

September 5, 2018

The BSE Limited
First Floor, New Trading Ring,
Rotunda Building,
P. J. Towers, Dalal Street,
Mumbai.

National Stock Exchange of India Limited
Listing Department
Exchange Plaza
Bandra Kurla Complex
Bandra (E), Mumbai-400051

Dear Sir,

Sub: Proceeding of 27th Annual General Meeting – Regulation 30, Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref: Company Code - 532732/KKCL


Apropos the captioned subject we enclose herewith the proceedings of the 27th Annual General Meeting of the company held on Tuesday, September 4, 2018 at 12 Noon at M.C. Ghia Hall, Bhogilal Hargovindas Building, 4th Floor, 18/20, Kaikhushru Dubash Marg, (Behind Prince of Wales Museum) Mumbai: 400 001.

This is for your information and records pursuant to Regulation 30, Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Please find the same in order and acknowledge receipt.

Thanking you.

Yours faithfully,
For Kewal Kiran Clothing Ltd.


ABHIJIT WARANGE
VICE PRESIDENT- LEGAL & COMPANY SECRETARY

Encl: a/a

PROCEEDINGS OF THE 27th ANNUAL GENERAL MEETING OF KEWAL KIRAN CLOTHING LIMITED HELD ON THURSDAY, SEPTEMBER 4, 2018 AT M. C. GHIA HALL, BHOGILAL HARGOVINDAS BUILDING, 4TH FLOOR, 18/20, KAIKIUSHRU DUBASH MARG, (BEHIND PRINCE OF WALES MUSEUM) MUMBAI: 400 001 AT 12 NOON

DIRECTORS PRESENT:

Mr. Kewalchand P. Jain	:	Chairman and Member
Mr. Hemant P. Jain	:	Director and Member
Mr. Dinesh P. Jain	:	Director and Member
Mr. Vikas P. Jain	:	Director and Member
Mr. Yogesh A. Thar	:	Director & Chairman of the Audit Committee
Ms. Drushti R. Desai	:	Director
Mr. Nimish Pandya	:	Director & Chairman of the Nomination and Remuneration Committee and Stakeholder Relationship Committee

AUDITORS PRESENT

Mr. Hasmukh Dedhia	:	Partner, Khimji Kunverji & Co
Mr. Ummedmal P. Jain	:	Secretarial Auditor

IN ATTENDANCE

Mr. Bhavin Sheth	:	Chief Financial Officer
Mr. Abhijit Warange	:	Company Secretary

and 119 members were present in person.

Mr. Kewalchand P. Jain took the chair. The Chairman welcomed the members present at the meeting. He further informed that no proxies were received for the equity shares. After ascertaining the quorum, the Chairman called the meeting to order and thereafter introduced the Board members seated on the dais to the shareholders. He further informed that Dr. Prakash Mody had expressed his inability to attend the annual general meeting due to unexpected travel plan out of the Country. The notice of the meeting was taken as read and the Chairman informed the members that the necessary Statutory Registers as required to be kept open for inspection were available for inspection of the members. The Chairman thereafter briefed the members on the performance of the Company for the financial year ended March 31, 2018.



He further informed that the company had provided remote e-voting facility through Central Depository Services Limited (CDSL) to the members entitled to cast their vote (i.e. persons who were members on Thursday, August 28, 2018, being the cut-off date) on all the Resolutions set out in the Notice of AGM during the period from September 1, 2018 at 9.00 a.m. to September 3, 2018 at 5.00 p.m. in proportion to their shareholding. He further informed that there will be no voting by show of hands and the ballot facility was provided to those shareholders who did not vote through e-voting and attended the annual general meeting.

He further informed that Mr. Ummedmal P. Jain, Practicing Company Secretary, was appointed for independently carrying out the scrutinizing of remote e-voting and ballot process in a fair and transparent manner.

He further invited the participation of members of the company for discussing the Financial Statements along with Directors and Audit report thereon for the financial year ended March 31, 2018.

The Members of the Company addressed the meeting, gave their suggestions and asked certain queries on the financial statements and operations of the Company. The Chairman responded to all the queries to the satisfaction of the Members.

Thereafter the Chairman requested the Members to cast their vote on each of the agenda items by putting a mark in the column of 'Assent' or 'Dissent', as the case may be, sign the Ballot Paper and to drop it in the Ballot Box.

He requested Mr. U.P. Jain, Scrutinizer for an orderly conduct of ballot voting. The scrutinizer demonstrated the empty Ballot box to the Members and locked and sealed it in the presence of the Members of the company.



The following items of business, as per notice of the AGM were transacted-

Ordinary Business

1. Adoption of Standalone and Consolidated Financial Statements of the Company for the year ended March 31, 2018 including the Audited Balance Sheet as on March 31, 2018 and the Statement of Profit and Loss Account for the financial year ended March 31, 2018 together with the report of the Directors and Auditors thereon.
2. Declaration of final dividend and confirmation of four interim dividends of 7/-, 10/-, 9.5/- and 5/- respectively per equity share for the year ended March 31, 2018.
3. Re-appointment of Mr. Hemant P. Jain (DIN: 00029822) who retires by rotation.

Special Business

4. Re-appointment of Ms. Drushti R. Desai (DIN: 00294249), Independent Non-Executive Director of the Company not liable to retire by rotation to hold office for a second consecutive term of 5 (five) consecutive years with effect from August 28, 2019 to August 27, 2024.
5. Re-appointment of Mr. Nimish G. Pandya (DIN: 00326966), Independent Non-Executive Director of the Company not liable to retire by rotation to hold office for a second consecutive term of 5 (five) consecutive years with effect from April 1, 2019 to March 31, 2024.
6. Re-appointment of Dr. Prakash A. Mody (DIN: 00001285), Independent Non-Executive Director of the Company not liable to retire by rotation to hold office for a second consecutive term of 5 (five) consecutive years with effect from April 1, 2019 to March 31, 2024.
7. Re-appointment of Mr. Yogesh A. Thar (DIN: 02687466), Independent Non-Executive Director of the Company not liable to retire by rotation to hold office for a second consecutive term of 5 (five) consecutive years with effect from April 1, 2019 to March 31, 2024.




8. Appointment of Mr. Hemant P. Jain (DIN: 00029822) as the Whole-time Director of the Company for a period of 5 (five) years w.e.f. September 1, 2019 to August 31, 2024.
9. Appointment of Mr. Dinesh P. Jain (DIN: 00327277) as the Whole-time Director of the Company for a period of 5 (five) years w.e.f. September 1, 2019 to August 31, 2024.
10. Appointment of Mr. Vikas P. Jain (DIN: 00029901) as the Whole-time Director of the Company for a period of 5 (five) years w.e.f. September 1, 2019 to August 31, 2024.

The Chairman further informed that the result of voting i.e. remote e-voting result and results of the voting done at the AGM along with consolidated scrutinizer report would be displayed on the website of the company and on the website of CDSL. He also informed that the result would also be intimated to BSE Ltd. (BSE) and National Stock Exchange of India Ltd. (NSE) within 48 hours of the AGM and would be available at the Registered Office of the company.

He further thanked all the members for their presence and support after the casting of the votes by all the members present at the 27th Annual General Meeting (AGM).



For Kewal Kiran Clothing Limited


Abhijit Warange
Vice President – Legal & Company Secretary