



17th September, 2020

The Manager
BSE Limited
Corporate Relationship Department
P. J. Towers, Dalal Street,
Mumbai – 400 001.

The Manager
The National Stock Exchange of India Limited
Exchange Plaza,
Bandra - Kurla Complex, Bandra (E),
Mumbai – 400 051.

BSE Scrip Code No. 524280

NSE Symbol : KOPRAN

Dear Sir/Madam,

Sub: 61st Annual General Meeting held on 16th September, 2020

The 61st Annual General Meeting (AGM) of the Company was held on Wednesday, 16th September, 2020 at 12.00 noon through video conferencing or other audio visual means in compliance with the Circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India, to transact the business as stated in the Notice dated 11th August 2020, convening the AGM. All the items of business contained in the Notice of the AGM dated 11th August 2020 were transacted and passed by the Members with requisite majority.

In this connection, we are submitting:

1. Summary of proceedings of the AGM of the Company, as required under Regulation 30, Part A of Schedule III to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), attached and marked as **Annexure - 1**.
2. Combined voting results of the remote e-Voting together with the voting conducted during the proceedings of the AGM, in relation to the items of business transacted at the AGM, as required under Regulation 44 of the Listing Regulations, attached and marked as **Annexure - 2**.
3. The Scrutinizer's Report dated 16th September 2020, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, attached and marked as **Annexure - 3**.

The AGM concluded at 12.35 p.m.





Further, the voting result along with the Scrutinizer's Report would be made available at website of the Company i.e. www.kopran.com and on the website of National Securities Depository Limited i.e. www.evoting.nsdl.com.

Kindly disseminate the information on exchange website.

Regards,

For Kopran Limited

Sunil Sodhani
Company Secretary & Compliance Officer
Membership No. FCS 3897

Encl: as above





Annexure – 1

PROCEEDINGS OF THE 61ST ANNUAL GENERAL MEETING OF KOPRAN LIMITED HELD THROUGH VIDEO CONFERENCING (VC)/OTHER AUDIO VISUAL MEANS (OAVM)

The 61st Annual General Meeting (AGM) of the Members of the Company was held on 16th September, 2020 through Video Conferencing (VC)/Other Audio Visual Means (OAVM). The Meeting commenced at 12.00 noon and concluded at 12.35 p.m. (including time allotted for e-Voting at the AGM).

The Company Secretary introduced himself and the Directors present virtually for the meeting.

In Virtual Attendance:

Shri Susheel Somani – Chairman, joined the meeting through VC, from Mumbai
Shri Adarsh Somani – Director, joined the meeting through VC, from Mumbai
Smt Mamta Biyani – Independent Director, joined the meeting through VC, from Mumbai
Shri Narayan Atal – Independent Director & Chairman of Audit Committee, joined the meeting through VC, from Mumbai
Dr. Siddhan Subramanian – Independent Director and Chairman of Nomination Remuneration Committee, joined the meeting through VC, from Chennai
Dr. Sunita Banerji – Independent Director, joined the meeting through VC, from Mumbai
Shri Surendra Somani – Executive Vice Chairman, joined the meeting through VC, from Mumbai
Shri Varun Somani – Director & Chairman of Stakeholders Relationship Committee, joined the meeting through VC, from Mumbai
Shri Sunil Sodhani, Company Secretary joined the meeting through VC, from Mumbai
Mr. Shailesh Shah, Partner of Khandelwal Jain & Co. Statutory Auditors, joined the meeting through VC, from Mumbai
Ms. Nirali Mehta, Practicing Company Secretary and Scrutinizer, joined the meeting through VC, from Mumbai

Company Secretary welcomed all the Members and Participants to the 61st AGM of the Company.





Company Secretary informed the Members that the Register of Directors and Key Managerial Personnel and their Shareholding and other statutory documents which are required to be made available for inspection at the AGM, were available electronically for inspection by the Members during the AGM.

The requisite quorum being present, the Company Secretary handed over the proceedings of the meeting to the Chairman, Shri Susheel Somani.

The Chairman welcomed the Members to the 61st AGM of the Company.

The Chairman confirmed that the requisite quorum is present at the AGM and called the meeting to order.

Thereafter, the Chairman proceeded with his address to the Members. The Notice of the 61st AGM was taken as read with the permission of the Members present. Chairman further informed that the Audit Reports for the financial year 2019-20 of the Statutory Auditors and Secretarial Auditor have no qualifications, observations or adverse remarks, with the permission of the Members were taken as read.

The Chairman informed the Members that the Company has provided facility of remote e-voting to all the Members to cast their vote electronically, on all resolutions set forth in the Notice of AGM. Members who have not casted their vote through remote e-voting, can cast their vote during the course of the meeting through the e-voting facility provided on NSDL e-voting website and cast their vote and at the same time watch the proceedings of the meeting. The combined results of remote e-voting and the e-voting done at the meeting today will be announced and displayed on the website of the Company, website of NSDL and website of Stock Exchanges within 48 hours of conclusion of AGM.

Thereafter, the Chairman delivered his speech.

The Chairman authorized Company Secretary to receive Scrutinizer's Report and communicate the results of voting to the Stock Exchanges immediately after the declaration of the results.

The Chairman informed e-Voting module will be kept open for 15 minutes after conclusion of the proceedings of the meeting.





The Chairman asked the Company Secretary to read the questions received from the Shareholders and requested Shri Surendra Somani, Executive Vice Chairman to answer the same.

The Company Secretary read the questions received from Members.

Shri Surendra Somani, Executive Vice Chairman answered the questions and ended the meeting with a vote of thanks to the Chairman.

53 Members were present at the virtual AGM.

For Kopran Limited

Sunil Sohani
Company Secretary & Compliance Officer
Membership No. FCS 3897



Annexure – 2

61st Annual General Meeting Voting Results

Voting results	
Record date	09-09-2020
Total number of shareholders on record date	33296
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	20
b) Public	33
No. of resolution passed in the meeting	4

For Kopran Limited



Sunil Sodhani
Company Secretary & Compliance Officer
Membership No. FCS 3897

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adopt Audited Standalone & Consolidated Financial Statement for the FY ended 31st March 2020, Reports of the Board of Directors and Statutory Auditors thereon				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11973620	11973620	100.0000	11973620	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	11973620	11973620	100.0000	11973620	0	100.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	54138	54138	100.0000	53843	295	99.4551	0.5449
	Poll							
	Postal Ballot (if applicable)							
	Total	54138	54138	100.0000	53843	295	99.4551	0.5449
Total		12027758	12027758	100.0000	12027463	295	99.9975	0.0025
Whether resolution is Pass or Not.							Yes	

For Kopran Limited



Sunil Sodhani
 Company Secretary & Compliance Officer
 Membership No. FCS 3897

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a Director in place of Mr. Varun Somani (DIN: 00015384), a Non Executive/Non Independent Director, who retires by rotation				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11198045	11198045	100.0000	11198045	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		11198045	11198045	100.0000	11198045	0	100.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	54137	54137	100.0000	53842	295	99.4551	0.5449
	Poll							
	Postal Ballot (if applicable)							
	Total		54137	54137	100.0000	53842	295	99.4551
Total		11252182	11252182	100.0000	11251887	295	99.9974	0.0026
Whether resolution is Pass or Not.							Yes	

For Kopran Limited



Sunil Sodhani
Company Secretary & Compliance Officer
Membership No. FCS 3897

Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Dr. Siddhan Subramanian (DIN: 02101174) as an Independent Director for a second term of five consecutive years				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	$(3)=[(2)/(1)]*100$	(4)	(5)	$(6)=[(4)/(2)]*100$	$(7)=[(5)/(2)]*100$
Promoter and Promoter Group	E-Voting	11973620	11973620	100.0000	11973620	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		11973620	11973620	100.0000	11973620	0	100.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	54137	54137	100.0000	53842	295	99.4551	0.5449
	Poll							
	Postal Ballot (if applicable)							
	Total		54137	54137	100.0000	53842	295	99.4551
Total		12027757	12027757	100.0000	12027462	295	99.9975	0.0025
Whether resolution is Pass or Not.							Yes	

For Kopran Limited



Sunil Sohani
 Company Secretary & Compliance Officer
 Membership No. FCS 3897

Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Dr. Sunita Banerji (DIN: 02476075) as an Independent Director for a second term of five consecutive years				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11973620	11973620	100.0000	11973620	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		11973620	11973620	100.0000	11973620	0	100.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	54137	54137	100.0000	53822	315	99.4181	0.5819
	Poll							
	Postal Ballot (if applicable)							
	Total		54137	54137	100.0000	53822	315	99.4181
Total		12027757	12027757	100.0000	12027442	315	99.9974	0.0026
Whether resolution is Pass or Not.							Yes	

For Kopran Limited



Sunil Sodhani
Company Secretary & Compliance Officer
Membership No. FCS 3897

NIRALI MEHTA
COMPANY SECRETARY

The Chairman,
Kopran Limited,
CIN: L24230MH1958PLC011078
1076, Dr. E. Moses Road,
Worli, Mumbai-400018

Dear Sir,

I would like to thank you for appointing me as the Scrutinizer for remote e-voting and the voting by your members at the 61st Annual General Meeting (hereinafter referred to as "AGM") of your Company duly conducted on September 16, 2020 at 12:00 Noon.

I am pleased to submit the Consolidated Scrutinizer's Report in regard to the e-voting done at the AGM, the copy of which is attached herewith as annexure. It is submitted that the report in itself is comprehensive and self-explanatory.



Nirali Mehta
Company Secretary



For Kopran Limited

Membership No.: A37734
COP No.: 20754
UDIN: A037734B000723188

Sunil Sodhani
Company Secretary & Compliance Officer
Membership No.: FCS 3897

Place: Mumbai

Date: September 16, 2020

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies
(Management and Administration) Rules, 2014, as amended]

To,

The Chairman of 61st Annual General Meeting of the Equity Shareholders of **KOPRAN LIMITED** held on Wednesday, September 16, 2020 at 12:00 Noon through video conferencing platform provided by National Securities Depository Limited (hereinafter referred as "NSDL")

Dear Sir,

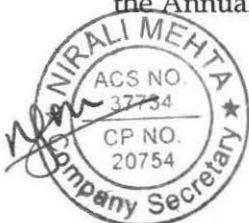
1. APPOINTMENT AS SCRUTINIZER

I, **Nirali Mehta, Practicing Company Secretary**, have been appointed as scrutinizer by the Board of Directors of **KOPRAN LIMITED** (hereinafter referred as the "Company") (CIN: L24230MH1958PLC011078) for the purpose of scrutinizing the process of voting through electronic means ("**e-voting**") on the resolutions contained in the notice dated August 11, 2020 (hereinafter referred as "**Notice**") issued in accordance with General Circular No. 14/2020, 17/2020 and 20/2020 dated 8 April 2020, 13 April 2020 and 5 May 2020 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "**MCA Circulars**"), Government of India, calling the 61st Annual General Meeting of its Equity Shareholders through Video conferencing. The AGM was convened on Wednesday, September 16, 2020 at 12:00 Noon IST through video conferencing.

2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("**the Rules**"). As the Scrutinizer, I have to scrutinize:
 - i. Process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("**remote e-voting**"); and
 - ii. Process of e-voting at the AGM through electronic voting system ("**e-voting**").

3. DISPATCH OF NOTICE CONVENING THE AGM

The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by the Depositories viz. National Securities Depository Limited (hereinafter referred to as "NSDL") and Central Depository Services (India) Limited (hereinafter referred to as "CDSL") the Company commenced dispatch of the Notice of the 61st AGM through electronic mode on August 24, 2020, **24146** members who had registered their email ids with the company/depositories were sent the Annual Report and the Notice of the AGM of the Company by email. The Company



had given Public Notice to its shareholders about the 61st AGM on August 19, 2020 in 'Business Standard' (English Newspaper) and 'Tarun Bharat' (Marathi Newspaper).

4. MANAGEMENT'S RESPONSIBILITY

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

5. SCRUTINIZER'S RESPONSIBILITY

My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by NSDL authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company and/ or NSDL for my verification.

6. CUT- OFF DATE

The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., Tuesday August 11, 2020 were entitled to vote on the resolutions (item nos. 1 to 4 as set out in the Notice calling the AGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

7. E-VOTING PROCESS

- i. The remote e-voting period remained open from Sunday September 13, 2020 (9:00 A.M) to Tuesday September 15, 2020 (5:00 P.M).
- ii. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by NSDL under my instructions.
- iii. The e-voting system was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company / NSDL and the authorizations lodged with the Company/ NSDL on test check basis.
- iv. The votes cast were unblocked on Wednesday, September 16, 2020 after the conclusion of the AGM and was witnessed by two witnesses, Mr. Jayesh Parte and Mr. Sukrut Mhatre, who are not in the employment of the Company and/or NSDL. They have signed below in confirmation of the same.





Mr. Jayesh Parte



Mr. Sukrut Mhatre

8. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting, based on the reports generated by NSDL, scrutinized on test check basis and relied upon by me.
9. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Mr. Sunil Sodhani, Company Secretary and Compliance Officer, for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

10. RESTRICTION ON USE

This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) website of NSDL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing .


Nirali Mehta
Company Secretary



Membership No.: A37734
COP No.: 20754
UDIN: A037734B000723188

Place: Mumbai
Date: September 16, 2020

CONSOLIDATED RESULTS

Item No. of the Notice	Votes in favor of the Resolution			Votes against the Resolution			Total			Invalid Votes
	Number	Votes	As percentage of total no. of valid votes	Number	Votes	As percentage of total no. of valid votes	Number	Votes	Percentage	
Item 1(a): Consider and approve standalone financial statements of the Company together with the Reports of the Board of Directors and Statutory Auditors thereon for the financial year ended March 31, 2020	82	12027463	99.998	5	295	0.002	87	12027758	100	NA
Item 1(b): Consider and approve consolidated financial statements of the Company together with the Reports of the Board of Directors and Statutory Auditors thereon for the financial year ended March 31,										
Item 2: Re-Appointment of Mr. Varun Somani (DIN: 00015384) as a Director who retires by rotation. (As an Ordinary Resolution)	79	11251887	99.997	5	295	0.003	84	11252182	100	775575
Item 3: Re-appointment of Dr. Siddhan Subramanian (DIN: 02101174) as an Independent Director (As an Special Resolution)	81	12027462	99.998	5	295	0.002	86	12027757	100	NA
Item 4: Re-appointment of Dr. Sunita Banerji (DIN: 02476075) as an Independent Director (As an Special Resolution)	80	12027442	99.997	6	315	0.003	86	12027757	100	NA

