



Kkalpana Industries (India) Limited

Date: 27th September, 2019

To,
The Manager,
Listing Department,
The Bombay Stock Exchange Limited (Designated Stock Exchange) Scrip Code: 526409
PJ Towers, Dalal Street,
Mumbai – 400 001 Fax: 022 - 2272 3121/2037/39/41/61/1072

Sub: Proceedings of the 34th Annual General Meeting of Kkalpana Industries (India) Limited held on 27th September, 2019, pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir,

The 34th Annual General Meeting of the Members of the Company was held on Friday, 27th day of September, 2019 at 10:00 A.M. at "Gyan Manch, 11 Pretoria Street, Kolkata - 700 071.

Mr. Narrindra Suranna (DIN: 00060127), Chairman & Managing Director of the Company, chaired the proceedings of the Meeting.

After verifying the attendance register and proxies, the Chairman declared that the required quorum was present and called the meeting to order. The Quorum was present throughout the meeting. The Chairman announced that the Register of Directors and Key Managerial Personnel and their respective shareholding, Register of Contracts and Arrangement in which Directors are interested, Register of Members and other statutory records as per the provisions of the Companies Act, 2013 (hereinafter referred to as "Act") and rules thereof (as modified/ re-enacted/ amended/ notified, from time to time and as applicable) were available for inspection by the members of the company.

Mr. Narrindra Suranna (DIN: 00060127), Chairman & Managing Director along with Dr. Pranab Ranjan Mukherjee (DIN: 00240758), Whole-Time Director, Mr. Dev Krishna Surana (DIN: 08357094), Whole-Time Director, Mr. Rama Kant Mishra (DIN: 06882372), Director, Mr. Samir Kumar Dutta (DIN: 07824452), Director, Mrs. Mamta Binani (DIN: 00462925), Director, Mr. Jitendra Tiwari, Senior President, Mr. I.C.Dakalia, CFO and Ms. Tanvi Panday (Membership No. ACS 31176), Company Secretary of the Company and representatives of the Statutory Auditors and the Secretarial Auditor were present at the meeting.

It was informed that Mrs. Ramya Hariharan (DIN: 06928511), Director could not attend the 34th AGM because she was legally obliged to attend a matter in the Court. Mr. Rajesh Kothari (DIN: 02168932), Whole Time Director, also could not attend the meeting because of business pre-occupation.

It was also informed that Mr. Ramakant Mishra was the Chairman of the Audit Committee and also Stakeholders Relationship Committee, Mr. Samir Kumar Dutta was the Chairman of Nomination and

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www.kkalpanagroup.com

CIN : L19202WB1985PLC039431



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Remuneration Committee and Dr. Pranab Ranjan Mukherjee was the Chairman of Corporate Social Responsibility Committee.

Thereafter, the Chairman delivered his speech. He gave an overview of the financial performance of the Company for the financial year ended 31st March, 2019 and its future outlook. He further informed that there was no qualification, reservation or adverse remark in the Auditors' Report on the financial statements and in the report of the Secretarial Auditors of the Company.

The Chairman stated, with the permission of the members, that the notice convening the 34th Annual General Meeting and the Directors' Report having been circulated already, be taken as read.

All the business proposed before the 34th Annual General Meeting were conducted as per the relevant provisions of the Companies Act, 2013, the Rules made there under, SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 (hereinafter referred to as "Listing Regulations"), as modified/ re-enacted/ amended/ notified, from time to time, and the applicable circulars/ guidelines issued by the Ministry of Corporate Affairs.

The Chairman informed that remote e-voting facility was provided to all the members entitled to vote, on all resolutions set forth in the notice, in terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the relevant provisions of the Companies Act, 2013 and the Rules made there under and Secretarial Standard-2(SS-2) on "General Meetings" issued by The Institute of Company Secretaries of India. The remote e-voting commenced on Tuesday, 24th September, 2019 at 09:00 A.M. and ended on Thursday, 26th September, 2019 at 05:00 P.M.

The Chairman invited the Members to raise questions, offer comments or seek clarifications on the annual report and accounts or on any of the items stated in the Notice of the 34th AGM of the Company chronologically. Upon the members completing their submissions, the Chairman furnished requisite clarifications to all the relevant queries raised by the members.

After the items set out in the notice of AGM dated 28th May, 2019, convening the AGM on 27th September, 2019, were transacted, there was voting through ballot paper also for which ballot papers were handed over to the concerned shareholders present. The Authorized Representatives of the Scrutinizer Mr. Ashok Kumar Daga were also present to facilitate the ballot voting.

The Items set out in the Notice for which the approvals from the Shareholders were sought were as follows:

ORDINARY BUSINESS:

1. To adopt the Standalone and Consolidated Audited Balance Sheets as at 31st March, 2019, the Statement of Profit & Loss Accounts and Cash Flow Statements for the year ended as on that date and the Reports of the Directors and Statutory Auditors thereon.
2. To declare dividend of Rs. 0.24p per Equity Share of Rs. 2/- each (i.e @ 12%).

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3. To appoint a Director in place of Dr. Pranab Ranjan Mukherjee (DIN – 00240758), who retires by rotation and being eligible, offers himself for reappointment.

SPECIAL BUSINESS:

4. To approve the Remuneration payable to the Cost Auditors of the Company for the Financial year ended 31st March, 2020.
5. Appointment of Mrs. Ramya Hariharan (DIN: 06928511) as Director and also as Independent Director of the Company.
6. Re-appointment of Dr. Pranab Ranjan Mukherjee (DIN: 00240758) as Whole Time Director of the Company.
7. Appointment of Mr. Dev Krishna Surana (DIN: 08357094) as Director and also as Whole Time Director of the Company.

The Chairman concluded the meeting stating that the voting results shall be available on the website of the company www.kkalpanagroup.com and also on the website of NSDL and Stock Exchanges where the shares of the company are listed, within forty-eight hours from the conclusion of this meeting.

You are requested to take the above information on record. This is a summary of the proceedings of the 34th Annual General Meeting and should not be regarded as the Minutes of the Meeting.

The details of combined voting (E-voting and Ballot Voting) as required under regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, will be sent to you immediately after receipt of the Scrutinizers Report.

Should you require any further information/ clarifications in this regard, please contact the undersigned at Phone No. 033 2282 3744 or at e-mail id: tanvi.panday@kkalpana.co.in

Thanking You

Yours faithfully

For Kkalpana Industries (India) Limited

Tanvi Panday

Tanvi Panday (Membership No. ACS 31176)
(Company Secretary)



CC:

1. The Calcutta Stock Exchange Limited, 7, Lyons Range, Kolkata – 700 001.

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