



KRITI INDUSTRIES (INDIA) LIMITED

BRILLIANT SAPPHIRE, 801-804, 8th FLOOR, PLOT NO. 10, SCHEME 78-II, VIJAY NAGAR,
INDORE - 452 010 (M.P.) INDIA. PHONE No.: (+91-731) 2719100.
REGD. OFF.: "MEHTA CHAMBERS", 34, SIYAGANJ, INDORE - 452007 Phone: (+91-731) 2540963
E-mail: info@kritiindia.com Website: http://www.kritiindia.com

CIN : L25206MP1990PLC005732

KIIL/SE/2019-20

14th August, 2019

Online filing at www.listingbseindia.com

To,
The General Manager
DCS-CRD
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Tower,
Dalal Street, Fort
Mumbai (M.H.) 400 001

Scrip Code: 526423

Subject: Submission of the proceedings of the 29th Annual General Meeting of the Company held on Wednesday, 14th August, 2019, pursuant to Regulation 30(2) read with Part A of Schedule III of the SEBI (LODR) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 30(2) read with Part A of Schedule III of the SEBI (LODR) Regulations, 2015, we are pleased to submit the proceedings of the 29th Annual General Meeting of Kriti Industries (India) Ltd., held on Wednesday, 14th August, 2019 at 4:00 P.M. (IST) and concluded at 04:45P.M. (IST) at Brilliant Sapphire, 801-804, 8th Floor, Plot No.10, Sch.78-II, Vijay Nagar, Indore (MP).

Please note that results of e-voting as well as poll will be intimated to you separately upon receipt of Report from the Scrutinizer within 48 hours from the conclusion of the Annual General Meeting.

You are requested to please take on record the above said document for your reference and further needful.

Thanking You.

Yours Faithfully,

For KRITI INDUSUTRIES (INDIA) LTD.

PREETI SHARMA
COMPANY SECRETARY & COMPLIANCE OFFICER





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PROCEEDING OF THE 29TH ANNUAL GENERAL MEETING OF KRITI INDUSTRIES (INDIA)LIMITED HELD ON WEDNESDAY THE 14TH AUGUST 2019, AT 8TH FLOOR, BRILLIANT SAPPHIRE PLOT NO.10, PSP, IDA, SCHEME NO.78, PART II, INDORE 452001 AT 4:00 P.M. AND CONCLUDED AT 04:45 PM

PRESENCE IN THE MEETING :

I. DIRECTORS:

- | | | |
|-------------------------------------|---|--------------------------------|
| 1. Shri Shiv Singh Mehta | - | Chairman and Managing Director |
| 2. Smt. Purnima Mehta | - | Whole Time Director |
| 3. Shri Sourabh Singh Mehta | - | Director |
| 4. CA Manoj Fadnis | - | Independent Director |
| 5. Shri Chandra Shekharan Bhaskaran | - | Independent Director |

II. OFFICERS IN PRESENCE:

- | | |
|-----------------------|--------------------------|
| 1. CS PREEETI SHARMA | -CS & COMPLIANCE OFFICER |
| 2. Shri Kamal Kanodia | - CFO |

III. SPECIAL INVITEES

- | | |
|--------------------|-----------------------------------|
| 1. CA RAKESH GUPTA | - STATUTORY AUDITOR |
| 2. CS ISHAN JAIN | - SCRUTINIZER FOR E-VOTING & POLL |

As per the requirement of the Companies Act, 2013, in order to have a valid quorum atleast 30 members are required to be physically present out of which 43 members were present in person which includes authorized representative of (Two) 2 Companies as per attendance register.

PROCEEDINGS OF THE MEETING:

As per Article 102 of the Article of Association of the Company Mr. Shiv Singh Mehta Chairman of the Company occupied the chair for the meeting. The requisite quorum being present, the Chairman called the meeting in order.

The Chairman of the Audit Committee CA Manoj Fadnis was also present at the meeting to respond to the Queries related to Books of Accounts and director's remuneration etc.

Thereafter, the Chairman informed the Members that Electronic copies of the Annual Report for financial year 2018-19 have been sent to all the members whose E-mail Ids were registered with the Company or Depository Participant(s). Physical copies of same have been sent to all other members at their registered address through permitted mode; as per the records made available by CDSL, NSDL & Ankit Consultancy Pvt. Ltd., Registrar & Share Transfer Agent of the Company.

The Chairman informed to the members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (LODR) Regulations, 2015, the Company had provided the remote e voting

Preeti





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facility through the platform of CDSL to the members of the Company to vote on the resolutions in respect of the business to be transacted at the AGM. The facility to cast vote through ballot paper was also made available.

With the consent of the members, the Notice convening 29th AGM was taken as read. The Independent Auditor's Report, Secretarial Auditor's report and its Annexure there was no qualification or Adverse remarks were also taken as read.

The Chairman informed that as per provisions of Companies Act, 2013 and the SEBI (LODR), Regulations, 2015. The company has Provided to the members the facility to casts their vote through Remote E-voting. The electronic voting was commenced on 9:00 A.M. of 11th Aug., 2019 had already been completed at 5.00 P.M. on 13th Aug., 2019 and voting in the general meeting shall be conducted by way of poll therefore the members of the Company were requested to mark their assent or dissent on the ballot paper provided to them. He also informed that the members may ask their questions on any agenda items of the company at any time during the meeting.

The Chairman further informed that the Company has appointed CS Ishan Jain Practicing Company Secretary (FCS 9978, CP 13032) as scrutinizer to scrutinize the remote e-voting as well as voting through poll in a fair and transparent manner.

The Chairman informed the members with respect to the business to be transacted at the Meeting. As per notice dated 16th May, 2019 convening the 29th Annual General Meeting of the Company, the following businesses were transacted at the Meeting. Resolutions at Sr. no.1, 2, 3 and 8 were Ordinary Resolutions and Resolutions at Sr.no. 4, 5, 6 and 7 were special Resolutions

ORDINARY BUSINESS

1. Adoption of the Standalone & Consolidated Audited Financial Results of the Company for the Financial Year ended 31st March 2019 and the reports of the Board of Directors and Auditors thereon.
2. Deceleration of dividend @ 15% i.e. 0.15 paise per equity share of Rs. 1 each for financial year 2018-19, on 49603520 equity shares for the Financial Year ended 31st March, 2019.
3. Re-Appointment of director in place of Mr. Saurabh Singh Mehta(DIN :00023591), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

SPECIAL BUSINESS

4. Revision in the Remuneration Of Shri Shiv Singh Mehta (DIN: 00023523), the Chairman & Managing Director Of The Company.
5. Re-appointment of Mrs. Purnima Mehta (DIN: 00023632) as the Whole-Time Director of the Company for a period of three years w.e.f from 1st July, 2019 to 30th June, 2022.
6. Re-Appointment of Ca Manoj Fadnis as an Independent Director of the company, not Liable to retire by rotation and to hold office for a second term of 5(Five) Consecutive years ,w.e.f 1st April, 2019 to 31st March, 2024.
7. Re-Appointment of Shri Rakesh Kalra as an Independent Director not Liable to retire by rotation and to hold office for a second term of 5(Five) Consecutive years, w.e.f 1st April, 2019 to 31st March, 2024
8. Ratification of Remuneration of Cost Auditors for the Financial year ending 31st March, 2019.

Mehta





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On the instructions of the Chairman, the Company Secretary arranged for the Poll Box, which was sealed by the Scrutinizer in his presence after showing that it is empty.

The Members were then provided opportunity to cast their votes by Poll and drop their Poll Papers which were provided in the Form MGT-12 in the Poll Box and then requested them to ensure that if any member have cast their vote by Remote E-voting process, they will not be entitled to cast votes by Poll again and even if it is cast, the Vote given by e-voting shall be considered as final and the later be treated as invalid by the Scrutinizer and the vote casted by electronic mode will be prevailed.

The Scrutinizer requested members to fill the entire Poll paper in proper manner, like, name, address, LF/Client ID, number of shares held and then mark right tick on the assent or dissent as they may desire appropriate for each of the proposed resolution.

The Chairman provide 15 minutes' time for polling and then the Scrutinizer ascertained that no member was left for polling; he locked the Poll Box in presence of the two witnesses who was not in employment of the company and collected the Poll Box and Attendance Sheet, etc for scrutiny of the Poll Papers.

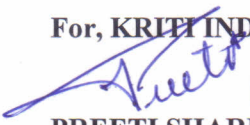

Thereafter the Chairman informed all the members of the Company that the results of the Poll and E-Voting along with the report of the scrutinizer will be announced within 48 hours from the conclusion of the AGM and the results of the voting shall be declared by the Chairman upon receipt of the Scrutinizers Report and the same shall be placed at website of the Company at <http://kritiindustries.com/>, CDSL at <https://www.evotingindia.com/> and BSE website.

Being no other business, the Chairman thanks to all the members and Board members and invites for participating in the meeting and declared that the meeting is concluded and requested the members to join for tea.

After the completion of poll, Chairman thanked the members present and the meeting was concluded at 04:45 P.M

Thanking You
Yours Faithfully

For, KRITI INDUSTRIES (INDIA) LIMITED



PREETI SHARMA
COMPANY SECRETARY
& COMPLIANCE OFFICER