



ಕೆಒಸಿಎಲ್ ಅಮಿಟೆಡ್

(ಭಾರತ ಸರ್ಕಾರದ ಉದ್ಯಮ)

ನೋಂದಾಯಿತ ಕಾರ್ಯಾಲಯ :
ಶಿವೇ ವಿಭಾಗ, ಕೋರಮಂಗಲ
ಬೆಂಗಳೂರು - ೫೬೦ ೦೩೪.

ದೂರವಾಣಿ : ೦೮೦-೨೫೫೩೧೪೬೧ ರಿಂದ ೬೬
ಫ್ಯಾಕ್ಸ್ : ೦೮೦-೨೫೫೩೨೧೫೩-೫೯೪೧
ವೆಬ್ ಸೈಟ್ : www.kioclltd.in

ISO 9001, 14001 ಮತ್ತು
OHSAS 18001 ಸಂಸ್ಥೆ
ಆರ್‌ಐ‌ಐ‌ಎಸ್‌ಒ 9001, 14001 ಸಹಾ
ಆರ್‌ಐ‌ಐ‌ಎಸ್‌ಒ 18001 ಕಂಪನಿ
ISO 9001, 14001 &
OHSAS 18001 COMPANY

के आई ओ सी एल लिमिटेड

(भारत सरकार का उद्यम)

पंजीकृत कार्यालय :
II ब्लॉक, कोरमंगला,
बेंगलूर - 560 034.

कार्यालय : 080-25531461 - 66
फेक्स : 080-25532153-5941
वेबसाईट : www.kioclltd.in

KIOCL LIMITED

(A Government of India Enterprise)

Registered Office :
II Block, Koramangala,
Bengaluru - 560 034.

Telephone : 080-25531461 - 66
Fax : 080-25532153-5941
Website : www.kioclltd.in
CIN : L13100KA1976GOI002974

No. S/BC/1(18-5)/2023/290

September 22, 2023

National Stock Exchange of India Limited

Scrip Code: KIOCL

Through: NEAPS

BSE Limited

Scrip Code: 540680, Scrip Name: KIOCL

Through: BSE Listing Centre

Metropolitan Stock Exchange of India Limited

Scrip Code: KIOCL

Through: mylisting

Dear Sir / Madam,

Sub: Regulation 30 of SEBI (LODR) Regulations, 2015 – Proceedings of 47th Annual General Meeting (AGM) of KIOCL Limited held on Friday September 22, 2023 at 12:00 Noon

The 47th Annual General Meeting of KIOCL Limited was held on today i.e., Friday, September 22, 2023. As per the requirement of Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the proceedings of 47th AGM of the Company is enclosed herewith for information and record.

You are requested to take the same on record.

Thanking You,

Yours faithfully,
For KIOCL Limited,

(P.K. Mishra)
Company Secretary & Compliance Officer

Encl: as above

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PROCEEDINGS OF THE FORTY-SEVENTH ANNUAL GENERAL MEETING OF THE MEMBERS OF KIOCL LIMITED HELD ON FRIDAY, 22ND SEPTEMBER, 2023 AT 12:00 NOON AT II BLOCK, KORAMANGALA, BENGALURU THROUGH VC/OAVM

The following Directors were present in the 47th Annual General Meeting: -

Sl. No.	Names (S/ Shri)	Designation	Place
1.	T. Saminathan	Chairman-cum-Managing Director	- Bangalore
2.	B.K. Mahapatra	Director (Commercial)	- Bangalore
3.	G.V. Kiran	Director (Production & Projects)	- Bangalore
4.	Manoj Kumar Jhawar	Director (Finance)	- Bangalore
5.	Changdev S. Kamble	Independent Director, Chairperson of Audit Committee, Nomination & Remuneration Committee and Investment, Project Appraisal & Monitoring Committee	- Through VC from Pandharpur, Maharashtra
6.	Dr. Usha Narayana	Independent Director, Chairperson of CSR Committee, Stakeholders Relationship Committee and Risk Management Committee	- through VC from Gorakhpur, Uttar Pradesh
In Attendance (S/ Shri):			
7.	P. K. Mishra	Company Secretary	- Bangalore

Due to pre-occupation, the following Directors could not attend the 47th AGM: -

1. Ms. Sukriti Likhi, Govt. Nominee Director
2. Dr. Sanjay Roy, Govt. Nominee Director

The AGM was attended by the representative of Statutory Auditors, Internal Auditors, Secretarial Auditor & Scrutinizer through VC/OAVM.

The Presidential Nominee for 47th Annual General Meeting also attended the Meeting through VC/OAVM.

The requisite quorum for the AGM was present. Accordingly, Company Secretary welcomed the shareholders to the 47th AGM and confirmed that all feasible efforts were made to enable the shareholders to join the AGM through VC/OAVM and vote thereat.

He further informed that the notice of 47th Annual General Meeting and Annual Report for the financial year 2022-23 was e-mailed to the members on 29th August 2023.

Further, in pursuance to Article 65 of the Articles of Association of the Company, Shri T Saminathan, Chairman-cum-Managing Director (Chairman) chaired the 47th Annual General Meeting of the Company and introduced the Directors present and welcomed all shareholders to the Meeting. The Chairman called the Meeting to order and informed that notice of the Annual General Meeting along with Annual Report for the year 2022-23 was sent through email to members on 29th August, 2023 and the same was taken as read.

Further, Company Secretary apprised the shareholders about the general instructions for attending the AGM through VC/OAVM. He informed that, in compliance with the circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI), the Annual General Meeting of KIOCL Limited was held through Video Conference or any other Audio-Visual means.

Thereafter, Chairman addressed the Shareholders and outlined the performance of the Company for FY 2022-23.

Company Secretary read out the Independent Auditor's Report, Secretarial Audit Report, Corporate Governance Compliance Certificate, CAG comments and to brief about e-voting and informed that the Statutory Auditors had given an 'unqualified' Audit report. The Comptroller & Auditor General of India had also given 'NIL' comments on the Audited Financial Statements of the Company for the Financial Year 2022-23. The Secretarial Audit Report and Corporate Governance Compliance Certificate forming part of Annual Report 2022-23 were also taken as read.

Company Secretary informed members that in compliance with the applicable statutory provisions, the Company had provided remote e-voting facility from Tuesday, September 19, 2023 at 09:00 A.M. (IST) to Thursday, September 21, 2023 at 05:00 P.M. (IST) to all the shareholders holding shares as on cut-off date i.e., Friday, 15th September 2023, to enable them to cast their votes electronically on the items mentioned in the Notice of the AGM. He informed that the shareholders, who have not cast their vote through remote e-voting, can cast their vote during the AGM by using the e-voting facility provided by CDSL. He added that the Company had appointed Shri P. S. Bathla of M/s Bathla & Associates, Practicing Company Secretary, as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

Following items of business as set out in the Notice of 47th AGM were transacted at the Meeting: -

ORDINARY BUSINESS & ORDINARY RESOLUTION:

1. Adoption of Financial Statements for the year ended 31st March, 2023 and the Reports of the Board of Directors and the Auditors thereon and Comments of the C&AG.
2. Re-appointment of Shri T. Saminathan (DIN: 08291153), as a director, who retires by rotation.
3. Re-appointment of Shri B. K Mahapatra (DIN: 09613777), as a director, who retires by rotation.
4. Fixing the remuneration of Statutory Auditors.

SPECIAL BUSINESS & ORDINARY RESOLUTION:

5. Appointment of Dr. Sanjay Roy (DIN: 10045280) as Govt. Nominee Director, liable to retire by rotation.
6. Appointment of Shri. G.V Kiran (DIN: 10048157) as Director (Production & Projects), liable to retire by rotation.
7. Appointment of Shri. Manoj Kumar Jhawar (DIN: 07306454) as Director (Finance), liable to retire by rotation.
8. Ratification of the Remuneration of the Cost Auditor.

Thereafter, shareholders were invited to share their views with the management and raise questions, if any. Out of three shareholders who had pre-registered themselves as 'Speaker' for the AGM, one shareholder expressed his views on the performance of the Company and sought information's, which was adequately replied by Chairman.

Thereafter, Chairman thanked the shareholders for their continued support and participation in the Meeting and informed that e-voting on the proposed 8 (Eight) resolutions would be kept open for 30 minutes after conclusion of the Meeting, to enable the members to cast their votes. The Consolidated Scrutinizer's report on the votes cast through remote e-voting and e-voting during the AGM would be intimated to the Stock Exchanges and be uploaded on the website of the Company and CDSL on or before 25th September, 2023.

There being no other business to transact, the Chairman declared closure of the Meeting at 12:52 P.M. (IST). The e-voting module was kept open for further 30 minutes for voting for members who had not casted their votes during the remote e-voting period.

For KIOCL Limited,

Date: 22.09.2023
Place: Bengaluru

(P.K. Mishra)
Company Secretary & Compliance Officer