



**SEC/ 121/ 2024-25**

**March 21, 2025**

1. <b>National Stock Exchange of India Ltd.</b> Exchange Plaza Plot No. C/1, G Block Bandra –Kurla Complex Bandra (E), Mumbai 400 051 <b>Symbol: KALYANKJIL</b>	2. <b>BSE Limited</b> Corporate Relationship Dept. Phiroze Jeejeebhoy Towers, Dalal Street Mumbai 400001 Maharashtra, India <b>Scrip Code: 543278</b>
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Dear Sir/Madam,

**Sub: Proceedings of Postal Ballot Notice dated January 30, 2025**

Please find enclosed the Proceedings of the Postal Ballot for the Resolutions as set out in the Notice of Postal Ballot dated January 30, 2025 were duly passed with requisite majority as on March 20, 2025.

Kindly take the same on record.

Thanking You.

Yours Faithfully,

For **Kalyan Jewellers India Limited**

**Jishnu RG**

Company Secretary & Compliance Officer

Kalyan Jewellers India Limited  
Corporate Office -TC-32/204/2, Sitaram Mill Road, Punkunnam, Thrissur, Kerala – 680 002  
CIN - L36911KL2009PLC024641  
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**PROCEEDINGS OF THE POSTAL BALLOT FOR THE RESOLUTIONS AS SET OUT IN THE NOTICE OF POSTAL BALLOT DATED JANUARY 30, 2025.**

Pursuant to the provisions of Sections 108 and 110 and all other applicable provisions of the Companies Act, 2013 (“the Act”) read with Rule(s) 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“the Rules”), Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and read with the General Circular No(s). 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, 9/2023 dated September 25, 2023 and 9/2024 dated September 19, 2024 and any other relevant circulars and notifications issued by the Ministry of Corporate Affairs (herein collectively referred to as “MCA Circulars”) and other applicable laws and regulations (including statutory modifications or re-enactments thereof), as amended from time to time, Notice of Postal Ballot dated January 30, 2025 was sent only by email to all its shareholders who have registered their email addresses with the Company/ Registrar and Share Transfer Agent (“RTA”) or Depository/ Depository Participants on February 18, 2025 to obtain the approval of the shareholders through Postal Ballot (e-Voting) for the following items of the business:

<b>Item No.</b>	<b>Details of Agenda</b>	<b>Resolution required</b>
1	RE-APPOINTMENT OF MR. VINOD RAI (DIN: 00041867) AS CHAIRMAN AND NON EXECUTIVE INDEPENDENT DIRECTOR FOR A SECOND TERM OF THREE (3) YEARS	Special Resolution
2	APPOINTMENT OF MR. ANISH KUMAR SARAF (DIN: 00322784) AS NON-EXECUTIVE DIRECTOR	Ordinary Resolution
3	RE-APPOINTMENT OF MR. SALIL NAIR (DIN: 01955091) AS NON-EXECUTIVE DIRECTOR	Ordinary Resolution
4	RE-APPOINTMENT OF MR. ANIL S NAIR (DIN: 08327721) AS NON EXECUTIVE INDEPENDENT DIRECTOR FOR A SECOND TERM OF FIVE (5) YEARS	Special Resolution

The Board of Directors approved the said Notice and also appointed Mr. M R Thiagarajan, (Membership No ACS-5327/COP: 6487) Practicing Company Secretary, as Scrutinizer for conducting the Postal Ballot process (including e-Voting) in a fair and

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transparent manner. A newspaper advertisement as required under the Companies Act, 2013 was published in The Indian Express (English) and Deepika (Malayalam) on February 19,2025.

The Company engaged the services of National Securities Depository Limited ('NSDL') to provide e-Voting facility to all its members to exercise their votes electronically as on the cut-off date i.e. February 14, 2025. The e-Voting portal for voting purpose was remained open from 09:00 hours, February 19, 2025 to 17:00 hours on March 20, 2025 and thereafter, the same was disabled.

The Scrutinizer after carrying out the scrutiny of votes cast through e-Voting facility as received up to 17:00 hours on March 20 , 2025, submitted his Report on Voting on March 21, 2025 and the said Report was taken on record.

Based on the Scrutinizer's Report, Mr. Vinod Rai, Chairman announced the Results of the Voting by Postal Ballot through e-Voting, as under:

**1. RE-APPOINTMENT OF MR. VINOD RAI (DIN: 00041867) AS CHAIRMAN AND NON EXECUTIVE INDEPENDENT DIRECTOR FOR A SECOND TERM OF THREE (3) YEARS**

The resolution was passed as a Special Resolution.

<b>No. of total votes polled</b>	<b>No. of votes in favour</b>	<b>% of votes in favour</b>	<b>No. of votes against</b>	<b>% of votes against</b>
832840370	826531817	99.24	6308553	0.76

**2. APPOINTMENT OF MR. ANISH KUMAR SARAFF (DIN: 00322784) AS NON-EXECUTIVE DIRECTOR**

The resolution was passed as an Ordinary Resolution.

<b>No. of total votes polled</b>	<b>No. of votes in favour</b>	<b>% of votes in favour</b>	<b>No. of votes against</b>	<b>% of votes against</b>
832840404	813910313	97.73	18930091	2.27

**3. RE-APPOINTMENT OF MR. SALIL NAIR (DIN: 01955091) AS NON-EXECUTIVE DIRECTOR**

The resolution was passed as an Ordinary Resolution.



<b>No. of total votes polled</b>	<b>No. of votes in favour</b>	<b>% of votes in favour</b>	<b>No. of votes against</b>	<b>% of votes against</b>
832840170	830610699	99.73	2229471	0.27

**4. RE-APPOINTMENT OF MR. ANIL S NAIR (DIN: 08327721) AS NON-EXECUTIVE INDEPENDENT DIRECTOR FOR A SECOND TERM OF FIVE (5) YEARS**

The resolution was passed as a Special Resolution.

<b>No. of total votes polled</b>	<b>No. of votes in favour</b>	<b>% of votes in favour</b>	<b>No. of votes against</b>	<b>% of votes against</b>
832840127	831387671	99.83	1452456	0.17

Based on the Scrutinizer's report, the result of Postal ballot was declared on March 21, 2025. The resolutions as mentioned in the Notice of Postal Ballot dated January 30, 2025 were duly passed with requisite majority as on March 20, 2025.