



## Kkalpana Industries (India) Limited

### Report pursuant to Section 121(1) of the Companies Act, 2013 read with Rule 31 of the Companies (Management and Administration) Rules, 2014

The 36<sup>th</sup> Annual General Meeting of the Members of the Company (hereinafter referred to as "Meeting" or "AGM") was held on Monday, 27<sup>th</sup> day of September, 2021 at 11:00 A.M. (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") in accordance with General Circular No. 02/2021 dated 13.01.2021 read with General Circular Nos. 20/2020 dated 05.05.2020, 14/2020 dated 08.04.2020 and 17/2020 dated 13.04.2020 issued by Ministry of Corporate Affairs ("MCA") [collectively referred to as "MCA Circulars"] and Securities and Exchange Board of India ("SEBI") Circular Number SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15.01.2021 read with Circular Number SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12.05.2020 (referred to as "SEBI Circulars") and also with relevant provisions of Companies Act, 2013 and rules made thereunder.

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

After verifying the quorum, at the start of the meeting, the Chairman called the meeting to order. As per the attendance record provided by National Depository and Services Limited (NSDL) the total attendance recorded in the said meeting was 47 (including promoters/promoter group). The Quorum was present throughout the meeting. The deemed venue of the meeting was the Registered Office of the Company situated at 2B, Pretoria Street, Kolkata - 700071

Mr. Narrindra Suranna (DIN: 00060127), Chairman & Managing Director along with Mr. Dev Krishna Surana (DIN: 08357094), Whole-Time Director, Mr. I.C.Dakalia, Chief Financial Officer (CFO), Ms. Tanvi Panday (Membership No. ACS 31176), Company Secretary (CS), Mr. Suman Poddar-General Manager-Accounts and Mr. Arihant Bothra, General Manager-Finance and Commercial of the Company participated in this meeting through VC from Kolkata. Mr. Rajesh Kumar Kothari (DIN: 02168932), Whole Time Director and also Chairman of the Corporate Social Responsibility Committee of the Company participated in the meeting through VC from the Mumbai Office of the Company. Mr. Samir Kumar Dutta (DIN: 07824452), Independent Director and also Chairman of Audit



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Committee and Nomination and Remuneration Committee and Mrs. Mamta Binani (DIN: 00462925), Independent Director of the Company participated through VC from their respective locations in Kolkata. Mrs. Ramya Hariharan (DIN: 06928511), Independent Director and also Chairman of Stakeholder Relationship Committee could not attend the meeting due to pre-occupation. Mr. Ranjit Haldar and Mr. A.K. Das representatives of the Statutory Auditors, M/s B. Mukherjee & Co. and Mr. Ashok Kumar Daga, Practicing Company Secretary, the Secretarial Auditor and also Scrutinizer for the meeting and voting thereat participated in the meeting through VC from their respective offices in Kolkata.

Thereafter, the Chairman requested the Company Secretary, Ms. Tanvi Panday, to brief the members about the various facilities being provided by the Company for this AGM. She informed the attendees 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 requisite rules thereof (as modified/ re-enacted/ amended/ notified, from time to time and as applicable) were available, in electronic mode, for inspection by the members of the company. She also informed the members that the Notice of 36<sup>th</sup> AGM and the Annual Report for the Financial Year ended 31<sup>st</sup> March 2021 were sent to shareholders of the Company, as on 20<sup>th</sup> August 2021, through electronic mode only (i.e through E-mail to those members whose E-mail Ids were registered with the Company/ RTA-M/s CB Management Services Pvt. Ltd/ Depositories), in accordance with Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made thereunder and the MCA Circulars and SEBI Circulars, referred above. It was also informed to the attendees that remote e-voting facility was provided to all the members entitled to vote, on all resolutions set forth in the notice, as per the provisions of MCA Circulars and SEBI Circulars and provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations") and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India. The remote E-voting was open from 9:00am (IST) on Friday, 24<sup>th</sup> September 2021 to 5:00pm (IST) on Sunday, 26<sup>th</sup> September 2021. The facility of E-voting at the Meeting was also provided to



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CIN : L19202WB1985PLC039431





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the members who had not voted through Remote E-Voting and the facility continued to be available till 15 minutes after the conclusion of the meeting. Mr. Ashok Kumar Daga, Practicing Company Secretary, was appointed as Scrutinizer for the Electronic Voting Facility (both Remote E-Voting and E-Voting at AGM) being provided at the AGM.

The Company Secretary thereafter requested the Chairman to deliver his speech after which the business mentioned in the Notice of 36<sup>th</sup> AGM was taken up chronologically. Since the Notice was already circulated, in electronic mode, to the members, it was taken as read. While considering the first item of the Notice, the members were informed that there were no qualification, reservation or adverse remark in the Auditors' Report on the financial statements and also in the report of the Secretarial Auditors of the Company and therefore, these reports need not be read. Thereafter one after the other the businesses proposed to be transacted were taken up. It was also informed that Item Numbers 4 and 5 were special business and being unavoidable in nature were proposed for consideration in the meeting.

The Company had also given the option to the members to register themselves as speaker at the AGM. The window for registering oneself as Speaker was kept open till 17<sup>th</sup> September 2021 (10 days before the meeting). During such period only 5 (Five) members registered themselves as Speaker. The Chairman invited the Speakers 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 36<sup>th</sup> AGM of the Company. Out of the 5 speakers only 4 attended the meeting through VC and questions/queries were taken up from him. Upon the speaker completing their submissions, the Chairman furnished requisite clarifications to all the relevant queries raised by the speaker.

The meeting concluded with a Vote of Thanks to the Chair and the attendees of the meeting. The facility for E-Voting at the AGM was kept open for the next 15 minutes. Thereafter the Scrutinizer unblocked the votes cast by the members of the Company (both Remote E-Voting and E-Voting at the AGM) in the presence of two witnesses who were not in employment of the Company.

The Scrutinizer had since carried out the scrutiny of all the electronic votes received up to the close of remote e-voting period on the 26<sup>th</sup> September 2021 and E-Votes cast at the AGM and submitted his report on 28<sup>th</sup> September 2021.



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The Consolidated Results as per the Scrutinizers' Report dated 28<sup>th</sup> September 2021 is appended at the end of the attached AGM minutes.

All the business proposed before the 36<sup>th</sup> Annual General Meeting were conducted as per the relevant provisions of the Companies Act, 2013, the Rules made there under, Secretarial Standard -2 (SS-2) on General Meeting issued by the Institute of Company Secretaries of India, SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, as modified/ re-enacted/ amended/ notified, from time to time, and the MCA Circulars and SEBI Circular and other applicable circulars/ guidelines issued by the Ministry of Corporate Affairs/ SEBI.

There was no adjournment or postponement of meeting or any change in the venue of the 36<sup>th</sup> Annual General Meeting of the Company. The detailed minutes of the said meeting containing the correct and fair proceedings of the meeting is enclosed herewith.

Date: 06.10.2021

Place: Kolkata



  
Chairman

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**MINUTES OF THE THIRTY-SIXTH ANNUAL GENERAL MEETING OF THE MEMBERS OF M/S KALPANA INDUSTRIES (INDIA) LIMITED HELD ON MONDAY, 27<sup>TH</sup> SEPTEMBER 2021, AT 11.00 A.M. (IST) THROUGH VIDEO CONFERENCING/ OTHER AUDIO VISUAL MEANS.**

Deemed Venue of Meeting- Registered Office situated at 2B, Pretoria Street, Kolkata - 700071

**MEMBERS OF THE BOARD OF DIRECTORS:**

Present physically from Kolkata

Mr. Narrindra Suranna -  
Mr. Dev Krishna Surana -

**Chairman-cum-Managing Director**  
**Whole time Director**

Present through Video (VC) :-

Mr. Rajesh Kumar Kothari -  
(from Mumbai Office of the Company)

**Whole Time Director**

Also the Chairman of Corporate Social Responsibility Committee of the Company

Mr. Samir Kumar Dutta -  
(from Kolkata)

**Independent Director**

Also the Chairman of the Nomination and Remuneration Committee and Audit Committee of the Company

Mrs. Mamta Binani -  
(from Kolkata)

**Independent Director**

The Chairman of the Company, Mr. Narrindra Suranna (DIN: 00060127), informed the Members that all Directors were present.

Mrs. Ramya Hariharan (DIN: 06928511), Independent Director and Chairman of Stakeholder Relationship Committee could not attend the meeting due to pre-occupation.

**IN ATTENDANCE PHYSICALLY :**

Ms. Tanvi Panday	- Company Secretary
Mr. Indar Chand Dakalia	- Chief Financial Officer
Mr. Arihant Bothra	- General Manager-Finance and Commercial
Mr. Suman Poddar	- General Manager-Accounts

Mr. Ranjit Haldar and Mr. A.K. Das, Representatives of M/s B. Mukherjee & Co., Chartered Accountants, Statutory Auditors and Mr. Ashok Kumar Daga, Practicing Company Secretary who was the Secretarial Auditor and Scrutinizer were present, by Invitation, through Video Conference from their respective Kolkata Office.

**47 Members (including Promoters/ Promoter Group) participated through VC/OAVM.**

1. In accordance with Article No. 90 of the Articles of Association of the Company, Mr. Narrindra Suranna, Chairman of the Company, took the chair.
2. The following documents and Registers were available, in electronic mode, for inspection:

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- (i) Notice convening the 36<sup>th</sup> Annual General Meeting
- (ii) Board's Report along with Annexures thereto for the Financial Year ended 31<sup>st</sup> March 2021.
- (iii) The Audited Standalone and Consolidated Financial Statements and Auditors' Report thereon for the Financial Year ended 31<sup>st</sup> March 2021 of the Company.
- (iv) The Audited Financial Statements and Auditors' Report thereon of the subsidiary companies (i.e. Plastic Processors and Exporter Private Limited (till 17.12.2020), Ddev Plastiks Industries Limited, Kkalpana Plastic Reprocess Industries Middleeast FZE).
- (v) The Register of Directors' and Key Managerial Personnel and their shareholdings, maintained under Section 170 of the Companies Act, 2013 ('the Act') and related rules, as amended/ modified, from time to time.
- (vi) The Register of Contacts or Arrangements in which the Directors were interested, maintained under Section 189 of the Companies Act, 2013 and related rules, as amended/ modified, from time to time.
- (vii) Copy of Resolutions passed by Shareholders in earlier General Meeting.

Since the meeting was being held through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") and the option to register proxy had been dispensed with, in accordance with MCA Circulars and SEBI circulars, hence no entries were made in the proxy register and it was not made available for inspection.

- 3. At 11:00am (IST), the Chairman announced that the requisite quorum was present and therefore the meeting was called to order.
- 4. The Chairman commenced the meeting by welcoming the members to the 36<sup>th</sup> Annual General Meeting and requested the Company Secretary to brief the attendees about the various facilities being made available at this AGM.
- 5. The Company Secretary mentioned that all Directors were present except Mrs. Ramya Hariharan who could not attend the meeting due to pre-occupation and informed their respective modes of participation. She also informed that the representatives of statutory auditor, the secretarial auditor and scrutinizer were also participated in the meeting through VC from their respective locations. Other Invitees, as mentioned above, and their respective modes of participation were also informed to the members.
- 6. She also informed the members that the company had, in accordance with Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made thereunder and in accordance with General Circular No. 02/2021 dated 13.01.2021 read with General Circular Nos. 20/2020 dated 05.05.2020, 14/2020 dated 08.04.2020 and 17/2020 dated 13.04.2020 issued by Ministry of Corporate Affairs ("MCA") [collectively referred to as

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"MCA Circulars"] and Securities and Exchange Board of India ("SEBI") Circular Number SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15.01.2021 read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12.05.2020 (referred to as "SEBI Circulars"), sent Notice of 36<sup>th</sup> AGM and Annual Report for the Financial Year ended 31<sup>st</sup> March 2021, in electronic mode to the members, as on 20<sup>th</sup> August 2021, whose E-mail Ids are registered with the Company/ Registrar and Share Transfer Agents (RTA)-C B Management Services Pvt. Ltd./ Depositories of the Company. In terms of provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India; as amended/ modified/ notified/ and as applicable, from time to time, the facility for Remote E-voting was also made available to the members from 9:00am (IST) on 24<sup>th</sup> September 2021 to 5:00pm (IST) on 26<sup>th</sup> September 2021. E-voting at the AGM was also made available to the members who had not cast their vote through Remote E-Voting and the same was kept open till 15 minutes after the conclusion of meeting. Mr. Ashok Kumar Daga, Practicing Company Secretary was appointed as the Scrutinizer for the meeting (both Remote E-Voting and E-Voting at AGM).

7. The Chairman commenced the formal agenda of the Annual General Meeting and delivered his speech. He gave an overview of the financial performance of the Company for the Financial Year ended 31<sup>st</sup> March 2021 and the future outlook of the company. He also stated the impact of COVID-19/ Lockdown on the Indian Economy and business of the Company and the prospective way forward. Since the Notice dated 31<sup>st</sup> May 2021 convening the 36<sup>th</sup> Annual General Meeting, the Annual Accounts for the Financial Year ended 31<sup>st</sup> March 2021, including reports of Statutory Auditors' and the Directors' Report along with annexures thereto including Report of Secretarial Auditor, were already circulated to the members, in electronic mode, the same were taken as read.
8. The members were informed that the Auditors' Report on the Annual Accounts of the Company for the financial year ended 31<sup>st</sup> March 2021 did not contain any qualifications, observations or comments on financial transactions or matters which had adverse effect on the functioning of the Company and since in terms of Section 145 of the Companies Act, 2013, only the qualifications, observations or comments, mentioned in the Auditors' Report, which have adverse effect on the functioning of the Company, were required to be read at the general meeting, the Auditors' Report was not required to be read.
9. The Chairman, thereafter, took up the official business of the meeting and the following Ordinary Resolutions/Special Resolutions were considered and passed

**ORDINARY BUSINESS**

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**Item No. 1**

**ADOPTION OF AUDITED STANDALONE AND CONSOLIDATED BALANCE SHEETS AS AT 31<sup>ST</sup> MARCH 2021, THE STATEMENTS OF PROFIT & LOSS ACCOUNT AND CASH FLOW STATEMENTS FOR THE YEAR ENDED AS ON THAT DATE AND THE BOARD'S REPORTS AND REPORT OF STATUTORY AUDITORS THEREON**

10. Item No. 1 pertaining to adoption of the Audited Standalone and Consolidated Balance Sheets as at 31<sup>st</sup> March 2021, the Statements of Profit & Loss Account and Cash Flow Statements for the year ended as on that date and the Statutory Auditor's Report thereon and also the Board's Report for the Financial Year 31<sup>st</sup> March 2021, to be passed as Ordinary Resolution was taken as read. The Resolution for Item No. 1 read as follows:

**"RESOLVED THAT** the Audited Standalone and Consolidated Balance Sheets as at 31<sup>st</sup> March 2021, Statements of Profit & Loss and Cash Flow Statements for the year ended as on that date including notes, the Auditors' Report thereon and the Board's Report dated 31<sup>st</sup> May 2021 along with its annexures including Management Discussion and Analysis, the Reports of the Secretarial Auditors, the Corporate Governance Report etc, as circulated to the Shareholders and laid before the meeting, in electronic mode, be and are hereby received, considered, approved and adopted."

**Item No. 2**

**DECLARATION OF DIVIDEND OF RS. 0.20p PER FULLY PAID UP EQUITY SHARE OF FACE VALUE RS. 2/- EACH (I.E. @ 10%)**

11. It was informed to the members that the Board of Directors of the Company had, at their meeting held on 31<sup>st</sup> May 2021, recommended dividend of Rs 0.20p per fully paid up equity share of paid up value Rs. 2/- each (ie. @ 10%) for consideration by the members of the Company. Item No. 2 of the Notice, pertaining to recommendation of dividend, was taken as read. The Resolution for Item No. 2 read as follows and was passed as Ordinary Resolution:

**"RESOLVED THAT** the members of the Company do hereby declare dividend of Rs. 0.20p per fully paid up equity share of paid up value Rs. 2/- each to be paid, for the Financial Year ended 31<sup>st</sup> March 2021, to members holding shares of the company as on 20<sup>th</sup> September 2021, being the record date for determining the shareholders eligible for dividend, as recommended by the Board of Directors at their meeting held on 31<sup>st</sup> May 2021."

**Item No. 3**

**RE-APPOINTMENT OF MR. DEV KRISHNA SURANA (DIN: 08357094) WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERED HIMSELF FOR RE-APPOINTMENT.**

12. As per Article No. 136 of the Articles of Association of the Company and

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statutory requirements of provisions of section 152 of the Companies Act, 2013, one third of the directors eligible to retire by rotation would retire at the Annual General Meeting. As such, Mr. Dev Krishna Surana (DIN: 08357094) retired in accordance with the Articles of Association and specified provisions of Companies Act, 2013 and being eligible, offered himself for re-appointment. The following resolution was passed as Ordinary Resolution:

**"RESOLVED THAT** Mr. Dev Krishna Surana (DIN- 08357094), who retires by rotation at this meeting in accordance with the Article No. 136 of the Articles of Association and provisions of section 152 of the Companies Act, 2013 and who being eligible for re- appointment had offered himself for appointment, be and is hereby re-appointed as the Director of the Company  
."

### **SPECIAL BUSINESS**

#### **Item No. 4**

#### **RATIFICATION OF THE REMUNERATION PAYABLE TO THE COST AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH 2022**

13. Item No. 4 relating to ratification of remuneration payable to M/s. D. Sabyasachi & Co. (Firm Registration No. 000369), Cost Accountant, who was appointed by the Board of Directors, at its meeting held on 31<sup>st</sup> May 2021, on recommendation of Audit Committee, at its meeting held on the same day, to conduct audit of the cost records of the Company for the Financial Year ending 31<sup>st</sup> March, 2022 was taken up for consideration. In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a)(ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor was required to be approved by the members of the company at Annual General Meeting.
14. The Board and Audit Committee had, at their respective meetings held on 31<sup>st</sup> May 2021, recommended the remuneration of Rs. 30,000/- plus taxes, as applicable, and out of expenses incurred in connection with the Cost Audit, for consideration and ratification by members of the Company.
15. The proposed Ordinary Resolution and related Statement pursuant to Section 102 of the Companies Act, 2013 in respect to Item No. 4, as set out in the Notice, was taken as read. The resolution read as follows:

**"RESOLVED THAT** pursuant to provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof) and the Companies (Audit and Auditors) Rules, 2014, (as amended from time to time and for the time being in force), the Company hereby ratifies the remuneration of Rs.30000/- plus taxes, as applicable, and out-of-pocket expenses incurred in connection with the Cost Audit, payable to M/s. D. Sabyasachi & Co (Firm Registration No. 000369)., Cost Accountant, who have been appointed as

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Cost Auditors of the Company by the Board of Directors on the recommendation of Audit Committee, to conduct Audit of the cost records of the Company for the Financial Year ending 31st March, 2022.

**FURTHER RESOLVED THAT** the Board of Directors of the Company (including any Committee thereof), be and is hereby authorized to do all such acts, things, deeds and matters which are connected therewith or incidental thereto and take all necessary steps, as may be necessary, proper or expedient, to give effect to this resolution."

**Item No. 5**

**RE-APPOINTMENT OF MR. RAJESH KUMAR KOTHARI (DIN: 02168932) AS WHOLE TIME DIRECTOR OF THE COMPANY.**

16. Item No. 5 relating to re-appointment of Mr. Rajesh Kumar Kothari (DIN: 02168932) as Whole Time Director of the Company was taken up for consideration. It was informed that the Board of Directors had, at its meeting held on 13<sup>th</sup> February 2021, approved the re-appointment of Mr. Rajesh Kumar Kothari (DIN: 02168932) as Whole Time Director of the Company, subject to approval of members, pursuant to recommendation of the Nomination and Remuneration Committee.
17. The brief resume of Mr. Rajesh Kumar Kothari (DIN: 02168932), required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements), Regulation 2015 was set out as annexure to the Notice of Annual General Meeting. Further, Mr. Rajesh Kumar Kothari, being eligible, also offered himself for appointment as Whole Time Director and had submitted his consent to the Company for being appointed as such.
18. It was also informed that Mr. Rajesh Kumar Kothari (DIN: 02168932) was appointed as Whole Time Director for a period of 5 years from 12.08.2011 to 11.08.2016 and re-appointed as Whole Time Director for a further period of 5 years from 12.08.2016 to 11.08.2021. He had been associated with the Company since 1997 and has over 29 years of experience in areas of marketing, after sale service and market research.
19. The Special Resolution and related Statement pursuant to Section 102 as set at Item No. 5 of the Notice, pertaining to re-appointment of Mr. Rajesh Kumar Kothari (DIN: 02168932) as Whole Time Director of the Company, was taken as read. The Resolution set at Item No. 5 of the Notice read as follows:

**"RESOLVED THAT** in accordance with the recommendation of Nomination and Remuneration Committee of the Board of Directors and provisions of Section 196, 197 and 198 and other applicable provisions if any, of the Companies Act, 2013 (the Act), read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, including any statutory modification(s) or reenactment thereof,

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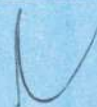
for the time being in force, and all other applicable guidelines relating to managerial remuneration, issued by the Ministry of Corporate Affairs, from time to time, and subject to such other approvals, as may be necessary, and as per Articles 126(1), 126(3) and 145 of the Articles of Association of the Company and as per other relevant Articles of the Articles of Association, consent of the members of the Company be and is hereby accorded to the reappointment of Mr. Rajesh Kumar Kothari (DIN – 02168932) as Whole-Time-Director of the Company, for a period of 5 (Five) years with effect from 12th August, 2021, upon the terms and conditions as are set out in the Statement annexed hereto.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include any Committee thereof and any person authorized by the Board in this behalf) shall, in accordance with the statutory limits/ approvals, as may be applicable for the time being in force, be at full liberty to revise/alter/modify/amend/change the terms and conditions of the reappointment and remuneration, from time to time, as may be agreed to by the Board and Mr. Rajesh Kumar Kothari (DIN: 02168932), subject to the approval of Nomination and Remuneration Committee of the Board of Directors of the Company, provided, however, that the remuneration payable to Mr. Rajesh Kumar Kothari (DIN: 02168932) shall be within the limits set out in section 197 of the Companies Act, 2013 read with Schedule V to the said Act, or any amendments thereto or any modification(s) or statutory re-enactment(s) thereof and /or any rules or regulations framed there under.

**RESOLVED FURTHER THAT** the Board of Directors of the Company, be and is hereby authorized to do all such acts, things, deeds and matters which are connected therewith or incidental thereto and take all necessary steps, as may be necessary, proper or expedient, to give effect to this special resolution."

20. After all the resolutions were moved, the Chairman invited the Shareholders, who had registered themselves as Speaker, for their comments, observations and/or to seek clarifications, if any. The Company Secretary informed the attendees that Company had provided the option to the members to register themselves as speaker at the AGM. The window for registering oneself as Speaker was kept open till 17<sup>th</sup> September 2021 (10 days before the AGM). During such period only 5 members viz. Mr. Mahesh Bubna, Mr. Sarbananda Gattani, Mr. Jaydip Bakshi, Mr. Goutam Nandy and Mr. Navin Sharma registered themselves as Speaker. The Speakers were then allowed to speak chronologically in order of their registration as Speaker. It was noted that Mr. Mahesh Bubna did not join the meeting and hence the remaining speakers were allowed to speak. The queries which were raised by speakers were satisfactorily answered by the Chairman. The Company Secretary once again checked if Mr. Bubna had joined to allow

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him to speak however since he did not join the meeting the proceedings were taken forward.

21. It was announced that the combined results of remote voting done previously and the E-voting at the AGM, would be available on the Website of the Company, NSDL and Stock Exchanges, immediately after receipt of Scrutinizer's Report and that the Voting Results and the Consolidated Scrutinizer Report would be announced and displayed on the website of the company at [www.kkalpanagroup.com](http://www.kkalpanagroup.com), on the website of CB Management Services Pvt. Ltd., the Registrar and Share Transfer Agents of the Company at [www.cbmsl.com](http://www.cbmsl.com) and also on the website of Stock Exchanges where the company is listed (i.e. Bombay Stock Exchange at [www.bseindia.com](http://www.bseindia.com) and Calcutta Stock Exchange at [www.cse-india.com](http://www.cse-india.com)) within 48 hours of the meeting.
22. The meeting concluded at 11:32am (excluding the time allowed for E-Voting).
23. The Results of the voting, (Remote E-voting and E-Voting at the AGM), annexed herewith, was declared on 28<sup>th</sup> September 2021 based on the report of scrutinizers dated 28<sup>th</sup> September 2020.

Entered in the Minutes Book on 04<sup>th</sup> day of October 2021 at Kolkata

Date : 04.10.2021

Place :- KOLKATA

  
CHAIRMAN

CHAIRMAN'S  
INITIALS





**36<sup>th</sup> ANNUAL GENERAL MEETING OF M/S KKALPANA INDUSTRIES (INDIA) LIMITED  
HELD ON 27<sup>TH</sup> DAY OF SEPTEMBER 2021**

**Declaration of Results of Remote E-Voting and E-Voting at the meeting**

The Consolidated Results as per the Scrutinizers' Report dated 28<sup>th</sup> September, 2021 are as follows:

Resolution No.	Particulars	% Votes in Favour	% Votes against	% votes disqualified
1	To adopt the Audited Standalone and Consolidated Balance Sheets as at 31 <sup>st</sup> March 2021 and the Statement of Profit & Loss Accounts and Cash Flow Statements for the year ended as on that date and the Board's Report and Report of the Statutory Auditors thereon	99.9999	0.0001	-
2	To declare dividend of Rs. 0.20p per Equity Share of Rs. 2/- each ( i.e @ 10%)	99.9999	0.0001	-
3	To appoint a Director in place of Mr. Dev Krishna Surana (DIN – 08357094), who retires by rotation and being eligible, offers himself for reappointment.	99.9996	0.0004	-
4	To ratify the Remuneration payable to the Cost Auditors of the Company for the Financial year ended 31 <sup>st</sup> March, 2022.	99.9999	0.0001	-
5	Re-appointment of Mr. Rajesh Kumar Kothari (DIN: 02168932) as Whole Time Director of the Company.	99.9996	0.0004	-

Date: 28.09.2021

Place: Kolkata

Chairman

CHAIRMAN'S  
INITIALS

