

K G DENIM LIMITED

CIN : L17115TZ1992PLC003798

THEN THIRUMALAI
METTUPALAYAM - 641 302.
COIMBATORE DISTRICT
TAMILNADU, INDIA.

kg
Denim

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GST : 33AAACK7940C1ZW



Dt. 30.09.2024

To
Listing Department
BSE Limited
25th Floor, PJ Towers, Dalal Street
Mumbai – 400001

Dear Sir/Madam,

Scrip Code : 500239

Sub: **Proceedings of 32nd Annual General Meeting held on 30th September 2024**

Pursuant to the Regulation 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby informed that the 32nd Annual General Meeting of the Company was duly held on Monday, the 30th day of September 2024 at 3.30 P.M at the Registered Office of the Company Then Thirumalai, Coimbatore -641 302.

Shri KG Baalakrishnan, Executive Chairman, Shri R Selvakumar, Whole-Time Director, Shri A P Seturaaman, Shri D Kumaravel, Directors and Smt Geetha, Director and Shri N B Anand, Directors were present at the meeting.

Shri A P Seturaaman, Authorised Person to act as a Chairman of the Audit Committee and Nomination and Remuneration Committee and Chairman of the Stakeholders Relationship Committee were present to represent the said committees.

Shri R Mahadevan, Partner of M/s. Gopalaiyar and Subramanian, Chartered Accountants, the Statutory Auditors of the Company and Shri.M.D.Selvaraj, Managing Partner of M/s MDS & Associates LLP, Secretarial Auditor and Scrutinizer have attended the meeting.

Shri KG Baalakrishnan, Executive Chairman occupied the Chair and conducted the 32nd Annual General Meeting. The Chairman was informed that 56 Members are present in person and 19 members are present through proxies. Requisite quorum in accordance with Section 103 of the Companies Act, 2013 being present, the Chairman called the 32nd Annual General Meeting to order and conducted the proceedings.

The Statutory Registers maintained under the Companies Act, 2013 were kept open for inspection during the meeting.

With the consent of the members present, the Notice convening the 32nd Annual General Meeting and the Annual Report comprising of the Audited Financial Statements for the year ended 31.03.2024 having been already circulated, were taken as read.

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Since, a suitable reply was provided in the notes report are the qualifications, made by the Statutory Auditors and secretarial auditors in their reports for the year ended 31st March 2024 was taken as read.

The Members were then informed that the Company has provided the Remote E-Voting facility to all those members (who were members on 23rd September 2024 being the cut-off date), on all the resolution(s) as set out in the Notice of the 32nd AGM during the period from 27th September 2024 (9:00 AM) to 29th September 2024 (5:00 PM) in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended). He further informed that in accordance with Rule 20(4)(iii)(B) of the Companies (Management and Administration) Rules, 2014 (as amended), the members attending the 32nd AGM, who have not already cast their vote through Remote E-Voting facility, are provided with the option to exercise their right to vote at the venue of the 32nd AGM by means of deposit of Polling Papers in the prescribed Form MGT-12 (Physical Ballot).

The Company Secretary stated that Shri.M.D.Selvaraj, Managing Partner of M/s. MDS & Associates LLP, Company Secretaries, Coimbatore, have been appointed by the Board of Directors as the Scrutinizer to conduct both the remote e-voting process and the poll process in a fair and transparent manner.

Accordingly, the following business item(s) set out under SI No. 1 to 7 in the notice convening the 32nd Annual General Meeting were transacted.

1. Adoption of the standalone and consolidated Audited Financial Statements including Balance Sheet as on 31st March, 2024, the Statement of Profit and Loss, the Statement of Changes in Equity and the Statement of Cash Flow for the year ended on that date together with the Directors' Report and the Auditors' Report thereon (Ordinary Resolution)
2. Re-appointment of Shri Ayyalusamy Velusamy (DIN: 00002204), as a Director on retirement by rotation. (Ordinary Resolution)
3. Re-appointment of Shri KG Baal Krishnan (DIN: 00002174), as a Director on retirement by rotation (Ordinary Resolution)
4. Ratification of the remuneration payable to Shri M. Nagarajan (Firm Registration Number No.102133), Cost Auditor of the Company for the financial year 2024-25. (Ordinary Resolution)
5. Re-appointment of Shri N Govindarajan (DIN: 00366402) as an Independent Director of the Company for a further period of 5 years with effect from 29th July 2025 and who will also attain the age of 75 (Seventy-Five) years on 29th December 2024. (Special Resolution)
6. Appointment of Shri Nallusamy Balasubramaniam Anand (DIN: 00785555) as an Independent Director of the Company for a period of 5 years with effect from 24th August 2024 (Special Resolution)

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7. Appointment of Smt Geetha (DIN: 10753728) as an Independent Director of the Company for a period of 5 years with effect from 29th August 2024 (Special Resolution)

The Company Secretary then requested the members to deposit the duly completed polling paper in the ballot box kept for the purpose.

Members were further informed that the voting results will be declared within 2 working days of the conclusion of the AGM, after considering both the Remote E-Voting process and the votes cast through Poll at the meeting and the results declared along with the Combined Scrutinizer's Report will be placed on the Company's website and on the Central Depository Services (India) Limited's (CDSL) website and the same will be communicated to BSE Limited within the prescribed time.

The Meeting was declared as concluded at 4.00 PM with a vote of thanks to the Chair.

Thanking You
Yours faithfully

For K G Denim Limited

PALANIVE
L RAJESH

Digitally signed by
PALANIVE L RAJESH
Date: 2024.09.30
18:32:00 +05'30'

P.Rajesh

Compliance Officer & Company Secretary