

September 19, 2019

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 28th 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

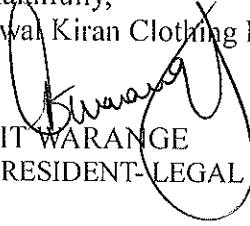
Apropos the captioned subject we enclose herewith the proceedings of the 28th Annual General Meeting of the company held on Wednesday, September 18, 2019 at 12.15 p.m at M.C. Ghia Hall, Bhogilal Hargovindas Building, 4th Floor, 18/20, Kaikhushru Dubash Marg, (Behind Prince of Wales Museum), Fort, Mumbai: 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 28th ANNUAL GENERAL MEETING OF KEWAL KIRAN CLOTHING LIMITED HELD ON WEDNESDAY, SEPTEMBER 18, 2019 AT M. C. GHIA HALL, BHOGILAL HARGOVINDAS BUILDING, 4TH FLOOR, 18/20, KAIKHUSHRU DUBASH MARG, (BEHIND PRINCE OF WALES MUSEUM) MUMBAI: 400 001 AT 12.16 P.M

DIRECTORS PRESENT:

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 115 members were present in person.

Mr. Kewalchand Jain expressed his inability to attend the Annual General Meeting (AGM) due to some personal exigency.

Pursuant to the provisions of Section 114 of the Companies Act, 2013 read with the Article of Associations of the Company the Board of Directors decided to appoint Hemant Jain as the Chairman of this AGM.

Mr. Hemant P. Jain took the chair. He 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 personal exigency. 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, 2019.

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 Wednesday, September 11, 2019, being the cut-off date) on all the Resolutions set out in the Notice of AGM during the period from September 15, 2019 at 9.00 a.m. to September 17, 2019 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, 2019.

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, 2019 including the Audited Balance Sheet as on March 31, 2019 and the Statement of Profit and Loss Account for the financial year ended March 31, 2019 together with the report of the Directors and Auditors thereon.
2. Confirmation of four interim dividends of 7/-, 10/-, 10/- and 5/- respectively and Declaration of final dividend on the equity share for the year ended March 31, 2019.
3. Appoint a Director in place of Mr. Vikas P. Jain (DIN: 00029901) who retires by rotation and being eligible, offers himself for re-appointment.

Special Business

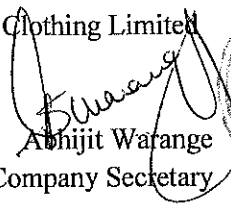
4. Re-Appointment of Mr. Kewalchand P. Jain (DIN: 00029730) as the Managing Director of the Company for a period of 5 (five) years w.e.f. April 1, 2020 to March 31, 2025 and approve the remuneration payable to him during such tenure.

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 28th Annual General Meeting (AGM). The AGM concluded at 1.15 p.m. with a vote of thanks to the chair.

For Kewal Kiran Clothing Limited



Abhijit Warange

Vice President – Legal & Company Secretary

