



Regd. Office:  
**KPT Industries Ltd.**  
Gat No. 320, Mouje Agar,  
A/P & Taluka: Shirol - 416 103,  
Dist. Kolhapur, Maharashtra, India.

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CIN: L29130MH1976PLC019147

**KPT** POWER TOOLS  
**KPT** BLOWERS  
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[www.kpt.co.in](http://www.kpt.co.in)

KPT/SECR/STEX/21-22

[www.listing.bseindia.com](http://www.listing.bseindia.com)

14<sup>th</sup> October, 2021

**BSE Limited**

Corporate Relationship Department  
2<sup>nd</sup> Floor, New Trading Ring,  
P.J. Towers, Dalal Street.  
**MUMBAI 400 001**

Dear Sir,

Pursuant to Regulation 30, Schedule III Part-A (A-13) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith Minutes of 45<sup>th</sup> Annual General Meeting of the Company held on Monday, 27<sup>th</sup> September, 2021.

This is for your information and records.

Thanking you,

Yours faithfully,  
For **KPT Industries LTD.**,



  
Aishwarya Toraskar  
**COMPANY SECRETARY & COMPLIANCE OFFICER**

Encl: - a/a..



**INTERNATIONAL BUSINESS DIVISION:** Regd. Office:

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**MINUTES OF THE 45<sup>th</sup> ANNUAL GENERAL MEETING OF KPT INDUSTRIES LIMITED., HELD AT THE REGISTERED OFFICE OF THE COMPANY AT GAT No.320, MOUJE AGAR, A/P & TALUKA : SHIROL- 416 103, DIST.KOLHAPUR, ON MONDAY, THE 27<sup>th</sup> SEPTEMBER, 2021, AT 11:30 A.M.**

The following Directors were present :

1. Mr.Prakash Kulkarni - Executive Chairman (DIN: 00052342)
2. Mr.Shishir Shirgaokar - Independent Director (DIN: 00166189)
3. Mr.Sanjay Kirloskar - Independent Director (DIN: 00007885)
4. Mrs.Prabha Kulkarni - Director (DIN: 00053598)
5. Mr.Dilip Kulkarni - Managing Director (DIN: 00184727)

Mr.Prakash Kulkarni, Executive Chairman, occupied the Chair and the Meeting started at 11:30 a.m.

At the outset, the Chairman of the meeting welcomed the members and appreciated their attendance for the AGM, in spite of the continued Covid-19 pandemic situation.

He, then declared that 13 Members were present in person and 4 Proxies and 5 authorised representatives each of KPT Employees Welfare Trust, Suvina Engineers Pvt.Ltd., Prakash Kulkarni Endowment Trust, Prabha Kulkarni Endowment Trust and Prakar Investments Pvt. Ltd., were also present.

The required quorum for the meeting was completed.

The necessary statutory registers and documents required to be kept available for inspection by members, were kept open and were accessible throughout the meeting.

The Notice convening the Annual General Meeting was taken as read.

The Chairman, then delivered a speech highlighting the working of the Company, for the last year.

The Directors' Report, Auditor's Report and Financial Statements as circulated to all the Shareholders were taken as read.

The Chairman then invited the members to offer any comments or to ask questions on the Annual Accounts, if any. Some shareholders called for explanation as to few items in the report. The Chairman replied the same, satisfactorily.

The Scrutiniser briefed the Shareholders the procedure of voting on the resolutions during the meeting by using Ballot Forms. The Members who were present in the meeting and did not cast their votes electronically, voted to the resolutions accordingly.

The Chairman then requested the Scrutinizer, Mr.M.B.Kasodekar, Practicing Company Secretary, to scrutinize the voting done by the Shareholders, Authorised Persons and Proxies through Ballot Papers and e-voting to all the Resolutions and to submit his report to Chairman within 48 hours from the time of the Annual General Meeting held.

The Chairman thanked all the Shareholders for their presence in the meeting.





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The Meeting concluded at 12:15 p.m., with a vote of thanks to the Chair and the Shareholders by Mr. Dilip Kulkarni, Managing Director.

The Scrutinizer unblocked the e-voting process at 12:30 pm and submitted his report to the Chairman at 2.30 p.m. The Chairman noted the details of E-voting and Ballot Papers voting and advised to submit and upload the result with BSE as well as on the website of the Company, respectively.

The following resolutions were passed by the members as per the report of the Scrutinizer :

**1] Receive, consider & adopt the Financial Statements for the year ended on 31<sup>st</sup> March, 2021 and the Board's and Auditor's Reports, thereon.**

10 Members holding 11,63,249 shares assented through e-voting process and 19 Members holding 1,69,511 shares assented through ballot process.

No member dissented through e-voting and ballot process.

Thereafter, the following resolution was declared as passed by majority, as an Ordinary Resolution :

**"RESOLVED THAT** the Financial Statements for the year ended on 31<sup>st</sup> March, 2021 and the Board's and Auditor's Reports, thereon, be and are hereby adopted."

**2] Declare dividend for the financial year ended on 31<sup>st</sup> March, 2021.**

10 Members holding 11,63,249 shares assented through e-voting process and 19 Members holding 1,69,511 shares assented through ballot process.

No member dissented through e-voting and ballot process.

Thereafter, the following resolution was declared as passed by majority, as an Ordinary Resolution :

**"RESOLVED THAT** the dividend as recommended by the Board of Directors for the year ended on 31<sup>st</sup> March, 2021 at the rate of 10% i.e. Re.0.50 per Equity Share of Rs.5/- each of the Company, be and is hereby declared and that the same be paid to those shareholders whose names appear on the Register of Members as on 20<sup>th</sup> September, 2021. "

**3] Appoint a Director in place of Mr. Prakash Kulkarni, Director (DIN: 00052342), who retires by rotation and, being eligible, seeks re-appointment.**

9 Members holding 11,63,149 shares assented through e-voting process and 19 Members holding 1,69,511 shares assented through ballot process.

1 Member holding 100 shares dissented through e-voting process.

No member dissented through ballot process.



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Thereafter, the following resolution was declared as passed by majority, as an Ordinary Resolution :

**“RESOLVED THAT Mr.Prakash Kulkarni, Director (DIN: 00052342), retiring by rotation and who has offered himself for reappointment, be and is hereby re-appointed as a Director of the Company.”**

**4] Appoint a Director in place of Dr.Ketan Pai, Director (DIN: 06980628), who retires by rotation and, being eligible, seeks re-appointment.**

9 Members holding 11,63,149 shares assented through e-voting process and 19 Members holding 1,69,511 shares assented through ballot process.

1 Member holding 100 shares dissented through e-voting process.

No member dissented through ballot process.

Thereafter, the following resolution was declared as passed by majority, as an Ordinary Resolution :

**“RESOLVED THAT Dr.Ketan Pai, Director (DIN: 06980628), retiring by rotation and who has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company.”**

**5] Consider reappointment of Mr.Prakash Kulkarni, as Executive Chairman (DIN No.00052342), for a period of 5 years, w.e.f. 1<sup>st</sup> April, 2021 to 31<sup>st</sup> March, 2026, as per Sections 196 and 197 with the same current remuneration for a period of 3 years from 1<sup>st</sup> April, 2021 to 31<sup>st</sup> March, 2024, as per Section II of Part II of Schedule V of the Companies Act, 2013.**

9 Members holding 11,63,149 shares assented through e-voting process and 19 Members holding 1,69,511 shares assented through ballot process.

1 Member holding 100 shares dissented through e-voting process.

No member dissented through ballot process.

Thereafter, the following resolution was declared as passed by majority, as an Ordinary Resolution :

**“RESOLVED THAT as recommended by Nomination & Remuneration Committee and approved by the Board, the Company hereby accords its approval for the reappointment of Mr. Prakash Kulkarni, as a Whole time Director designated as an Executive Chairman (DIN No.00052342), for a period of 5 years, w.e.f.1st April, 2021 to 31st March, 2026, as per Sections 196 and 197 of Companies Act,2013 with the same current remuneration for a period of 3 years w.e.f. 1st April, 2021 to 31st March, 2024, as per Section II of Part II of Schedule V of the Companies Act, 2013. This will be subject to review at the end of three years.”**



"RESOLVED FURTHER THAT the draft supplementary agreement to be entered into with Mr.Prakash Kulkarni, containing his reappointment as Executive Chairman (DIN No.00052342), for a period of 5 years, w.e.f. 1st April, 2021 to 31st March, 2026, as per Sections 196 and 197 of the Companies Act, 2013 with the same current remuneration & terms for a period of 3 years w.e.f. 1st April, 2021 to 31st March, 2024, as per Section II of Part II of Schedule V of the Companies Act, 2013, which will be subject to review at the end of three years, be and is hereby specifically sanctioned, with a liberty to the Board of Directors to alter and vary the terms and conditions of the appointment and / or of the agreement in such manner, as may, from time to time, or to be in consonance with any revised terms and conditions as may be prescribed under the provisions of Sections 196 and 197 or Section II of Part II of Schedule V of the Companies Act, 2013 or any modification(s) thereto, as may be agreed to, between the Board of Directors and Mr.Prakash Kulkarni (DIN No.00052342)."

"RESOLVED FURTHER THAT in the event of any loss or inadequacy of profit in any financial year, the minimum remuneration including Salary, Perquisites to be paid to the Executive Chairman shall be as per Section II of Part II of the Schedule V of the Companies Act, 2013 or any modification(s) thereto."

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to take such steps as may be necessary or desirable to give effect to this resolution."

  
P.A. Kulkarni

Chairman of the Meeting



Signed on : 14/10/2021

Place : Shirol

Date of Entry in Minutes Book : 13/10/2021

