

# Kaya Limited

August 4, 2016

To,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001

National Stock exchange of India Limited,  
'Exchange Plaza', C-1Block G  
Bandra Kurla Complex, Bandra(E),  
Mumbai 400 051

**BSE Scrip Code: 539276**

**NSE Scrip Symbol: KAYA**

**Subject: Proceedings of the Thirteenth Annual General Meeting of Kaya Limited (“the Company”).**

**Reference: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Madam,

The Thirteenth Annual General Meeting of the Company (“AGM” or “the Meeting”) was duly held on August 4, 2016 at 9.30 a.m. at the National Stock Exchange of India Limited, Gr. Floor, Dr. R. H. Patil Auditorium, Exchange Plaza, G-Block, Plot No. C1, Bandra Kurla Complex, Bandra (East), Mumbai 400051.

The meeting was chaired by Mr. Harsh Mariwala, Chairman. As per the attendance records, in aggregate, 56 Members were present at the AGM, out of which 55 were present in person and 1 Member was present through proxy. The requisite quorum being present, the Chairman called the meeting to order. The Members were informed that the requisite registers and documents referred to in the Notice of AGM were available for inspection during the Meeting.

The Chairman addressed the Members present by giving a review of operations of the Company during the financial year 2015-16 and the new initiatives taken up during the year by the Company. Mr. Dharmendar Jain, Chief Financial Officer updated the Members on the Corporate Developments.

The following items of business, as per the Notice of the meeting, were transacted:

## **Ordinary Business**

1. To receive, consider and adopt the audited financial statements including audited consolidated financial statements of the Company for the year ended March 31, 2016 together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Rajen Mariwala, Director (holding DIN: 00007246) who retires by rotation and being eligible seeks re-appointment.
3. Appointment of M/s. Price Waterhouse, Chartered Accountants, as Statutory Auditors of the Company.

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## Special Business

4. Re - Appointment of Mr. Harsh Mariwala as the Chairman and Managing Director of the Company.
5. Kaya Employee Stock Option Plan, 2016 for employees of the Company.
6. Kaya Employee Stock Option Plan, 2016 for employees of the Subsidiaries of the Company.

The Chairman then invited queries from the Members on the agenda matters. The queries were replied to by the Chairman, CEO of Kaya India and CEO of Kaya Middle East.

The Company had provided Members the facility to cast their vote electronically (“remote e-voting”) or through Ballot, on all resolutions set forth in the Notice. Moreover, the Chairman ordered Poll at the meeting for the Members present who were unable to cast their votes using remote e-voting or Ballot voting facility.

M/s. Amita Desai, Practising Company Secretary and the Scrutinizer appointed by the Board of Directors of the Company diligently scrutinized the entire voting process in a fair and transparent manner.

Thereafter, the Members were informed that a consolidated report on total votes casted shall be submitted by Scrutinizer to the Chairman within 3 days of the conclusion of the AGM and the same will be forthwith declared by the company by publishing it on its website, the website of NSDL and by notifying to the Stock Exchanges where shares of the Company are listed.

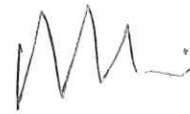
The AGM concluded with a vote of thanks to those present.

Thank you.

For Kaya Limited



**Subramanian S.**  
Chief Executive Officer – Kaya India



**Dharmendar Jain**  
Chief Financial Officer