

Kohinoor Foods Ltd.

December 30, 2020

The National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra-Kurla Complex
Bandra (East)
MUMBAI – 400 051

The Listing Department
BSE Limited
P.J. Tower, Dalal Street
MUMBAI – 400 001

Trading Symbol : KOHINOOR
Scrip Code : 512559

Dear Sir/Mam,

Sub: Proceedings of the 31st Annual General Meeting held on 30th December, 2020, pursuant to Regulation 30 of the SEBI (LODR) Regulation 2015

Pursuant to Regulation 30 of the SEBI (LODR) Regulation 2015, please find below the proceedings of the said Annual general Meeting.

This is to inform you that the 31st Annual General Meeting of the Company was held on Wednesday, 30th day of December, 2020, at 11:00 A.M. (IST), through Video Conferencing/Other Audio-Visual Means (“VC/OAVM”) facility, in compliance with the General Circular Nos. 14/2020, 17/2020 and 20/2020 dated April 13, 2020 and May 5, 2020 respectively, issued by the Ministry of Corporate Affairs (“MCA”) and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, issued by Securities Exchange and Board of India (Listing obligation and Disclosure Requirements) Regulation, 2015 (“the SEBI (LODR) Regulations, 2015”). The deemed venue of the AGM was the Registered Office of the Company, i.e., Pinnacle Business Tower, 10th Floor, Shooting Range Road, Surajkund, Faridabad – 121 001, Haryana, India.

The meeting Commenced at 11:00 A.M. (IST) and concluded at 11:53 A.M. (IST) on the same day. [Including time allowed for e-voting at the AGM].

The following Directors were present:

Sr. No.	Name	Attended through VC/OAVM from
1	Mr. Satnam Arora – Jt. Managing Director	Faridabad, Haryana, India
2	Mr. Gurnam Arora – Jt. Managing Director	Faridabad, Haryana, India
3	Mr. Vijay Burman, Independent Director & Chairman of the Audit Committee, Nomination and Remuneration Committee, Stakeholder Relationship Committee and Corporate Social Responsibility Committee	Gurgaon, Haryana, India
4	Mr. Sunil Sharma - Independent Director	New Delhi, India
5	Mr. Yash Pal Mahajan - Independent Director	New Delhi, India

In attendance:

Sr. No.	Name	Attended through VC/OAVM from
1	Mr. Kamal Deep Chawla – Chief Financial Officer	Faridabad, Haryana, India



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2	Mr. Deepak Kaushal – Company Secretary	Faridabad, Haryana, India
3	Mr. Manish Kumar – Company Secretary in Practice of M/s. MANK & ASSOCIATES, Company Secretaries – Secretarial Auditor – Scrutinizer	Noida, Uttar Pradesh, India

A total of 109 members attended the meeting.

Since Mr. Jugal Kishore Arora, Chairman of the Board of Directors was not present, Mr. Satnam Arora was requested to take the chair. Mr. Satnam Arora then occupied the Chair and welcomed the Shareholders at the 31st Annual General Meeting of the Company. Upon ascertaining that the requisite Quorum was present, he called the meeting in order.

Mr. Deepak Kaushal – Company Secretary, welcomed the members of the Company and briefed them about details of the meeting and also the process and other to participate at the meeting. He also introduced the Directors and other panelists at the meeting. The Company Secretary then informed that the statutory registers & documents as required under the Companies Act, 2013, are kept open for inspection during the meeting. It was further informed that as the Annual General Meeting was held through VC/OAVM, the facility for appointment of proxies by the members was not applicable. The members were also briefed about the process for question & answer and e-voting at the Annual General Meeting.

Thereafter, Chairman read the Chairman Message and delivered his Speech giving a brief account of performance highlights of the Company during the year under review and recent developments.

Mr. Deepak Kaushal, Company Secretary of the Company with the consent of the members present the Notice of the Meeting, Report of Directors, Auditors and the Annual Report for the financial year 2019-20 with all annexures, which were with the Shareholders, were taken as read, and he also informed that Mr. Manish Kumar, Company Secretary in Practice of M/s. MANK & ASSOCIATES, Company Secretaries, who was appointed by the Board of Directors, as the Scrutinizer to scrutinize the vote cast in this Annual General Meeting & remote e-voting in fair and transparent manner, is present in the meeting and submit a consolidated report thereon. The consolidated Scrutinizer's Report in the prescribed format along with the details of the voting results (remote e-voting & e-voting at Annual General Meeting) on all the resolutions as set out in the Notice of the 31st Annual General Meeting, pursuant to Regulation 44 of the SEBI (LODR) Regulations, 2015, will also be submitted to the stock exchange within prescribed timelines.

The questions, opinions and suggestions received by the Company on email for this 31st Annual General Meeting was duly taken up and the same were addressed.

The following items were transacted at the 31st Annual General Meeting:

Sr. No.	Particulars of Resolution	Type of Resolution	Mode of Voting
1	Adoption of audited Financial Statements as at March 31 2020 a. Standalone b. Consolidated	Ordinary	Remote e-voting and e-voting at AGM
2	Re-appointment of Director in place of Mr. Satnam Arora (holding DIN – 00010667), liable to retire by rotation	Ordinary	
3	Appointment of Non-executive Independent Director Mr. Sunil Sharma (holding DIN – 08699033)	Ordinary	
4	Appointment of Non-executive Independent Director Mr. Yash Pal Mahajan (holding DIN – 08699040)	Ordinary	
5	Appointment of Non-executive Independent Director Mrs. Mani Chandra Bhandari (holding DIN – 00387525)	Ordinary	



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6	Ratification of the remuneration of the Cost Auditor M/s. Cheena & Associates, for the financial year 2020-21	Ordinary	
7	Continuation of Directorship of Mrs. Mani Chandra Bhandari (holding DIN – 00387525) beyond the Age of 75 Years	Special	
8	Re-appointment and renew of remuneration of Mr. Jugal Kishore Arora (holding DIN – 00010704)	Special	
9	Re-appointment and renew of remuneration of Mr. Satnam Arora (holding DIN – 00010667)	Special	
10	Re-appointment and renew of remuneration of Mr. Gurnam Arora (holding DIN – 00010731)	Special	

The Chairman authorized the Company Secretary to receive the scrutinizer's report & related documents & declare the results of voting within 48 hours from the conclusion of the meeting and the results of remote e-voting will be announced on the receipt of the Scrutinizer's Report and the said results along with the scrutinizer report will be hosted on the website of the Company and will be communicated to the National Stock Exchange of India Limited and BSE Ltd. and National Securities Depository Limited and shall be available at the Registered Office of the Company.

Thereafter, the speaker members were invited to ask their questions, and give their opinions and suggestions, if any, and the same were addressed.

As all the Business was duly taken up, the Chair concluded the Meeting with a vote of Thanks to the Members Present, the voting lines were kept open for 30 minutes for the members to vote.

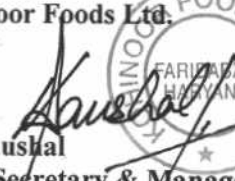
The Company Secretary, thereafter, informed the members that the meeting was concluded.

This is for your information and record.

Thanking You,

Yours faithfully,

For Kohinoor Foods Ltd.


Deepak Kaushal
Company Secretary & Manager (Legal)
FCS: 8722

