispatched to the Shareholders through courier on **Saturday, August 8, 2015** and through e-mail to shareholders whose email IDs are registered with the Company/Depository Participant(s) on **Monday, August 10, 2015**. The said notice was dispatched on the basis of Register of Members made available by the Registrar & Share Transfer Agent of the Company and the list of beneficial owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on **Friday, July 31, 2015**.
3. As per the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has published advertisement about having sent the notice of meeting and providing e-voting facility in the New Delhi edition of "Financial Express" and "Jansatta" on **Tuesday, August 11, 2015**.
4. In terms of the aforesaid Notice, voting through electronic means was kept open for 3 (three) days from **Tuesday, September 1, 2015 (10:00 A.M.)** to **Thursday, September 3, 2015 (5:00 P.M.)**.
5. The voting rights of members were considered in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date i.e. **Friday, August 28, 2015**.
6. After the time fixed for closing of the poll by the Chairman, 1(one) ballot box kept for polling were locked in my presence with due identification marks placed by me.
7. 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.
8. As required under the said rules, after the closure of the voting at the Annual General Meeting, the votes cast through poll were counted, thereafter the votes cast under remote e-voting facility were unblocked in the presence of Mr. Ajay Sharma and Mr. John Mathew who are not in employment with the Company.
9. Summary of the e-voting and poll is as follows:



## Resolution No. 1 ORDINARY RESOLUTION

**Adoption of Audited Financial Statements (including consolidated financial statements) for the year ended 31<sup>st</sup> March, 2015 along with Reports of the Directors' and of the Auditors' thereon.**

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

Particulars	No. of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	25	916	100
Remote E-voting	7	4840320	100
Total	32	4841236	100

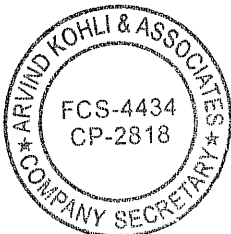
(ii) Voted **against** the resolution:

Particulars	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	— Nil	Nil	Nil
Remote E-voting	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) **Invalid** votes:

Particulars	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
Voting at AGM	Nil	Nil
Remote E-voting	Nil	Nil
Total	Nil	Nil

**Result: Based on the aforesaid results, Ordinary Resolution as contained in item no. 1 of the Notice dated May 30, 2015 has been passed with the requisite majority.**



## Resolution No.2 ORDINARY RESOLUTION

### To declare Dividend on Non Cumulative Redeemable Preference Shares.

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

Particulars	No.of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	25	916	100
Remote E-voting	7	4840320	100
Total	32	4841236	100

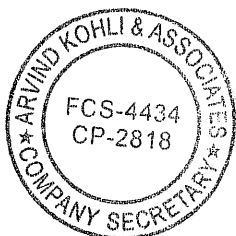
(ii) Voted **against** the resolution:

Particulars	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	Nil	Nil	Nil
Remote E-voting	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) **Invalid** votes:

Particulars	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
Voting at AGM	Nil	Nil
Remote E-voting	Nil	Nil
Total	Nil	Nil

**Result: Based on the aforesaid results, Ordinary Resolution as contained in item no. 2 of the Notice dated May 30, 2015 has been passed with the requisite majority.**



### Resolution No. 3: ORDINARY RESOLUTION

To appoint a Director in place of Mr. Kartik Bharat Ram, (DIN: 00008557) liable to retire by rotation

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

Particulars	No. of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	25	916	100
Remote E-voting	7	4840320	100
Total	32	4841236	100

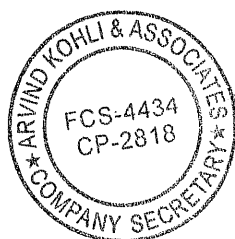
(ii) Voted **against** the resolution:

Particulars	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	Nil	Nil	Nil
Remote E-voting	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) **Invalid** votes:

Particulars	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
Voting at AGM	Nil	Nil
Remote E-voting	Nil	Nil
Total	Nil	Nil

**Result: Based on the aforesaid results, Ordinary Resolution as contained in item no. 3 of the Notice dated May 30, 2015 has been passed with the requisite majority.**



#### Resolution No.4: ORDINARY RESOLUTION

To ratify the appointment of M/S Thakur Vaidyanath Aiyar & Co, Chartered Accountants, New Delhi (Registration No. 000038N).

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

Particulars	No.of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	25	916	100
Remote E-voting	7	4840320	100
Total	32	4841236	100

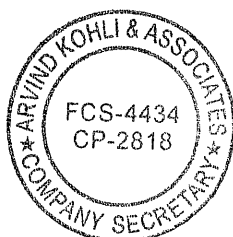
(ii) Voted **against** the resolution:

Particulars	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	Nil	Nil	Nil
Remote E-voting	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) **Invalid** votes:

Particulars	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
Voting at AGM	Nil	Nil
Remote E-voting	Nil	Nil
Total	Nil	Nil

**Result: Based on the aforesaid results, Ordinary Resolution as contained in item no. 4 of the Notice dated May 30, 2015 has been passed with the requisite majority.**





## Resolution No.5: ORDINARY RESOLUTION

**To Appoint Ms. Vasvi Bharat Ram (DIN 00074849) as a Director liable to retire by rotation.**

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

Particulars	No.of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	25	916	100
Remote E-voting	7	4840320	100
Total	32	4841236	100

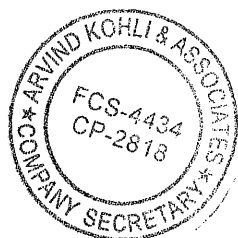
(ii) Voted **against** the resolution:

Particulars	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Voting at AGM	Nil	Nil	Nil
Remote E-voting	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) **Invalid** votes:

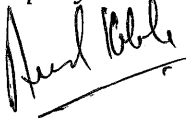
Particulars	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
Voting at AGM	Nil	Nil
Remote E-voting	Nil	Nil
Total	Nil	Nil

**Result: Based on the aforesaid results, Ordinary Resolution as contained in item no. 5 of the Notice dated May 30, 2015 has been passed with the requisite majority.**



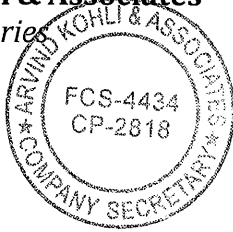
The Register, all other papers and relevant records relating to remote e-voting and Poll shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping.

For **Arvind Kohli & Associates**  
Company Secretaries

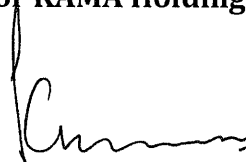


**Arvind Kohli**  
Proprietor

M. No. FCS 4434, C.P. No. 2818



For **KAMA Holdings Limited**



**Kartik Bharat Ram**  
Chairman



Date : September 4, 2015

Place : New Delhi

WITNESS:

1. Mr. Ajay Sharma



2. Mr. John Mathew

