

KITEX

Kitex Garments Limited

(CIN: L18101KL1992PLC006528)

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Ref: KGL/SE/2020-21/OCT/01

October 1, 2020

<p>The Secretary National Stock Exchange of India Ltd Exchange Plaza, Bandra-Kurla Complex Bandra (E), Mumbai - 400051, Maharashtra Scrip Code: KITEX</p>	<p>The Secretary BSE Limited Corporate Relationship Dept, 1st Floor, New Trading Ring, Rotunda Building, PJ Towers, Dalal Street, Fort Mumbai – 400001, Maharashtra Scrip Code : 521248</p>
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Dear Sir/ Ma'am,

**Sub: PROCEEDINGS OF 28TH ANNUAL GENERAL MEETING OF THE COMPANY HELD
ON SEPTEMBER 30, 2020**

Pursuant to Reg 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith a summary of proceedings of 28th Annual General Meeting of the Company held on September 30, 2020 through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) facility.

Kindly request you to take above information on your records.

Thanking you,

Yours faithfully

For **Kitex Garments Limited**



CS. Mithun B. Shenoy
Company Secretary & Compliance officer
(ICSI M. No. FCS 10527)



Enclosure: As above

SUMMARY OF PROCEEDINGS OF 28TH ANNUAL GENERAL MEETING OF KITEX GARMENTS LIMITED

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 28th Annual General Meeting of the Company was duly held on Wednesday, September 30, 2020 at 10:00 A.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

Mr. Sabu M. Jacob, Chairman and Managing Director of the Company was in chair in accordance with Article of Association of the Company. The number of shareholders as on cut-off date viz., September 23, 2020 was 37,243. The Chairman informed that in view of the current pandemic related situation, the meeting was held through video conferencing. The same was held in compliance of the directions of Ministry of Corporate Affairs. The Company had also provided live webcast of proceedings of the meeting.

The Company Secretary on behalf of chairman called the meeting to order as requisite quorum was present and he introduced the directors and all invitees present at the meeting.

The Register of Directors and Key Managerial Personnel of the Company maintained pursuant to Section 170 of the Companies Act, 2013 and Report of the Statutory Auditors and Secretarial Auditors, copies whereof were part of the Annual Report for the year 2019-20 and other necessary documents, required to be made available during the AGM were available for inspection based on request email received from the shareholders.

With the Consent of the members present at the meeting, the notice convening the Annual General Meeting along with audited accounts for the year ended March 31, 2020 together with the Report of Board of Directors were taken as read. As there were no qualifications in the Audit Report, it was not required to be read.

The Company Secretary briefed the members about some basic rules relating to the AGM. He further informed the members that pursuant to the provisions of the Companies Act, 2013, the rules framed thereunder and Listing Regulations, the Company had extended the remote e-voting facility to the members of the Company in respect of the resolutions to be passed at the meeting. The remote e-voting commenced on Sunday, September 27, 2020 at 9.00 A.M and concluded on Tuesday, September 29, 2020 at 5.00 P.M. (both days inclusive).

The Company Secretary further informed the members that the facility for e-voting during the meeting was made available during the meeting for members who had not cast their vote through remote e-voting.

The Company had appointed CS. Jayan K., Partner, SVJS & Associates, Company Secretaries, Kochi as the scrutinizer for the purpose of scrutinizing the process of remote e-voting and e-voting process at the AGM.

The Company has taken all feasible efforts under the current circumstances owing to the global pandemic, to enable members to participate through video conference and vote at the AGM.

The Chairman addressed the members at the meeting. Thereafter the following resolutions as set out in the notice convening the Annual General Meeting were read out the Company Secretary.

1.	Detail of the Agenda: Resolution Required: Mode of voting:	Adoption of Accounts – Standalone & Consolidated Ordinary Resolution Remote E-voting and by E-voting at the AGM.
2.	Detail of the Agenda: Resolution Required: Mode of voting:	Confirmation of Interim Dividend of Rs. 1.50 per equity share (ie., 150%) already paid for the year ended March 31, 2020. Ordinary Resolution Remote E-voting and by E-voting at the AGM.
3.	Detail of the Agenda: Resolution Required: Mode of voting:	Appointment of a director in place of Mr. K.L.V. Narayanan (DIN: 01273573), who retires by rotation in terms of Section 152(6) of Companies Act, 2013 and Article 116 of Articles of Association, and being eligible offers himself for re-appointment. Ordinary Resolution Remote E-voting and by E-voting at the AGM.
4.	Detail of the Agenda: Resolution Required: Mode of voting:	Re-appointment of Mr. C. P. Phillipose (DIN: 01125157) as an Independent Director for a second term: Special Resolution Remote E-voting and by E-voting at the AGM.
5.	Detail of the Agenda: Resolution Required: Mode of voting:	Re-appointment of Mr. Sabu M. Jacob (DIN: 00046016) as a Chairman and Managing Director: Special Resolution Remote E-voting and by E-voting at the AGM.
6.	Detail of the Agenda: Resolution Required: Mode of voting:	Re-appointment of Mrs. Sindhu Chandrasekharan (DIN: 06434415) as a Whole Time Director: Ordinary Resolution Remote E-voting and by E-voting at the AGM.
7	Detail of the Agenda:	Approval to borrow in excess of the paid-up share capital

	Resolution Required:	and free reserves of the Company under Section 180(1)(c) of the Companies Act, 2013
	Mode of voting:	Special Resolution Remote E-voting and by E-voting at the AGM.
8	Detail of the Agenda:	Approval to create charge/ mortgage over the properties of the Company for the purpose of borrowing in the terms of Section 180(1)(a) of the Companies Act, 2013.
	Resolution Required:	Special Resolution
	Mode of voting:	Remote E-voting and by E-voting at the AGM.

The Chairman then invited the members who had registered themselves as speakers in the order in which they had pre-registered, to share their views, ask questions and offer comments on the working of the company. The Chairman responded to the queries of the members and provided clarifications.

Thereafter CS. Mithun B Shenoy, Company Secretary announced voting to be taken electronically and requested the Scrutinizer for the orderly conduct of the voting.

The Chairman announced that the e-voting results along with the consolidated report shall be informed to the stock exchanges and also be placed on the website of the Company within 48 hours of conclusion of AGM.

The meeting concluded at 10:45 A.M. after the members present at the meeting cast their votes.

Post completion of Annual General Meeting, the scrutinizer took the custody of the remote e-voting and e-voting at the AGM. The Scrutinizer submitted their report post verification of the votes. All the items of business as mentioned in the Annual General Meeting Notice dated July 29, 2020 were discussed and based on the report of the Scrutinizer, all the resolutions were declared as duly passed by requisite majority by e-voting.

Kindly take this intimation on record.

Thanking you

Yours faithfully

For **Kitex Garments Limited**



CS. Mithun B. Shenoy
Company Secretary & Compliance officer
(ICSI M. no. FCS 10527)

