



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 37th Annual General Meeting of the Members of the Company (hereinafter referred to as "Meeting" or ("AGM")) was held on Saturday, 24th day of September, 2022 at 11:30 A.M. (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") in accordance with General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 19/2021 dated December 8, 2021, General Circular No. 21/2021 dated December 14, 2021 and General Circular No. 02/2022 dated May 5, 2022 issued by the Ministry of Corporate Affairs ("MCA") (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India vide its Circular No. SEBI/HO/CFD/CMD1/CIRP/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11, dated January 15, 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62, dated May 13, 2022 (collectively referred to as "SEBI Circulars") and as per the applicable provisions of the Companies Act, 2013 ("the Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

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 79 (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 New BK Market, 16A Shakespeare Sarani, 4th Floor, Room No.3, Kolkata – 700071.

Mr. Narrindra Suranna (DIN: 00060127), Chairman & Managing Director along with Dr. P. R. Mukherjee (DIN: 00240758), Whole Time Director and Chairman of Corporate Social Responsibility Committee, Mr. Deepesh Tiwari (DIN: 09644428), Independent Director, Mr. Indar Chand Dakalia, Chief Financial Officer, and Ms. Ankita Karnani (Membership No. ACS 33634), Company





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Secretary of the Company participated in this meeting through VC from Kolkata. Mr. Samir Kumar Dutta (DIN: 07824452), Independent Director and Chairman of Audit Committee and Nomination and Remuneration Committee of the Company participated through VC from his location in Kolkata. Mr. Ddev Surana (DIN: 08357094), Director and Mrs. Ramya Hariharan (DIN: 06928511), Independent Director and Chairman of Stakeholder Relationship Committee could not attend the meeting due to pre-occupation. Representatives of Statutory Auditors, Cost Auditors and Internal Auditors of the Company and Mr. Ashok Kumar Daga, Practicing Company Secretary, the Secretarial Auditor and 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. Ankita Karnani, 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 37th AGM and the Annual Report for the Financial Year ended 31st March 2022 were sent to shareholders of the Company, as on 30th August 2022, 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 Wednesday, 21st September 2022 to 5:00pm (IST) on Friday, 23rd September, 2022. The facility of E-voting at the Meeting was also provided





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to 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 37th 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 proposed for consideration in the meeting.

The Company had also given the option to the members to register themselves as speakers at the AGM. The window for registering oneself as Speaker was kept open from Monday, 12.09.2022 (9:00 AM IST) till Friday, 16.09.2022 (5:00 PM IST). During such period only 10 (Ten) 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 37th AGM of the Company. Out of the 10 speakers only 8 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.





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The Scrutinizer had since carried out the scrutiny of all the electronic votes received upto the close of remote e-voting period on 23rd September 2022 and E-Votes cast at the AGM and submitted his report on 26th September 2022.

The Consolidated Results as per the Scrutinizers' Report dated 26th September 2022 is appended at the end of the attached AGM minutes.

All the business proposed before the 37th 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 the meeting or any change in the venue of the 37th Annual General Meeting of the Company. The detailed minutes of the said meeting containing the correct and fair proceedings of the meeting are enclosed herewith.

Date: 4-10-22

Place: Kolkata



Chairman

MINUTES OF THE THIRTY-SEVENTH ANNUAL GENERAL MEETING OF THE MEMBERS OF M/S KKALPANA INDUSTRIES (INDIA) LIMITED HELD ON SATURDAY, 24TH SEPTEMBER 2022, AT 11.30 A.M. (IST) THROUGH VIDEO CONFERENCING / OTHER AUDIO-VISUAL MEANS.

Deemed Venue of Meeting - Registered Office situated at New BK Market, 16A Shakespeare Sarani, 4th Floor, Room No. 3, Kolkata – 700 071

MEMBERS OF THE BOARD OF DIRECTORS:

Present physically from Kolkata

Mr. Narrindra Suranna	-	Chairman-cum-Managing Director	Dr.
P. R. Mukherjee	-	Whole time Director	
		Also the Chairman of Corporate Social Responsibility Committee of the Company	
Mr. Deepesh Tiwari	-	Independent Director	

Present through Video (VC):-

Mr. Samir Kumar Dutta	-	Independent Director
(from Kolkata)		Also the Chairman of the Nomination and Remuneration Committee and Audit Committee of the Company

Mr. Ddev Surana (DIN: 08357094), Director and 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:

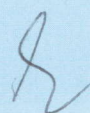
Ms. Ankita Karnani	- Company Secretary
Mr. Indar Chand Dakalia	- Chief Financial Officer

Representatives of Statutory Auditors, Cost Auditors and Internal Auditors of the Company 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.

79 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:
 - (i) Notice convening the 37th Annual General Meeting
 - (ii) Board's Report along with Annexures thereto for the Financial Year ended 31st March 2022.

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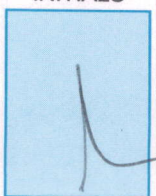


- (iii) The Audited Standalone and Consolidated Financial Statements and Auditors' Report thereon for the Financial Year ended 31st March 2022 of the Company.
- (iv) The Audited Financial Statements and Auditors' Report thereon of the subsidiary companies (i.e. Ddev Plastic Limited, Kkalpana Plastic 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 11:30 am (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 37th 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 Mr. Ddev Surana and 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, Cost Auditor and Internal Auditor, the secretarial auditor and scrutinizer 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. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No.20/2020 dated May 5, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 19/2021 dated December 8, 2021, General Circular No. 21/2021 dated December 14, 2021 and General Circular No. 02/2022 dated May 5, 2022 issued by the Ministry of Corporate Affairs ("MCA") (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India vide its Circular No. SEBI/HO/CFD/CMD1/CIRP/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11, dated January 15,

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2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62, dated May 13, 2022 (collectively referred to as "SEBI Circulars") and as per the applicable provisions of the Companies Act, 2013 ("the Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") sent Notice of 37th AGM and Annual Report for the Financial Year ended 31st March 2022, in electronic mode to the members, as on 26th August 2022, 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 21st September 2022 to 5:00pm (IST) on 23rd September 2022. 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).

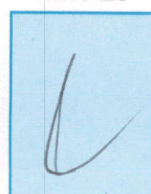
7. The Chairman commenced the formal agenda of the Annual General Meeting and delivered his speech. He gave an overview of the financial performance of the Company for the Financial Year ended 31st March 2022, the future outlook of the company and the prospective way forward. Since the Notice dated 12th August 2022 convening the 37th Annual General Meeting, the Annual Accounts for the Financial Year ended 31st March 2022, 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 31st March 2022 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 were considered and passed:

ORDINARY BUSINESS

Item No. 1

ADOPTION OF AUDITED STANDALONE AND CONSOLIDATED BALANCE SHEETS AS AT 31ST MARCH 2022, THE STATEMENTS OF PROFIT & LOSS ACCOUNT AND

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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 31st March 2022, 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 31st March 2022, 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 31st March 2022, Statements of Profit & Loss and Cash Flow Statements for the year ended as on that date including notes, the Auditors' Report thereon dated 27th May 2022 and the Board's Report dated 12th August 2022 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

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

11. As per Article No. 136 of the Articles of Association of the Company and 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. Ddev 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 to be passed as Ordinary Resolution was taken as read. The Resolution for Item No. 2 read as follows:

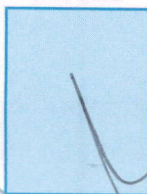
"RESOLVED THAT Mr. Ddev Surana (DIN: 08357094), who retires by rotation at this meeting in accordance with the Article No. 136 of the Articles of Association and provisions of section 152 of the Companies Act, 2013 and who being eligible for re- appointment had offered himself for appointment, be and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

Item No. 3

APPOINTMENT OF M/S. B. CHAKRABARTI & ASSOCIATES (FIRM REGISTRATION NO. 305048E), CHARTERED ACCOUNTANTS, AS THE STATUTORY AUDITORS OF THE COMPANY TO HOLD OFFICE FOR A PERIOD OF 5 (FIVE) CONSECUTIVE FINANCIAL YEARS AND TO AUTHORISE THE BOARD OF DIRECTORS OF THE COMPANY TO FIX THEIR REMUNERATION.

12. Item No. 3 pertaining to appointment of M/s. B. Chakrabarti & Associates (Firm Registration No. 305048E), Chartered Accountants, as the Statutory Auditors of the Company to hold office for a period of 5 (Five) consecutive financial years

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from the conclusion of the 37th Annual General Meeting of the Company until the conclusion of the 42nd Annual General Meeting of the Company and to authorise the Board of Directors of the Company to fix their remuneration. The following resolution to be passed as Ordinary Resolution was taken as read. The Resolution for Item No. 3 read as follows:

"RESOLVED THAT pursuant to the provisions of Section 139 and 142 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification, amendment or enactment thereof, for the time being in force), M/s. B. Chakrabarti & Associates (Firm Registration No. 305048E), Chartered Accountants, being eligible and willing to act as Auditors and having furnished certificate pursuant to Section 139 of the Companies Act, 2013, be and is hereby appointed as the Statutory Auditors of the Company, to hold office for a term of five consecutive years from the conclusion of this (37th) Annual General Meeting until the conclusion of 42nd Annual General Meeting of the Company, at a fee of Rupees 75,000/- from the conclusion of this Annual General Meeting till the conclusion of 38th Annual General Meeting plus taxes as applicable, as also reimbursement of actual travel and out of pocket expenses incurred incidental to their functions and fixation of remuneration for the relevant period by the Board of Directors in recommendation of the Audit Committee in each of the subsequent years during the aforesaid term of their appointment.

FURTHER RESOLVED THAT the Board be and is hereby authorised to vary, alter, enhance, or widen the remuneration payable to the Statutory Auditors, for the said tenure, from time to time, pursuant to the recommendation of the Audit Committee.

FURTHER RESOLVED THAT the Board be and is hereby also authorised to do all such acts, deeds, matters and things as may be necessary, expedient, or incidental for the purpose of giving effect to this Resolution and to settle any question or difficulty in connection herewith and incidental hereto."

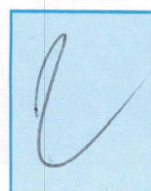
SPECIAL BUSINESS

Item No. 4

RATIFICATION OF THE REMUNERATION PAYABLE TO THE COST AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2023

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 27th May 2022, 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 31st March, 2023 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.

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14. The Board and Audit Committee had at their respective meetings held on 27th May 2022, recommended the remuneration of Rs. 20,000/- 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. 20000/- 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 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, 2023.

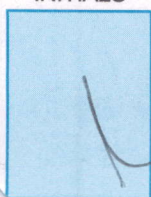
FURTHER RESOLVED THAT the Board of Directors of the Company (including any Committee thereof), be and is hereby authorized to do all such acts, things, deeds and matters which are connected therewith or incidental thereto and take all necessary steps, as may be necessary, proper or expedient, to give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

Item No. 5

APPOINTMENT OF MR. DEEPESH TIWARI (DIN: 09644428) AS DIRECTOR AND ALSO AS INDEPENDENT DIRECTOR OF THE COMPANY.

16. Item No. 5 relating to the appointment of Mr. Deepesh Tiwari (DIN: 09644428) as Director and also as Independent Director of the Company was taken up for consideration. It was informed that the Board of Directors had, at its meeting held on 27th June 2022, approved the appointment of Mr. Deepesh Tiwari (DIN: 09644428) as an Additional Director under the category of Independent Director of the Company for a period of five (5) consecutive years w.e.f 27th June 2022, subject to approval of members, pursuant to recommendation of the Nomination and Remuneration Committee.
17. The brief resume of Mr. Deepesh Tiwari (DIN: 09644428), 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.
18. The Ordinary Resolution and related Statement pursuant to Section 102 as set at Item No. 5 of the Notice, pertaining to appointment of Mr. Deepesh Tiwari (DIN: 09644428) as Director and also as Independent Director of the Company, was taken as read. The Resolution set at Item No. 5 of the Notice read as follows:

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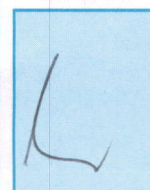


"RESOLVED THAT Mr. Deepesh Tiwari (DIN: 09644428), who was appointed by the Board of Directors, pursuant to the recommendation of Nomination and Remuneration Committee, at their respective meetings held on 27th June, 2022, as an Additional Director of the Company under the category of Independent Director, with effect from 27th June, 2022, under provisions of Section 161(1) of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Regulation 17 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Article 122 of the Articles of Association of the Company, who holds office upto the date of this Annual General Meeting but who is eligible for appointment as Director and in respect of whom the Company has received a notice, in writing, from a Member under Section 160(1) of the Act and Article 142(1) of the Articles of Association of the Company, signifying his intention to propose the candidature of Mr. Deepesh Tiwari (DIN: 09644428) for the office of Director, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT to the provisions of Section 149, 150 and 152 and all other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, Regulation 17 and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 ("SEBI Listing Regulations") and Article 123 and Article 124 of the Articles of Association of the Company and as per other relevant Articles of the Articles of Association, Mr. Deepesh Tiwari (DIN: 09644428), who has submitted a declaration pursuant to Section 149 (7) of the Act and Regulation 25(8) of SEBI Listing Regulations that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI Listing Regulations, and who is eligible for appointment as an Independent Director, be and is hereby appointed as an Independent Director of the Company for a period of five (5) consecutive years w.e.f 27th June 2022, whose period of office shall not be liable to determination by retirement of directors by rotation."

19. 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 from Monday, 12.09.2022 (9:00 AM IST) till Friday, 16.09.2022 (5:00 PM IST). During such period only 10 members viz. Mr. Sujan Modak, Ms. Lily Pradhan, Mr. Subhash Kar, Mr. Bimal Sarkar, Mr. Abhirup Nandy, Mr. Manas Banerjee, Mr. Amit Kumar Banerjee, Mr. Jaydip Bakshi, Mr. Abhishek Kalra and Mrs. Chandravtai Gattani registered themselves as Speaker. The Speakers were then allowed to speak chronologically in order of their registration as Speaker. It was noted that Ms. Lily Pradhan and Mr. Jaydip Bakshi did not join the meeting and hence the remaining speakers were

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allowed to speak. The queries which were raised by speakers were satisfactorily answered by the Chairman. The Company Secretary once again checked if Ms. Lily Pradhan and Mr. Jaydip Bakshi had joined to allow him to speak however since he did not join the meeting the proceedings were taken forward.

20. 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, on the website of CB Management Services Pvt. Ltd., the Registrar and Share Transfer Agents of the Company at 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 and Calcutta Stock Exchange at www.cse-india.com) not later than 2 working days from the conclusion of this AGM.
21. The meeting concluded at 12:30 pm (including the time allowed for E-Voting at AGM).
22. The Results of the voting, (Remote E-voting and E-Voting at the AGM), annexed herewith, were declared on 26th September 2022 based on the report of scrutinizers dated 26th September 2022.

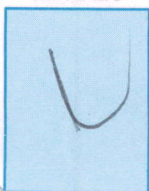
Entered in the Minutes Book on the 4th day of October 2022 at Kolkata

Date: - 4.10.22

Place: - Kolkata


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**37th ANNUAL GENERAL MEETING OF M/S KKALPANA INDUSTRIES (INDIA) LIMITED HELD ON 24TH
DAY OF SEPTEMBER 2022**

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

The Consolidated Results as per the Scrutinizers' Report dated 26th September 2022 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 st March 2022 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.	99.9963	0.0037	-
2	To appoint a director in place of Mr. Ddev Surana (DIN - 08357094), who retires by rotation and being eligible, offers himself for reappointment.	99.9955	0.0045	-
3	To appoint M/s. B. Chakrabarti & Associates (Firm Registration No. 305048E), Chartered Accountants, as the Statutory Auditors of the Company to hold office for a period of 5 (Five) consecutive financial years from the conclusion of the 37th Annual General Meeting of the Company until the conclusion of the 42nd Annual General Meeting of the Company and to authorise the Board of Directors of the Company to fix their remuneration.	99.9957	0.0043	-
4	To ratify the Remuneration payable to the Cost Auditors of the Company for the Financial year ended 31st March 2023.	99.9961	0.0039	-
5	Appointment of Mr. Deepesh Tiwari (DIN: 09644428) as Director and as Independent Director of the Company	99.9955	0.0045	-

Date: 26.09.2022

Place: Kolkata

Chairman



MINUTE BOOK

CHAIRMAN'S
INITIALS