



# Kkalpana Industries (India) Limited

11<sup>th</sup> September, 2023

To  
Corporate Communication Department  
BSE Limited  
Phiroze Jeejeeboy Towers  
Dalal Street, Mumbai – 400 001.  
BSE Code: 526409

The Secretary  
Calcutta Stock Exchange Limited  
7, Lyons Range  
Kolkata – 700001  
CSE Code: 21028

Dear Sir/ Madam,

**Subject: Outcome of Board meeting pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**Ref: Extract of Board Meeting Minutes for Reclassification of Promoters under Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

We refer to our letter dated 09<sup>th</sup> September 2023, intimating about the request received for Reclassification of Mrs. Anita Devi Surana from 'Promoter Group Category' to 'Public Category'. Further, via this letter we want to intimate the Exchange regarding the outcome of the Board Meeting held on 11<sup>th</sup> September, 2023, whereby the Board of Directors have duly approved, subject to the approval of the BSE Ltd, Calcutta Stock Exchange Limited ('CSE Ltd') and/or such other approvals, if any, as may be required, the Reclassification request received under Regulation 31A SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') from Mrs. Anita Devi Surana seeking her and her immediate relative's reclassification from "Promoter Group category to "Public Category".

Further, in accordance with Regulation 31A of the Listing Regulations, the Extract of the minutes of the meeting of the Board of Directors of the Company approving the request for re-classification as stated above are enclosed herewith.

You are requested to kindly take the above on record.

for Kkalpana Industries (India) Limited

Swati Lodha (ACS: 52755)  
Compliance Officer and Company Secretary





## Kkalpana Industries (India) Limited

**EXTRACT OF MINUTES OF 03<sup>RD</sup> OF 2023-24 MEETING OF BOARD OF DIRECTORS OF Kkalpana Industries (India) Limited Held at 2B, Pretoria Street, Kolkata – 700071 on Monday 11<sup>TH</sup> September, 2023 at 6:00 P.M.**

**To consider and approve the request received from Mrs. Anita Devi Surana for re-classification from ‘Promoter Group Category’ to ‘Public Category’**

The Board was informed that, Mrs. Anita Devi Surana who was holding 3505 equity shares in Kkalpana Industries (India) Limited by virtue of transmission of shares from Late Surendra Kumar Surana, Promoter of the Company and who had subsequently disposed off (sold) the same, had vide her letter dated 09.09.2023 requested the Company for re-classification of her shareholding from ‘Promoter & Promoter Group Category’ to ‘Public Category’. The Board was also informed about the rationale for such re-classification that the outgoing promoter is in no way related to any of the business carried out by the Company. Further she is not engaged in the management or day to day affairs of the Company and also does not have any right either to appoint any Director of the Company or an ability to control the management or policy decisions of the Company in any manner whatsoever including by virtue of her shareholding and that none of her act would influence the decision taken by the Company.

Further the Board was also briefed that Mrs. Anita Devi Surana had specifically mentioned in her stated request letter that she and her daughters (descendants) seeking reclassification are satisfying all the conditions specified in sub clause (i) to (vii) of clause (b) of sub regulation 3 of Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘the Listing Regulations’) and also confirmed that at all times from the date of such re-classification she and her descendants seeking re-classification shall continue to comply with conditions mentioned in sub-clauses (i), (ii) and (iii) of Clause (b) of sub regulation 3 of Regulation 31A and shall also comply with conditions mentioned at subclause (iv) and (v) of clause (b) of Sub- regulation (3) of Regulation 31A of the Listing Regulations for a period of not less than three years from the date of such reclassification, failing which she/they shall automatically be reclassified as promoter/promoter group, as applicable.

Accordingly, on the basis of the rationale and the confirmation provided by her in accordance with provisions of Regulation 31A of the Listing Regulations, the Board was of the view that the above-mentioned request for reclassification of Mrs. Anita Devi Surana from ‘Promoter Group Category’ to ‘Public Category’ be accepted and approved by the Board of Directors of the Company, which shall be subject to the approval of BSE Limited, Calcutta Stock Exchange Limited (‘CSE Limited’) and/or such other approval, if any, as may be necessary in this regard.







## Kkalpana Industries (India) Limited

It was also discussed that Proviso (a) to Regulation 31A(3)(a)(iii), provides for an exemption with respect to seeking approval from the Members in the General Meeting for reclassification from 'Promoter Group Category' to 'Public Category' where the promoter(s) seeking reclassification and persons related to the promoter(s) seeking reclassification, together, do not hold more than one per cent of the total voting rights in the listed entity.

Therefore, in view of the above, as Mrs. Anita Devi Surana along with all other persons related to her (i.e., immediate relative) do not hold more than one per cent of the total voting rights in Kkalpana Industries (India) Limited, the condition to seek approval of the members in the General Meeting, as laid down in Regulation 31A (3)(a)(iii), can be dispensed with.

The Board considered the matter and passed the following resolution unanimously: -

**“RESOLVED THAT** pursuant to the provisions of Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with its Amendments thereto ('SEBI Listing Regulations'), and subject to the approval of BSE Limited, Calcutta Stock Exchange Limited ('CSE Limited') and/or such other approval, if any, as may be required, the consent of the Board of Directors be and is hereby accorded to approve the reclassification of holding(s) from 'Promoter category' to 'Public category', for the following shareholder and her descendants, being her three marriage daughters:

Sl. No	Promoter/ Promoter Group	Category	No. of Shares	Percentage
1.	Mrs. Anita Devi Surana	Promoter Group	0	0%
2.	Mrs. Anupama Nahata (Daughter of Mrs. Anita Devi Surana)	Promoter Group	0	0%
3.	Mrs. Meenakshi Bhutoria (Daughter of Mrs. Anita Devi Surana)	Promoter Group	0	0%
4.	Mrs. Chandana Patwa (Daughter of Mrs. Anita Devi Surana)	Promoter Group	0	0%

**FURTHER RESOLVED FURTHER THAT** pursuant to the deliberations of the Board of Directors at the Meeting on the reclassification request received and on the basis of analysis of merits of the said request and in view of the provisions of Regulation 31A of SEBI Listing





## Kkalpana Industries (India) Limited

Regulations, and on satisfaction of the conditions (i) to (vii) specified in clause (b) of sub regulation (3) and compliance of sub-regulation (4) of Regulation 31A of SEBI Listing Regulations, the consent of the Board of Directors be and is hereby accorded to the Company to seek approval of BSE Ltd, CSE Ltd and/or of any other authority , for reclassification of abovementioned promoter from 'Promoter Group Category' to 'Public Category'.

**FURTHER RESOLVED THAT** as the condition specified under the proviso (a) to Regulation 31A(3)(a)(iii) is being satisfied in the instant case, the requirement to seek approval of the members in the general meeting by way of ordinary resolution be dispensed with.

**FURTHER RESOLVED THAT** the application be made by the Company to BSE Limited, CSE Limited and/or to any other authority for their approval, as may be necessary to give effect to this resolution.

**FURTHER RESOLVED THAT** any of the Directors of the Company and Company Secretary of the Company be and are hereby severally authorized to sign applications, papers, documents etc. and to do all such acts, deeds, matters and things as it may, in their absolute discretion, deem necessary or desirable and to settle any questions, difficulty or doubt that may arise in order to give effect to the above resolution for and on behalf of the Company."

For Kkalpana Industries (India) Limited

Swati Lodha (ACS: 52755)

Compliance Officer and Company Secretary

