

KPL/2023-24/BSE  
25/09/2023

<b>Bombay Stock Exchange Ltd.</b> <b>Phiroze Jeejeebhoy Towers</b> <b>25<sup>th</sup> Floor</b> <b>Dalal Street</b> <b>MUMBAI – 400 001</b>	<b>National Stock Exchange of India Ltd.</b> <b>Exchange Plaza, 5<sup>th</sup> Floor</b> <b>Plot No. C/1, G Block</b> <b>Bandra Kurla Complex</b> <b>Bandra (E)</b> <b>MUMBAI – 400 051</b>
<b>Scrip Code : 530299</b>	<b>Scrip Code : KOTHARIPRO</b>

Dear Sir,

**Sub: Proceedings of the 39<sup>th</sup> Annual General Meeting of the Company held on 25<sup>th</sup> September, 2023**

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 39<sup>th</sup> Annual General Meeting of the Company held today on 25<sup>th</sup> September, 2023.

Kindly take the above information on your record.

Thanking you,

Yours faithfully,  
For Kothari Products Limited



(Raj Kumar Gupta)  
CS & Compliance Officer  
FCS-3281



Encls: as above

**Summary of Proceedings of the 39<sup>th</sup> Annual General Meeting of Kothari Products Limited held today i.e. on 25<sup>th</sup> September, 2023 through Video Conferencing and Other Audio Visual Mode. The meeting commenced at 11.30 A.M. and concluded at 12:00 Noon (including e-voting time)**

**1. Present:**

Sri Deepak Kothari	-	Chairman & Managing Director
Sri Mitesh Kothari	-	Executive Director
Sri P.K. Tandon	-	Director & Chairman of Audit Committee
Sri Vikas Chaturvedi	-	Director
Dr. Avinash Gupta	-	Director
Sri Deepak Gambhirdas Gandhi	-	Director
Sri Raj Kumar Gupta	-	CS & Compliance Officer
Sri Anurag Tandon	-	Chief Financial Officer
Sri Atul Shah	-	Auditor
Sri Adesh Tandon	-	Secretarial Auditor

**2. Members Present:**

Total 46 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 since the requisite quorum being present as per the Companies Act, 2013, declared the meeting duly constituted and authorized Sri Raj Kumar Gupta, Company Secretary, to proceed further.
- The Company Secretary informed the members that like previous year this year also SEBI has allowed holding of AGMs through Video Conferencing instead of physical meetings. Hence this AGM is being through Video Conferencing.
- He further stated as under:-
  - i. In compliance with Section 108 of the Companies Act, 2013 read with rule 20 of The Companies (Management and Administration) Rule, 2014 along with Regulation 44 of the SEBI (LODR) Regulations, 2015 the Company has engaged National Securities Depository Limited (NSDL) 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 14<sup>th</sup> August, 2023. The remote e-voting facility was available to the members from Friday, 22<sup>nd</sup> September, 2023 (9:00 A.M. IST) to Sunday, 24<sup>th</sup> September, 2023 (5:00 P.M. IST)



- ii. 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.
- iii. As required by The Companies Act, 2013 and the SEBI (LODR) Regulations, 2015, Mr. Pramod Kumar Tandon, Chairman of Audit Committee, Stakeholders' Relationship Committee and Nomination and Remuneration Committee, is present at this meeting.
- iv. 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.
- v. With the permission of the members, notice convening the Annual General Meeting, Directors Report and the financial statements for the year ended 31<sup>st</sup> March, 2023, having already been circulated to all of you, are taken as read.
- vi. 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.
- vii. 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.
- viii. The Company has received requests from one shareholder to register as Speaker shareholder to ask question and express his opinion. Thereafter he invited following shareholder :-

1. Mr. Rajnish Jain

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 Member's approval.

**Ordinary Businesses:**

- i. Consideration and adoption of the Audited Standalone Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2023 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 31<sup>st</sup> March, 2023 together with the Reports' of the Auditors' thereon.



- iii. Appointment of a Director in place of Mr. Mitesh Kothari (DIN: 00089076), who retires by rotation at this meeting, being eligible, offers himself for re-appointment.

**Special Business:**

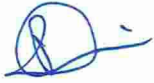
- iv. To appoint Mr. Deepak Gambhirdas Gandhi, a Director designated as an Independent Director of the Company.
5. Thereafter Company Secretary requested Mr. Adesh Tandon, Scrutinizer to commence the e-voting process and brief the members for the e-voting process and requested him to submit his report 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](http://www.evoting.nsdl.com) within the stipulated time.
7. **Vote of Thanks:**  
Thereafter Company Secretary thanked Chairman & all the Directors and members of the Company for attending the Annual General Meeting and thereafter the meeting was declared concluded.

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

Thanking you,

Yours faithfully,

**For Kothari Products Limited**



**(Raj Kumar Gupta)**  
**CS & Compliance Officer**  
**FCS - 3281**



Place: Kanpur

Date: 25<sup>th</sup> September, 2023