



12th Annual Report
2019~20

KESAR TERMINALS & INFRASTRUCTURE LIMITED

KESAR TERMINALS & INFRASTRUCTURE LIMITED

MISSION

“To provide world class services in **warehousing and other storage facilities** for domestic and exim **Bulk liquid and dry bulk cargo** of all kinds, on a pan India basis, upholding our core principle of **Trust and Excellence.**”

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KESAR TERMINALS & INFRASTRUCTURE LIMITED

(Incorporated under the Companies Act, 1956)

CIN: L45203MH2008PLC178061

COMPANY INFORMATION

BOARD OF DIRECTORS

EXECUTIVE CHAIRMAN

SHRI H R KILACHAND

INDEPENDENT DIRECTORS

SHRI A S RUIA

SHRI J N GODBOLE

SHRI R S LOONA

MRS NILIMA MANSUKHANI

NON-EXECUTIVE DIRECTOR

SHRI J K DEVGUPTA

CHIEF FINANCIAL OFFICER

SHRI V J DOSHI

CHIEF EXECUTIVE OFFICER

SHRI NAVLESH KUMAR

COMPANY SECRETARY

MRS SARIKA SINGH

BANKER

STATE BANK OF INDIA

AUDITORS

M/S. CHANDABHOY & JASSOOBHOY
CHARTERED ACCOUNTANTS.

TERMINALS

KANDLA (GUJARAT)

REGISTERED OFFICE

ORIENTAL HOUSE, 7, JAMSHEDJI TATA ROAD, CHURCHGATE,
MUMBAI - 400 020.

REGISTRAR & TRANSFER AGENT

M/S. SHAREX DYANAMIC (INDIA) PVT. LTD
C-101, 247 PARK, LBS
MARG, VIKHROLI WEST, MUMBAI-400083.

AUDIT COMMITTEE MEMBERS

SHRI A S RUIA (CHAIRMAN-INDEPENDENT DIRECTOR)

SHRI J N GODBOLE (MEMBER - INDEPENDENT DIRECTOR)

SHRI R S LOONA (MEMBER - INDEPENDENT DIRECTOR)

SHRI H R KILACHAND (MEMBER -EXECUTIVE CHAIRMAN)

SHRI NILIMA MANSUKHANI (MEMBER-INDEPENDENT DIRECTOR)

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NOTICE

NOTICE is hereby given that the 12th Annual General Meeting of the Members of **KESAR TERMINALS & INFRASTRUCTURE LIMITED** (CIN:L45203MH2008PLC178061) will be held on Wednesday, **9th September, 2020**, at 3:30 p.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business(es):

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Standalone and Consolidated Balance Sheet as at 31st March, 2020 and Statement of Profit & Loss for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon.
2. To confirm the payment of the Interim dividend of ₹ 1.25/- per equity share as final dividend for the financial year 2019-20.
3. To appoint a Director in place of Shri J K Devgupta (DIN: 00515391), who retires by rotation and being eligible offers himself for re-appointment.

SPECIAL BUSINESS:

4. **Additional remuneration to Shri H R Kilachand (DIN:00294835), Whole Time Director:**

To consider, and if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT in continuation of the special resolution passed by the members at the 10th Annual General Meeting (AGM) of the Company held on 27th September 2018 and pursuant to section 196, 197 and 198 read with schedule V to the Companies Act, 2013 (the Act) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force and pursuant to the recommendations of the Nomination and Remuneration Committee and approved by the Board of Directors of the Company, the consent of the members of the Company be and is hereby accorded for payment of additional remuneration of ₹35,00,000/- (Rupees Thirty Five Lakhs Only) to Shri H R Kilachand, Whole Time Director designated as 'Executive Chairman' (DIN:00294835) for the financial year 2019-20 in accordance with the first proviso of section II of part II of schedule V of the Companies Act, 2013 as there was an inadequacy of profits in the financial year 2019-20."

"RESOLVED FURTHER THAT the Board of Directors of the Company and/or Key Managerial Personnel (KMPs) be and are hereby severally authorised to do such things and take such steps as may be expedient or desirable to give effect to this resolution."

5. **Increase in overall Managerial Remuneration limit under section 197(1) of Companies Act, 2013:**

To consider, and if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT in accordance with the provisions of section 197 of the Companies Act, 2013 as amended by the Companies (Amendment) Act, 2017, read with schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the recommendation of Nomination and Remuneration Committee and approved by the Board of Directors of the Company, the consent of the members of the Company be and is hereby accorded to increase the overall limit of managerial remuneration payable by the Company in respect of any financial year effective from financial year 2020-21 from 11% (Eleven percent) to 20% (Twenty percent) of the net profits of the Company computed in the manner laid down in section 198 of the Companies Act, 2013."

"RESOLVED FURTHER THAT the Board of Directors of the Company and/or Key Managerial Personnel (KMPs) be and are hereby severally authorised to do such things and take such steps as may be expedient or desirable to give effect to this resolution."

6. **Increase in remuneration of Shri H R Kilachand (DIN: 00294835), Whole-time Director:**

To consider, and if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT in continuation of the special resolution passed by the members at the 10th Annual General Meeting of the Company held on 27th September 2018 and pursuant to the applicable provisions of section 196, 197 and 198 read with schedule V to the Companies Act, 2013 (the Act) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and in accordance with applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or

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re-enactment thereof for the time being in force) and as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors of the Company, the consent of the members of the Company be and is hereby accorded for revision in remuneration as stated below payable to Shri H R Kilachand (DIN: 00294835), Whole Time Director designated as Executive Chairman with effect from 1st April 2020 for the remaining period of his present term of appointment i.e. upto 19th December 2020, not exceeding ceiling limit of 15% of net profit of the financial year in accordance with section 198 of Companies Act, 2013 to be paid to Shri H R Kilachand, including the remuneration to be paid to him in the event of loss or inadequacy of profits as stated below, is hereby specifically sanctioned with the other terms and conditions of his appointment remaining the same, and with the liberty to the Board of Directors to alter, vary and modify the terms and conditions of the said appointment and/or remuneration, in such manner as may be agreed to between the Board of Directors and Shri H R Kilachand within and in accordance with the Act or such other applicable provisions or any amendment thereto and, if necessary.

I. SALARY:

A. In case, the Company has adequate net profit (calculated as per section 198 of the Act) in any financial year:

- a. Salary: In the scale of ₹ 6,00,000/- per month to ₹7,50,000/- per month as may be decided by Board of Directors subject to not exceeding the limit of 15% of net profit as specified above.
- b. Incentives, not exceeding the specified ceiling limit of 15% of the net profit of the Company for that financial year or part thereof computed in the manner as laid down under section 198 of the Companies Act, 2013 after deducting salary as mentioned at (a) above & perquisites as provided hereunder.

OR

B In case, the Company has no profit or its profits are inadequate:

Salary: ₹12,50,000/- per month inclusive of perquisites as mentioned hereunder as minimum remuneration as per schedule V and further the Board of Directors of the Company is authorised to make payment up to ₹ 16,50,000/- per month as maximum remuneration under section II of part II of Schedule V of the Act.

II **Perquisites:** Shri H R Kilachand shall be entitled to House rent allowance (not exceeding 60% of the salary as mentioned at (A)(a) above), gas, electricity, medical reimbursement, leave travel concession for self and family, club fees, personal accident insurance, Company maintained car with driver, telephone and such other perquisites in accordance with the Company's rules, the monetary value of such perquisites to be determined in accordance with the Income Tax Rules within the ceiling limits payable to Shri H R Kilachand, subject however to the ceiling limit of minimum remuneration as mentioned hereinabove in case of loss or inadequate profits.

Shri H R Kilachand shall be further eligible to the following perquisites also which shall not be included in the computation of the ceiling limit on remuneration:

- i. The Company's contribution to Provident Fund, Superannuation Fund or Annuity Fund to the extent it is not taxable under the Income Tax Act;
- ii. Gratuity payable at a rate not exceeding half a month's salary for each completed year of service; and
- iii. Encashment of leave at the end of the tenure.

"RESOLVED FURTHER THAT Shri H R Kilachand shall be entitled to reimbursement of expenses actually and properly incurred by him for the business of the Company."

"RESOLVED FURTHER THAT the Board shall have the discretion and authority to modify the aforesaid terms and remuneration within, however, the limit as approved by the members."

"RESOLVED FURTHER THAT in the event of any statutory amendments, modifications or relaxation by the Central Government to Schedule V to the Companies Act, 2013, the Board of Directors be and is hereby authorised to vary or increase the remuneration (including the minimum remuneration), that is, the salary, perquisites, allowances, etc. within such prescribed limit or ceiling and the terms and conditions of the said appointment as agreed to

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between the Board and Shri H R Kilachand be suitably amended to give effect to such modification, relaxation or variation, subject to such approvals as may be required by law."

7. Reappointment & payment of remuneration to Shri H R Kilachand (DIN: 00294835) as Whole-Time Director:

To consider, and if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of section 196, 197, 198, and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with schedule V of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and in accordance with applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), relevant provisions of Articles of Association of the Company and such other approvals, permissions and sanctions as may be required, and as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors, the consent of the members be and is hereby accorded for the re-appointment of Shri H R Kilachand (DIN: 00294835) as Whole Time Director designated as "Executive Chairman" of the Company entrusted with substantial powers of the management for a further period of 3 years commencing from 20th December, 2020 upto 19th December, 2023, not liable to retire by rotation and the consent of the members of the Company be and is hereby accorded for payment of maximum remuneration to Shri H R Kilachand not exceeding the ceiling limit of 15% of net profit in any financial year in accordance with section 198 of Companies Act, 2013 to be paid to Shri H R Kilachand for a period of 3 (Three) years commencing from 20th December 2020 to 19th December 2023, on such terms and conditions including the remuneration to be paid to him as minimum remuneration in the event of loss or inadequacy of profits in any financial year during the aforesaid period as stated below with liberty to the Board of Directors to alter, vary and modify the terms and conditions of the said appointment and / or remuneration, in such manner as may be agreed to, between the Board of Directors and Shri H R Kilachand, within and in accordance with the Act or such other applicable provisions of any statutory modification(s) or re-enactment(s) thereof.

I. SALARY:

[A] In case, the Company has adequate net profit (calculated as per section 198 of the Act) in any financial year:

- a. Salary: In the scale of ₹ 6,00,000/- per month to ₹7,50,000/- per month as may be decided by Board of Directors subject to not exceeding the limit of 15% of net profit as specified above.
- b. Incentives, not exceeding the specified ceiling limit of 15% of the Net Profit of the Company for each financial year or part thereof computed in the manner as laid down under Section 198 of the Companies Act, 2013 after deducting salary as mentioned at (a) above & perquisites as provided hereunder.

OR

[B] In case, the Company has no profit or its profits are inadequate:

Salary ₹ 12,50,000/- per month inclusive of Perquisites as mentioned hereunder as Minimum Remuneration as per Schedule V and further the Board of Directors of the Company is authorised to make payment upto ₹ 16,50,000/- per month as maximum remuneration under section II of part II of Schedule V of the Act.

II Perquisites: Shri H R Kilachand shall be entitled to House Rent Allowance (not exceeding 60% of the salary as mentioned at (A)(a) above), gas, electricity, medical reimbursement, leave travel concession for self and family, club fees, personal accident insurance, Company maintained car with driver, telephone and such other perquisites in accordance with the Company's rules, the monetary value of such perquisites to be determined in accordance with the Income Tax Rules within the ceiling limits payable to Shri H R Kilachand, subject however to the ceiling limit of minimum remuneration as mentioned hereinabove in case of loss or inadequate profits.

Shri H R Kilachand shall be further eligible to the following perquisites also which shall not be included in the computation of the ceiling limit on remuneration:

- i The Company's contribution to Provident Fund, Superannuation Fund or Annuity Fund to the extent it is not taxable under the Income Tax Act;

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- ii. Gratuity payable at a rate not exceeding half a month's salary for each completed year of service; and
- iii. Encashment of leave at the end of the tenure.

"RESOLVED FURTHER THAT Shri H R Kilachand shall be entitled to reimbursement of expenses actually and properly incurred by him for the business of the Company."

"RESOLVED FURTHER THAT Shri H R Kilachand shall not be liable to retire by rotation as Director of the Company."

"RESOLVED FURTHER THAT the Board shall have the discretion and authority to modify the aforesaid terms and remuneration within, however, the limit as approved by the members."

"RESOLVED FURTHER THAT in the event of any statutory amendments, modifications or relaxation by the Central Government to Schedule V to the Companies Act, 2013, the Board of Directors be and is hereby authorised to vary or increase the remuneration (including the minimum remuneration), that is, the salary, perquisites, allowances, etc. within such prescribed limit or ceiling and the terms and conditions of the said appointment as agreed to between the Board and Shri H R Kilachand be suitably amended to give effect to such modification, relaxation or variation, subject to such approvals as may be required by law."

"RESOLVED FURTHER THAT the payment of above remuneration shall also be subject to Section V of Schedule V of the Act, which provides that subject to the provisions of Sections I, II & IV of Part II of Schedule V, Shri H R Kilachand shall draw remuneration from the Company and/or from Kesar Enterprises Ltd. [KEL] in which Shri Kilachand is appointed as Chairman & Managing Director, provided that the total remuneration drawn and retained by Shri Kilachand from both the Companies shall not exceed the higher maximum limit admissible from any one of the Companies."

"RESOLVED FURTHER THAT the amount of remuneration to be paid by each Company will be decided by the Board of both the Companies from time to time considering the higher maximum limit admissible from any one of the Company i.e. the Company or KEL."

By Order of the Board of Directors

Registered Office:

Oriental House, 7,
Jamshedji Tata Road,
Churchgate
Mumbai-400020

Place: Mumbai

Date: 30.07.2020

Sarika Singh
Company Secretary
ACS:24186

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NOTES:

- a) In view of the outbreak of Covid-19 pandemic, the Ministry of Corporate Affairs ('MCA') has vide its General Circular dated May 5, 2020 read with General Circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as 'MCA Circulars') permitted the holding of the Annual General Meeting ('AGM') through Video Conferencing ('VC') facility or Other Audio Visual Means('OAVM'), without the physical presence of the members at a common venue. In compliance with the provisions of the Companies Act, 2013 ('Act'), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and MCA Circulars, the AGM of the Company is being held through VC/OAVM on Wednesday, 9th September, 2020 at 3.30 p.m. (IST). The deemed venue for the 12th AGM will be Registered Office of the Company at Oriental House, 7, Jamshedji Tata Road, Churchgate, Mumbai- 400 020.
- b) Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. since this AGM is being held pursuant to the MCA circulars through VC/OAVM, the requirement of physical attendance of members has been dispensed with. Accordingly, in terms of the MCA circulars, the facility for appointment of proxies by the members will not be available for this AGM and hence the proxy form, attendance slip and route map of AGM are not annexed to this notice.
- c) In line with the MCA General Circular dated May 5, 2020, the Notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company/Depositories. The Notice convening the 12th AGM has been uploaded on the website of the Company at www.kesarinfra.com under 'Investor Relations' section and may also be accessed on the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The Notice is also available on the website of Link Intime India Pvt. Ltd. (Agency appointed by the Company for the purpose of remote e-voting, e-voting at AGM and VC/OAVM facility for AGM) i.e. <https://instavote.linkintime.co.in..>
- d) The register of members and the Share Transfer Books of the Company shall remain closed from **Wednesday, 2nd September 2020 to Wednesday, 9th September 2020** (both days inclusive) for the purpose of AGM.
- e) Any person, whose name appears in the Register of Member/ list of Beneficial Owners as on Cut-off date provided herein below, shall be entitled to vote by way of voting through remote e-voting or e-voting system at AGM on the items/ Resolutions set forth in this Notice. Process for e-voting is provided herein below. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only.
- The members, who have cast their vote(s) by remote e-voting, may also attend the AGM but shall not be entitled to cast their vote again during the AGM.
- f) The attendance of the members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- g) Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the Notice of AGM and holding shares as of the Cut-off date may obtain the login ID and password by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 -4918 6000.
- h) Members who have not encashed their dividend warrants for the year ended 31st March, 2013 or any subsequent year(s) are requested to lodge their claims with the RTA at the earliest.
- i) Amounts of dividend remaining unclaimed/ unpaid for a period of seven years are required to be transferred to the 'Investor Education and Protection Fund'. Accordingly, unpaid dividend up to the year ended 31st March, 2012, has already been transferred to the said Fund.
- j) Members desirous of obtaining any information concerning accounts and operations of the Company are requested to address their communications to headoffice@kesarinfra.com at least seven days before the date of the meeting. The same will be suitably replied to by the Company.
- k) Ms. Ragini Chokshi, Practicing Company Secretary, has been appointed as the Scrutinizer to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner.

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- l) The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.
- m) The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.kesarinfra.com and on the website of Link Intime India Pvt. Ltd. i.e. <https://instavote.linkintime.co.in> immediately. The Company shall simultaneously forward the results to BSE Limited, where the shares of the Company are listed.
- n) Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to M/s. Sharex Dynamic (India) Pvt. Ltd., the Company's Registrar and Transfer Agents in case the shares are held by them in physical form.
- o) The Explanatory Statement pursuant to Section 102 of the Act setting out material facts concerning the business under Item No. 4 to 7 of the Notice is annexed hereto. The relevant details, pursuant to Regulations 26(4) and 36(3) of the Listing Regulations and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India, in respect of a Director seeking re-appointment and for fixation/revisions of terms of remuneration at this AGM are also annexed.
- p) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote voting to its members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Link Intime India Pvt. Ltd. (Agency appointed by the Company for the purpose of remote e-voting, e-voting at AGM and VC/OAVM facility for AGM).
- q) Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the meeting for limited time each, once the floor is open for shareholder queries. The Company reserves the right to restrict the number of speakers and number of questions depending on the availability of time for the AGM.
- r) Register of Directors and Key Managerial Personnel and their shareholdings and Register of Contracts or Arrangements in which Directors are interested, maintained under Sections 170 and 189 of the Act, 2013 will be available electronically for inspection by the Members during the AGM.

INSTRUCTIONS FOR E-VOTING AND ATTENDING THE AGM THROUGH VC/OAVM

Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and the provisions of Regulation 44 of the SEBI Listing Regulations, Members are provided with the facility to cast their vote on all items/resolutions set forth in this Notice, through remote e-voting (i.e. facility of casting votes by using an electronic voting system from a place other than the venue of AGM) or e-voting during the AGM, at Link Intime India Pvt. Ltd.'s e-voting platform. Members are provided with facility to attend the AGM through VC/OAVM facility provided by Link Intime India Pvt. Ltd.

The remote e-voting period will begin on **Sunday, 6th September, 2020** at 9:00 a.m. and end on **Tuesday, 8th September, 2020** at 5:00 pm. During this period, Shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date i.e. Wednesday, 2nd September 2020** may cast their vote electronically. The e-Voting module shall be disabled by Link Intime India Pvt. Ltd. (LIPL) for voting thereafter. Those Members, who will be present in the AGM through VC / OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting facility during the AGM.

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Detailed Instructions for casting votes through e-voting system and attending the AGM through VC/OAVM are as follows:

REMOTE E-VOTING INSTRUCTIONS FOR SHAREHOLDERS:

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>

Those who are first time users of LIPL e-voting platform or holding shares in physical mode have to mandatorily generate their own Password, as under:

- Click on “**Sign Up**” under ‘**SHARE HOLDER**’ tab and register with your following details: -
- A. User ID:** Enter your User ID
 - Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
 - Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
 - Shareholders/ members holding shares in **physical form shall provide** Event No + Folio Number registered with the Company
- B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/Company shall use the sequence number provided to you, if applicable.
- C. DOB/DOI:** Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)
- D. Bank Account Number:** Enter your Bank Account Number (last four digits), as recorded with your DP/ Company.
 - Shareholders/ members holding shares in **CDSL demat account shall provide either ‘C’ or ‘D’, above**
 - Shareholders/ members holding shares in **NSDL demat account shall provide ‘D’, above**
 - Shareholders/ members holding shares in **physical form** but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above
- Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
- Click “confirm” (Your password is now generated).

NOTE: If Shareholders/ members are holding shares in demat form and have registered on to e-Voting system of LIPL: <https://instavote.linkintime.co.in>, and/or voted on an earlier event of any company then they can use their existing password to login.

2. Click on ‘Login’ under ‘**SHARE HOLDER**’ tab.
3. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘**Submit**’.
4. After successful login, you will be able to see the notification for e-voting. Select ‘**Kesar Terminals & Infrastructure Limited/ Event number 200130**’.
5. E-voting page will appear.
6. Refer the Resolution description and cast your vote by selecting your desired option ‘**Favour / Against**’ (If you wish to view the entire Resolution details, click on the ‘**View Resolution**’ file link).
7. After selecting the desired option i.e. Favour / Against, click on ‘**Submit**’. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘**Yes**’, else to change your vote, click on ‘No’ and accordingly modify your vote.
8. Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as ‘**Custodian / Mutual Fund / Corporate Body**’. They are also required to upload a scanned certified true copy of the board resolution/authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the ‘**Custodian / Mutual Fund / Corporate Body**’ login for the Scrutinizer to verify the same.

If you have forgotten the password:

- o Click on ‘**Login**’ under ‘**SHARE HOLDER**’ tab and further Click ‘**forgot password?**’
- o Enter **User ID**, select **Mode** and Enter Image Verification (CAPTCHA) Code and Click on ‘**Submit**’.