

KPL/2022-23/BSE
30th September, 2022

Bombay Stock Exchange Ltd. Phiroze Jeejeebhoy Towers 2Sth Floor, Dalal Street Mumbai — 400001 Scrip Code : 530299	National Stock Exchange of India Ltd. Exchange Plaza Sth Floor Plot No. C/1, G Block Bandra Kuria Complex Bandra (E) Mumbai — 400051 Scrip Code : KOTHARIPRO
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Dear Sir,

Sub : Proceedings of the 38th Annual General Meeting of the Company held on 30th September, 2022

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are attaching herewith the summary of proceedings of the 38th Annual General Meeting of the Company held today i.e. on 30th September, 2022.

Kindly take the above information on your record.

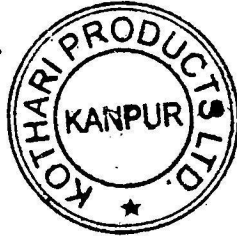
Thanking you,

Yours faithfully

for KOTHARI PRODUCTS LTD.



(RAJ KUMAR GUPTA)
CS & COMPLIANCE OFFICER
FCS – 3281



Encls : a/a

Summary of Proceedings of the 38th Annual General Meeting of M/s. Kothari Products Limited

1. **Date, time and Venue of the Meeting:**
The 38th Annual General Meeting of the Company was held today i.e. on 30th September, 2022 through Video Conferencing and Other Audio Visual Mode. The meeting commenced at 11:30 A.M. and concluded at 12:15 P.M.
2. **Members Present** — Total 49 members attended the meeting.
3. **Brief details of items deliberated at the Meeting and result thereof:**
 - Sri Raj Kumar Gupta, CS & Compliance Officer introduced the panelists to the meeting and thereafter he requested Sri Deepak Kothari, Chairman & Managing Director to start the proceedings of the meeting.
 - Sri Deepak Kothari, Chairman & Managing Director of the Company, chaired the proceeding of the Meeting and due to his illness he authorized Sri Raj Kumar Gupta, Company Secretary, to start the proceedings of the meeting on his behalf.
 - The requisite quorum being present as per the Companies Act, 2013, the Company Secretary declared the meeting duly constituted.
 - The Company Secretary informed the members that due to Covid -19 pandemic like previous year this year also SEBI has allowed holding of AGMs through Video Conferencing instead of physical meetings. Hence this AGM is being held through Video Conferencing.
 - He further stated as under:-
 - i. The Register of Directors & Key Managerial Personnel and their shareholdings and the Register of Contracts or arrangements in which Directors are interested and other statutory documents are open for inspection by any member of the Company. The notice of this Annual General Meeting, Directors' Report, Balance sheet, Profit & Loss Account etc. have already been sent to all of you.
 - ii. In compliance with Section 108 of the Companies Act, 2013 read with rule 20 of The Companies (Management and Administration) Rule, 2014 alongwith Regulation 44 of the SEBI (LODR) Regulations, 2015, the Company has engaged National Securities Depository Limited as its authorized agency to provide remote e-voting and e-voting at the AGM facility to its members to cast their votes for resolutions as mentioned in the AGM Notice dated 22nd August, 2022. The remote e-voting facility was available to the members from Tuesday, 27th September, 2022 (9:00 A.M. IST) to Thursday, 29th September, 2022 (5:00 P.M. IST).
 - iii. The Company has appointed Mr. Adesh Tandon of M/s. Adesh Tandon & Associates, Company Secretaries, Kanpur as the scrutinizer to scrutinize the remote e-voting and e- voting process at the Annual General Meeting in a fair and transparent manner.
 - iv. As required by The Companies Act, 2013 and the SEBI (LODR) Regulations, 2015, Mr. Pramod Kumar Tandon, Chairman of the Audit Committee, Stakeholders' Relationship Committee and Nomination and Remuneration Committee, is present at this meeting.
 - v. As per section 107 and 108 of The Companies Act, 2013, the members who have not casted their votes through remote e-voting facility, can cast their votes through e-voting at this meeting.
 - vi. There are no qualifications, observations or comments in the Statutory Auditor's Report and Secretarial Auditor's Report having any adverse effect on the functioning of the Company.
 - vii. The Company has received requests from two shareholders to register as Speaker shareholder to ask question and express their Opinions. Thereafter he invited following shareholders one by one :-
 1. Mr. Rajnish Jain
 2. Mr. Raj Gopal Mehrotra

Since Mr. Raj Gopal Mehrotra was not connected to the meeting hence only Mr. Rajnish Jain expressed his views & suggestions.



4. The following items of business as set out in the Notice calling the Meeting were put for Members' approval :-

Ordinary Bussinesses

- i. Consideration and adoption of the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2022 together with the Reports of the Board of Directors' and Auditors' thereon.
 - ii. Consideration and adoption of the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2022 together with the Reports of the Auditors' thereon.
 - iii. Appointment of a Director in place of Smt. Poonam Acharya (DIN: 07238992), who retires by rotation and being eligible, offers herself for re-appointment.
5. Thereafter Company Secretary requested to Sri Adesh Tandon, Scrutinizer to commence the e-voting process and brief the members for the e-voting process and requested him to submit his report within stipulated time.
6. Thereafter Scrutinizer briefed the members about the e-voting process and stated that the Results of remote e-voting and e-voting shall be disseminated to the Stock Exchanges and uploaded on the Company's website and on the website of NSDL www.evoting.nsdl.com within stipulated time.
7. **Vote of Thanks**
Thereafter Company Secretary thanked the members present at the meeting and concluded the meeting.

You are requested to take the same on your record and oblige.

Thanking you,

Yours faithfully

for KOTHARI PRODUCTS LTD.



(RAJ KUMAR GUPTA)
CS & COMPLIANCE OFFICER
FCS - 3281



Place : Kanpur

Date : 30th September, 2022