



# KANCHI KARPOORAM LIMITED

(Manufacturer of Camphor & Allied Products)

ISO 9001 : 2015 Certified Company - CIN:L30006 TN1992 PLC022109

CHENNAI OFFICE : No.1, Barnaby Avenue, Barnaby Road, Kilpauk, Chennai - 600 010. INDIA.

Tel. : 2640 1914 / 15 / 16 / 17

E-mail : [info@kklgroup.in](mailto:info@kklgroup.in) Website : [www.kklgroup.in](http://www.kklgroup.in)



Ref: KKL/SE/EGM/2024-25

29.08.2024

**BSE Limited**

Phiroze Jeejeebhoy Towers

Dalal Street

Mumbai – 400 001

**Sub: Proceeding of the 01/2024-25 Extra-Ordinary General Meeting held on 28<sup>th</sup> August 2024- Disclosure under Regulation 30 of SEBI (LODR)**

**Ref: Scrip ID – KANCHI, Scrip Code - 538896**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11th July, 2023 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023 ("SEBI Circulars"), we to inform that the 01/2024-25 Extra-Ordinary General Meeting of the Company was held on Wednesday, 28<sup>th</sup> August, 2024 at 12:59 PM. through Video Conference for the businesses mentioned in notice of EGM dated 05<sup>th</sup> August, 2024. In this regard, please find enclosed the summary of proceedings of the 01/2024-25 Extra-Ordinary General Meeting of the Company.

Details of voting results as required under Regulation 44 (3) of the SEBI Listing Regulations will be submitted separately.

This is for your information and records.

Thanking you

**For Kanchi Karpooram Limited**

**K Abirami**

**Company Secretary**

**Regd. Office / Works : Parandur Road, Enathur Village, Karaipettai Post, Kanchipuram Dist.,**

**Tamilnadu - 631 552. INDIA. Tel : 83001 89411 / 94983 78180**

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**PROCEEDINGS OF THE 01/2024-25 EXTRA-ORDINARY GENERAL MEETING OF THE MEMBERS OF KANCHI KARPOORAM LIMITED HELD ON WEDNESDAY, THE 28<sup>th</sup> AUGUST, 2024 AT 12:59 PM THROUGH VIDEO CONFERENCING**

**DIRECTORS PRESENT:**

|   |   |  |
|---|---|--|
| Mr. Suresh V Shah                             | : | Managing Director                                |
| Mr. Dipesh S Jain                             | : | Joint Managing Director                          |
| Mr. Arun V Shah                               | : | Whole Time Director                              |
| Mr. S. Srinivasan                             | : | Independent Director                             |
| Mr. Rajagopalan Kannan                        | : | Independent Director                             |
| Mr. Karaikudi Chandrasekaran<br>Radhakrishnan | : | Additional Non-Executive Independent<br>Director |
| Mr. Ranjani Vydeeswaran                       | : | Additional Director                              |

**IN ATTENDANCE:**

|                         |   |                         |
|-------------------------|---|-------------------------|
| Ms. Abirami K           | : | Company Secretary       |
| Mr. Surendra Kumar Shah | : | Chief Financial Officer |

**INVITEES:**

|                      |   |  |
|----------------------|---|--|
| Mr. Lovelish Lodha N | : | Scrutinizer for Polling, Practicing Company<br>Secretary |
|----------------------|---|--|

- Statutory Auditors, Mr. Raghavendar, who represents M/s. Chandrasekar LLP, is exempted from this meeting
- Ms. Abirami K, Company Secretary welcomed the Members and informed that this 01/2024-25 Extra-Ordinary General Meeting of Kanchi Karpooram Limited was being held through Video Conferencing /Other Audio Visual Means ("VC/OA VM") facility. The Company Secretary then introduced the Directors/Secretarial Auditor and Scrutinizer /Key Managerial Personal (KMP) present in the meeting.
- Thereafter, the directors present at the meeting unanimously elected Mr. Dipesh S. Jain, Joint Managing Director, as the Chairman of the meeting. Mr. Srinivasan, Chairman of the



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Board, had expressed his unwillingness to preside over the meeting due to health concerns, however he was present at the meeting.

- The Chairman on behalf of the Kanchi Karpooram Limited Board, thanked all the Members, Colleagues on the Board, Auditor, and the Management team for joining the meeting and welcomed everyone to the Extraordinary General Meeting.
- The Chairman informed that Mr. Venkateshwaran Krishnaswamy, Independent Director and Chairperson of the Audit Committee of the Company, was unable to attend the meeting due to certain exigencies and had requested a leave of absence. Accordingly, leave of absence was granted to the Director from attending the meeting. Further, he welcomed Mr. N Lovelish Lodha, Practicing Company Secretary, who had been appointed as the Secretarial Auditor for the financial year 2024-25, who is also is the Scrutinizer for this meeting. The Statutory Auditor was exempted from this meeting.
- The Chairman informed that the registers of Directors and Key Managerial Personnel and their shareholding were open for inspection by the members of the Company.
- As the requisite quorum was present for the Extraordinary General Meeting, the Chairman called the meeting to order.
- Thereafter, the Chairman called upon the Company Secretary to render the instructions to the Members for the meeting.
- The Company Secretary informed to the members that the Extraordinary General Meeting was being held virtually in accordance with the provisions of the Companies Act 2013 and circulars issued by the Ministry of Corporate Affairs and SEBI. All members had been kept on mute to enable the seamless conduct of the meeting. Members who had registered as speakers would have the opportunity to express their views and/or ask queries during the EGM. Members were requested to use earphones or headphones and attend the meeting from a place with good lighting to ensure good audio and video quality. They would be allowed to speak once the Chairperson directed the same. Speakers were requested to limit their speech to two to three minutes for the benefit of other shareholders. Any queries were to be posted in the chat box option available on the

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platform through which members had joined the meeting. Further, it was noted that the Company reserved the right to restrict the number of members asking questions, depending on the availability of time during the course of the meeting.

- The Company Secretary informed the members that the EGM was being held virtually, the facility for the appointment of proxies by the members was not applicable, and consequently, the proxy register for inspection was also not available. The Company had provided the facility to cast votes electronically on the resolutions set forth in the Notice. Members who had not cast their votes electronically and were participating in the meeting would have the opportunity to cast their votes during the meeting through the e-voting system provided by CDSL. Further, requested the members to refer to the instructions provided in the notice or appearing on the video conference page for seamless participation through video conference. In case members faced any difficulty, they were advised to reach out to the helpline numbers provided in the EGM Notice.
- After the Company Secretary had delivered the instructions, the Chairman proceeded with the meeting.
- The Chairman welcomed everyone to the Company's 1<sup>st</sup> Extraordinary General Meeting for the Financial Year 2024-25. Further, informed the members, that the Board, at its meeting held on 29<sup>th</sup> May 2024, had appointed Mr. Karaikudi Chandrasekaran Radhakrishnan (DIN: 10640673) as an Additional Director in the capacity of Independent Director of the Company for a term of five (5) years, effective from 29<sup>th</sup> May 2024 to 28<sup>th</sup> May 2029 (both days inclusive). The Nomination and Remuneration Committee ("NRC") had previously finalized the desired attributes for the selection of the Independent Director(s), such as experience, expertise and independence. Based on those attributes, the NRC had recommended the candidature of Mr. Karaikudi Chandrasekaran Radhakrishnan. In the opinion of the Board, Mr. Karaikudi Chandrasekaran Radhakrishnan fulfilled the conditions for Independence specified in the Act, the Rules made thereunder, and the LODR Regulations, as well as other laws and regulations applicable to the Company, and he was independent of the Management.
- The Chairman informed that the Board had noted that Mr. Karaikudi Chandrasekaran Radhakrishnan's background and experience were aligned with the role and capabilities

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identified by the NRC, and that he was eligible for appointment as an Independent Director. He held a Bachelor of Science degree in Chemistry and brought over 50 years of experience in finance, accounts, administration, human resource development, import-export procedures, opening of letters of credit, and foreign banking systems. As the Notice in PDF format had already been circulated to all the members, and the chairman took the Notice convening the meeting and the resolution mentioned in the notice as read.

- The Company Secretary thanked the members for joining the 1<sup>st</sup> Extraordinary General Meeting today and for taking their valuable time to participate. As the members were aware, the Company had requested their registration on or before 21<sup>st</sup> August 2024 to speak in the EGM regarding the Appointment of Independent Director of the Company. The Company had not received any queries pertaining to the business being transacted in this meeting on or before 21<sup>st</sup> August 2024. Further, informed the members that only questions pertaining to that day's EGM agenda would be addressed. In order to accommodate all registered speakers, the Company Secretary appealed to the members to keep their views short and precise so that answers could be provided on a summarized basis after the end of the Questions session.
- The CDSL invited the registered speakers to share their views and ask questions. Three members presented their viewpoints and raised queries, and the Company provided the necessary clarifications.
- The resolution was duly proposed and seconded and the Chairman took note of it.
- The Chairman instructed the members that the voting on the CDSL platform will continue to be available for the next 15 minutes and requested the members who had not already cast their vote to cast the same before the said time.
- The shareholders voted through remote e-Voting and e-Voting at the e-AGM on following businesses as given in the Notice of e-EGM dated 5<sup>th</sup> August 2024:
  1. Appointment of Mr. KARAIKUDI CHANDRASEKARAN RADHAKRISHNAN (DIN: 10640673) as an Independent Director of the Company – Special Resolution

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- The Chairman informed to the members that Mr. Lovelish Lodha N, Practicing Company Secretary has been appointed as the scrutinizer for conducting the remote e-Voting and e-Voting process at the e-EGM.
- The Chairman further informed the shareholders that the results of e-Voting shall be disseminated to the stock exchanges and also uploaded on the website of the Company as per the timeline prescribed in SEBI (LODR) and Companies act, 2023
- The Chairman then thanked the members present for their continued support and confidence in the Company and announced the formal closure of the 01/2024-25 Extra-Ordinary General Meeting of the Company at 01.27 P.M.

**For Kanchi Karpooram Limited**

**K Abirami**

**Company Secretary**

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