



KCD™

(ISO 9001 : 2015)

04th January 2023

To,
Listing Compliances

BSE Ltd,
P. J. Towers,
Fort,
Mumbai – 400 001.

Scrip Code : 540696
Scrip Id : KCDGROUP

Dear Sir/ Madam,

Ref: Intimation of Board Meeting dated 23rd December 2022.

Sub: Outcome of Board Meeting held on 04th January 2023.

Board Meeting Commenced on : 4.30 P.M.

Board Meeting Concluded on : 5.30 P.M.

This is in furtherance to our Board Meeting Intimation dated 23rd December 2022, we wish to inform the exchange that the Board of Directors at their meeting held on 04th January 2023 at the Registered Office of the Company, considered and approved the following business matter(s):

1. In suppression of resolution passed at the Board Meeting held on 10th September 2022, Increase in Authorised Share Capital upto Rs. 12,00,00,000/- (Rupees Twelve Crore only) divided into 2,40,00,000 (Two Crore Forty Lakh) equity shares of the Company, having a face value of Rs. 5/- (Rupees Five only) each and consequent alteration of the Memorandum of Association of the company, subject to the approval of members of the company.
2. Sub-Division/Split of existing equity share of the Company from 1 (one) equity share having face value of Rs. 5/- (Rupees Five only) each to 5 (five) equity shares having face value of Re. 1/- (Rupee One only) each. fully paid-up, subject to approval of members.

The record date for sub-division/split shall be decided by the board and will be intimated to exchange.

KCD INDUSTRIES INDIA LIMITED

Corporate Division

501, Ruby Crescent Business Boulevard,
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Kandivali (East), Mumbai - 400 101.
Tel. : +91 91373 22030
Email : compliance@kcdindustries.com
CIN: L70100MH1985PLC301881



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The detailed disclosure as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular No. CIR/CFD/CMD/ 4/2015 dated 9th September 2015 is enclosed as **Annexure – 1**.

- Alteration of Capital Clause of the Memorandum of Association of the company pursuant to sub-division/split of equity shares, subject to the approval of members.

The detailed disclosure as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular No. CIR/CFD/CMD/ 4/2015 dated 9th September 2015 is enclosed as **Annexure – 2**.

- Resignation of Mr. Manish Patel (DIN: 03197260), from the post of Non-executive Director of the Company w.e.f. 04th January 2023.

The detailed disclosure as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular No. CIR/CFD/CMD/ 4/2015 dated 9th September 2015 is enclosed as **Annexure – 3**.

- Appointment of Mr. Arun Kuttan (DIN: 09844434), as the Non-executive Director of the Company w.e.f. 04th January 2023.

The detailed disclosure as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular No. CIR/CFD/CMD/ 4/2015 dated 9th September 2015 is enclosed as **Annexure – 4**.

- Approval of Postal Ballot Notice for obtaining members approval through Postal Ballot Procedure (viz. Postal Ballot forms and remote E-voting) for aforesaid business matters.

Calendar of Event for the proposed Postal Ballot is enclosed herewith as **Annexure – 5**.

- Appointment of M/s. Jaymin Modi & Co., Company Secretaries (COP: 16948 and PRC: 2146/2022) as the Scrutinizer for the proposed Postal Ballot.

- The cut-off date for the purpose of e-voting is **Friday, 30th December 2022**.

- E-voting shall commence from **Sunday, 08th January 2023 (from 9.00 am) and concludes on Monday, 06th February 2023 (till 5.00 pm)**.

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You are requested to take the above cited information on your records.

Thanking you,

For KCD Industries India Limited

Rajiv Darji
Managing Director
DIN: 02088219

Encl: As Above

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Annexure – 1

Details regarding the sub-division/split of the equity shares of the Company

Sr. No.	Particulars	Description																																		
1	Split/Consolidation Ratio	Existing 1 (one) equity share having face value of Rs. 5/- (Rupees Five only) each will be sub-divided/split into 5 (five) equity shares having face value of Re. 1/- (Rupee One only) each.																																		
2	Rationale behind the split/consolidation	<ul style="list-style-type: none"> To enhance the liquidity of the Company's equity shares in the capital Market Encourage the participation of small investors by making Company's share more affordable. 																																		
3	Pre and post share capital –authorized, paid-up and subscribed	<table border="1"> <thead> <tr> <th rowspan="2">Type of capital</th> <th colspan="3">Pre Sub-division/Split</th> <th colspan="3">Post Sub-division/Split</th> </tr> <tr> <th>No. of shares</th> <th>face value (in Rs.)</th> <th>Total share capital (in Rs.)</th> <th>No. of shares</th> <th>face value (in Rs.)</th> <th>Total share capital (in Rs.)</th> </tr> </thead> <tbody> <tr> <td>Equity share capital</td> <td>20,00,000</td> <td>5</td> <td>1,00,00,000</td> <td>1,00,00,000</td> <td>1</td> <td>1,00,00,000</td> </tr> <tr> <td>Preference share capital</td> <td>-</td> <td>-</td> <td>-</td> <td>-</td> <td>-</td> <td>-</td> </tr> <tr> <td>Authorized share capital</td> <td>2,40,00,000</td> <td>5</td> <td>12,00,00,000</td> <td>12,00,00,000</td> <td>1</td> <td>12,00,00,000</td> </tr> </tbody> </table>	Type of capital	Pre Sub-division/Split			Post Sub-division/Split			No. of shares	face value (in Rs.)	Total share capital (in Rs.)	No. of shares	face value (in Rs.)	Total share capital (in Rs.)	Equity share capital	20,00,000	5	1,00,00,000	1,00,00,000	1	1,00,00,000	Preference share capital	-	-	-	-	-	-	Authorized share capital	2,40,00,000	5	12,00,00,000	12,00,00,000	1	12,00,00,000
		Type of capital		Pre Sub-division/Split			Post Sub-division/Split																													
			No. of shares	face value (in Rs.)	Total share capital (in Rs.)	No. of shares	face value (in Rs.)	Total share capital (in Rs.)																												
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		<table border="1"> <thead> <tr> <th>Share Capital</th> <th>Pre-Split (No. of Shares)</th> <th>Post-Split (No. of Shares)</th> </tr> </thead> <tbody> <tr> <td>Authorised</td> <td>2,40,00,000 equity shares of Rs. 5/- each.</td> <td>12,00,00,000 equity shares of Re. 1/- each.</td> </tr> <tr> <td>Paid-up</td> <td>20,00,000 equity shares of Rs. 5/- each.</td> <td>1,00,00,000 equity shares of Re. 1/- each.</td> </tr> <tr> <td>Subscribed</td> <td>20,00,000 equity shares of Rs. 5/- each.</td> <td>1,00,00,000 equity shares of Re. 1/- each.</td> </tr> </tbody> </table>	Share Capital	Pre-Split (No. of Shares)	Post-Split (No. of Shares)	Authorised	2,40,00,000 equity shares of Rs. 5/- each.	12,00,00,000 equity shares of Re. 1/- each.	Paid-up	20,00,000 equity shares of Rs. 5/- each.	1,00,00,000 equity shares of Re. 1/- each.	Subscribed	20,00,000 equity shares of Rs. 5/- each.	1,00,00,000 equity shares of Re. 1/- each.																						
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Subscribed	20,00,000 equity shares of Rs. 5/- each.	1,00,00,000 equity shares of Re. 1/- each.																																		
4	Expected time of completion	Approximately 2 months from the date of receipt of members approval through postal ballot.																																		

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5	Class of shares which are consolidated or subdivided	Equity shares (there is only one class of equity shares)
6	Number of shares of each class pre and post split or consolidation	Kindly refer to our response for SR no. 3 and 5
7	Number of shareholders who did not get any shares in consolidation and their pre-consolidation shareholding	N.A.

Annexure – 2

Summary of Amendments in the Memorandum of Association (MOA) of the company

Sr. No.	Changes
1.	<p>Existing Clause V of Memorandum of Association of the company has been substituted thereof by the following new Clause V as under:</p> <p><i>“V. The authorised share capital of the Company is Rs. 12,00,00,000/- (Rupees Twelve Crore only) consisting of 2,40,00,000 (Two Crore Forty Lakh) Equity Shares of Rs. 5/- (Rupees Five only) each with power to increase and /or reduce the capital of the Company as provided in the Articles of the Company.”</i></p>
2.	<p>Existing Clause V of Memorandum of Association of the company has been substituted thereof by the following new Clause V as under:</p> <p><i>“V. The authorised share capital of the Company is Rs. 12,00,00,000/- (Rupees Twelve Crore only) consisting of 12,00,00,000 (Twelve Crore) Equity Shares of Re. 1/- (Rupee One only) each with power to increase and /or reduce the capital of the Company as provided in the Articles of the Company.”</i></p>

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Annexure – 3

Resignation of Mr. Manish Patel (DIN: 03197260) from the post of Director of the Company

Sr. No.	Particulars	Details
1.	Date of Cessation	04 th January 2023
2.	Reason for Cessation	Personal Commitments

Annexure – 4

Appointment of Mr. Arun Kuttan (DIN: 09844434) as the Non-executive Director of the Company

Sr. No.	Particulars	Details
1.	Reason for Change	Appointment
2.	Date of Appointment	04 th January 2023
3.	Terms of Appointment	N.A.
4.	Brief Profile	Mr. Arun Kuttan is a Commerce Graduate. He has experience of more than 15 years in the field of Finance Management.
5.	Relationship between Directors	None
6.	Whether director is debarred from holding the office of Director by virtue of SEBI order	No

Annexure – 5

Calendar of Events for Postal Ballot

Sr. No.	Particulars	Date
1.	Outcome of BM	04 th January 2023
2.	Date of appointment of scrutinizer	04 th January 2023
3.	Specified date for determining shareholders to whom the Postal Ballot Notice is to be sent	30 th December 2022
4.	Date of completion of dispatch of Postal Ballot Notice	06 th January 2023
5.	Date of publishing Newspaper Advertisement	07 th January 2023
6.	Date of commencement of E-voting & postal ballot forms	08 th January 2023
7.	Last Date of E-voting & receipt of postal ballot forms	06 th February 2023
8.	Date of submission of report by the Scrutinizer	08 th February 2023
9.	Date of Declaration of Result by the Chairman	08 th February 2023
10.	Date on which the Resolution will be deemed to be passed	06 th February 2023

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