

K.P.R. MILL LIMITED

Corporate Office : 1st Floor Srivari Shrimat, 1045, Avinashi Road, Coimbatore - 641018. India © : 0422-2207777 Fax : 0422-2207778

12.08.2024

The Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.
SCRIP CODE: 532889

The Listing Department,
National Stock Exchange of India Ltd
Exchange Plaza, Plot: C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051.
SYMBOL: KPRMILL

Dear Sir,

Subject: Detailed Proceedings of the 21st Annual General Meeting

Further to our filing of the Summary of proceedings under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the detailed proceedings of the 21st Annual General Meeting of the Company held on Monday, 22nd July, 2024 at 02.30 P.M. Indian Standard Time (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") deemed to have been held at the Registered office of the Company, is filed herewith.

Please take the above on record.

Thanking you,

Yours faithfully,

For K.P.R. Mill Limited



P. Kandaswamy
Company Secretary & Compliance Officer

Encl: Proceedings

K.P.R. MILL LIMITED

MINUTES OF THE 21ST ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY HELD ON MONDAY, THE 22ND JULY, 2024 AT 02.30 P.M. INDIAN STANDARD TIME (IST) THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO VISUAL MEANS (“OAVM”) DEEMED TO HAVE BEEN HELD AT THE REGISTERED OFFICE OF THE COMPANY

MEMBERS PRESENT:

Promoter and Promoter Group =	10
Public	= 59
	—
Total	= 69
	—

Directors, Auditors & KMPs

Directors; Statutory Auditors; Secretarial Auditor; Chairman of Audit Committee and Nomination & Remuneration Committee, Chairman of Stakeholder Relationship Committee; Scrutinizer, Chief Financial Officer and Company Secretary were present.

Mr.K.P.Ramasamy, Chairman occupied the chair.

Mr.P.Kandaswamy, Company Secretary and Compliance Officer welcomed all the participants to the 21st Annual General Meeting (AGM) of K.P.R. Mill Limited (Company).

Mr.K.P.Ramasamy, Chairman of the Company introduced himself and called the meeting to order, as the requisite quorum was present. The meeting commenced the proceedings at 2.30 PM IST.



The Chairman nominated, Mr.P.Nataraj, Managing Director of the Company to assist him and conduct the proceedings of the Annual General Meeting.

Mr.P.Nataraj, Managing Director introduced himself and the following other Directors, Auditors and Key Managerial Personnel who were also participating in the meeting through Video Conference mode, to the Shareholders.

- 1) Mr.KPD Sigamani, Managing Director
- 2) Mr.C.R.Anandkrishnan, Executive Director
- 3) Mr.E.K.Sakthivel, Executive Director
- 4) Mr.P.Selvakumar, Whole Time Director
- 5) Dr.S.Renganayakei, Woman Independent Director.
- 6) Mr.M.Alagiriswamy, Independent Director, Audit Committee and Nomination and Remuneration Committee, Chairman.
- 7) Mrs.V.Bhuvaneshwari, Woman Independent Director.
- 8) Mr.K.V.Ramananda Rao, Independent Director.
- 9) Mr.K.Thangavelu, Independent Director, Stakeholders Committee Chairman
- 10) Mr.R.Sridharan, Independent Director.
- 11) Mr.PL.Murugappan, Chief Financial Officer
- 12) Mr.K.Sudhakar, BSR & Co LLP, the Statutory Auditor
- 13) Mr.K.Radhakrishnan, Secretarial Auditor and



14) Mr.A.Vetrivel, Scrutinizer

Mr.P.Nataraj, Managing Director, stated as follows:

All the above persons were participating in the proceedings through Video Conference.

The 21st AGM Notice and the Annual Report for the financial year 2023-24 were already sent to the members through e-mail.

He requested the Members to permit him to take the Notice convening the meeting, as well as the Statutory and Secretarial Auditors' Report as read, since there were no qualifications in the said Auditors' Report.

The Company had provided the facility of Remote e-voting for its Members.

As per various Circulars issued by MCA and SEBI, this AGM was held through Video Conference.

As the AGM was held through Video Conference, the facility for appointment of proxies by the members was not applicable.

The Company had provided the facility to cast the votes electronically, on all resolutions set forth in the Notice. Members, who have not yet cast their votes and were participating in the meeting, were requested to cast their votes during the meeting, through e-voting system provided by NSDL.

The Member(s), who have already voted through Remote E-voting and were present at the AGM, need not vote again.

In case members face any difficulty, they may reach out on the helpline numbers provided in the notice.

He then requested the Chairman to address the meeting.



Mr. K.P.Ramasamy, Chairman delivered his speech.

Mr.P.Nataraj, Managing Director continued the proceedings stating as follows:

1. It was hoped that the shareholders would have gone through the 21st Annual Report of the Company and the 21st AGM Notice circulated to the shareholders by e-mail in compliance with the MCA and SEBI Regulations.
2. The Company had received requests from six members to speak at the meeting. Accordingly, the floor was open for those members to express their views and ask questions in brief and short. The reply would be given at the end.

He then invited the following Speakers who have already registered to speak at the meeting one by one:

- I. Mr. Kaushik Shahukar
- II. Mr. Rishi kesh Chopra
- III. Mr. Aspi Bhesania
- IV. Mr. Balasubramanian P.
- V. Mr. J.Abhishek
- VI. Mr. D.Karthikeyan

It was noted that except Mr. Rishi kesh Chopra and Mr. Aspi Bhesania others spoke.

The Speaker shareholders complimented the Board and the Management for the better performance even during the difficult times. Further, they appreciated the Company for its successful operation for Decades; the profitability; Dividend history and becoming one of the strongest players in all segments. One of the Shareholder indicated that the Company deserves



more recognition for achieving growth in the Market Capitalization and suggested for market expansion and enquired about the dividend policy of the Company.

Suitable replies were given, for the queries raised by them.

Mr.P.Nataraj, Managing Director thanked the Speakers for their encouraging words and hoped that with the support of all stakeholders' better performance will be continued in the upcoming years also.

After conclusion of Speakers' session, the Agenda of the 21st AGM of the Company was taken up.

Stating that though the Shareholders would have gone through the items in Agenda of the AGM Notice, already circulated to them, he read the Topics contained in the Agenda one by one as follows:

ITEM NO. 1:

ADOPTION OF AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31.03.2024

“RESOLVED THAT the Audited Financial Statements (Standalone & Consolidated) of the Company for the financial year ended 31st March, 2024 together with the reports of the Board of Directors and Auditors thereon, be and are hereby approved and adopted.”

ITEM NO. 2:

DECLARATION OF DIVIDEND

“RESOLVED THAT a Final Dividend @ 250% (Rs.2.50 per equity share of face value of Rs.1/- each) for the financial year 2023-24, be paid to those Shareholders who are entitled for the same.”



ITEM NO. 3:

**RE-APPOINTMENT OF MR. E.K. SAKTHIVEL (DIN:01876822),
DIRECTOR RETIRES BY ROTATION**

“RESOLVED THAT Mr. E.K. Sakthivel (DIN:01876822) who retires by rotation and is eligible for re-appointment, be and is hereby re-appointed as a Director of the Company.”

ITEM NO.4:

TO RATIFY THE REMUNERATION PAYABLE TO COST AUDITOR

“RESOLVED THAT pursuant to Section 148 and other applicable provisions if any of the Companies Act, 2013 and the Rules made thereunder and pursuant to the recommendations of Audit Committee, a remuneration of Rs.50,000/- (plus GST and other out of pocket expenses, if any) for the purpose of audit be payable to Mr.B.Venkateswar, Cost Accountant (M.No.27622), as approved by the Board of Directors for conducting the audit of Cost Accounting Records of the Company for the financial year ending 31st March, 2025 be and is hereby ratified and confirmed.”

Mr.P.Nataraj, Managing Director, continued stating that the Shareholders would have read the Resolutions and the explanatory Statements as mentioned in the Notice. He informed that E-voting during the Meeting would close 15 minutes after the conclusion of the meeting. After receipt of scrutinizer report, considering the votes cast through remote e-voting and e-voting during AGM, the voting results would be declared at the websites of the Company, NSE, BSE & NSDL.

On behalf of the Board of Directors, he thanked the shareholders for their participation in the 21st Annual General Meeting of the Company, through Video Conference.



He also thanked the Scrutinizer and NSDL, for the smooth conduct of the 21st Annual General Meeting of K.P.R. Mill Limited.

The 21st AGM Proceedings was declared as concluded at 03.02 P.M.

- I. As per the report of the scrutinizer, the resolutions 1 to 4 contained in the notice of the 21st AGM were passed as Ordinary Resolutions.
- II. Soft copies of the Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 were available for inspection by the Members during the AGM.

The 21st Annual General Meeting:

- Commenced at 02.30 P.M (IST)
- Concluded at 03.02 P.M (IST)
- E-voting ended at 03.17 P.M (IST)

Coimbatore
31.07.2024

Sd/-
K.P. Ramasamy
CHAIRMAN

For K.P.R. MILL LIMITED


Company Secretary