



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/2023-24

20th September, 2023

Online filing at: www.listing.bseindia.com and
<https://neaps.nseindia.com/NEWLISTINGCORP/login.jsp>

To,
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G
Bandra Kurla Complex, Bandra (E)
Mumbai – 400051
Symbol – KRITI

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai 400001
BSE Scrip ID: KRITIIND Scrip Code – 526423

Subject: Submission of the Minutes of the 33rd Annual General Meeting of the Company held on Monday, 28th August, 2023.

Dear Sir/Madam,

Pursuant to the SEBI (LODR) Regulations, 2015, we are pleased to submit the minutes of the 33rd Annual General Meeting of Kriti Industries (India) Ltd., held on Monday, 28th August, 2023 at 3:00 P.M. (IST) and concluded at 03:29 P.M. (IST) through Video Conferencing or Other Audio Video Means (OAVM) for which purposes the corporate office of the company situated at **8th Floor, Brilliant Sapphire Plot No.10, PSP, IDA, Scheme No.78, Part II, Indore (M.P.) 452010** shall be deemed as the venue for the 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 INDUSTRIES (INDIA) LTD

TANUJ SETHI
COMPANY SECRETARY &
COMPLIANCE OFFICER

Encl: a/a

HELD AT ON TIME

Kriti Industries (India) Limited

CIN: L25206MP1990PLC005732

Regd. Off.: Mehta Chambers, 34 Siyaganj, Indore – 452007 (M.P.)

MINUTES OF THIRTY THIRD ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY

Held on	:	Monday, the 28 th August, 2023	
At	:	3.00 P.M. through Video Conferencing (VC) or Other Audio Visual Means (OAVM) at deemed venue at Brilliant Sapphire, 801-804, 8 th Floor, Plot No.10, Sch.78-II, Vijay Nagar, Indore – 452010 (M.P)	
In presence	:	Shri Shiv Singh Mehta	: Chairman and Managing Director – Member - Chairman of Corporate Social Responsibility Committee
	:	Smt. Purnima Mehta	: Whole Time Director – Member
	:	Shri Saurabh Singh Mehta	: Director – Member
	:	Shri Manoj Fadnis	: Independent Director- Chairman of Audit Committee
	:	Shri Chandrasekharan Bhaskar	: Independent Director - Chairman of Stakeholders' Relationship Committee.
	:	Shri Rakesh Kalra	: Independent Director – Chairman of Nomination and Remuneration Committee
	:	Shri Rajesh Sisodia	: Chief Financial Officer
	:	Shri Tanuj Sethi	: Company Secretary
In attendance	:	Shri Rakesh Kumar Gupta and Shri Puneet Gupta	: Statutory Auditor (M/s Rakesh Kumar & Associates, Chartered Accountants)
	:	Shri Ishan Jain	: Scrutinizer (M/s Ishan Jain & Co., Company Secretaries)
	:	Shri Ajit Jain	: Secretarial Auditor

NUMBER OF MEMBERS AS ON THE CUT-OFF DATE AND REQUIREMENT OF QUORUM FOR THE AGM

As per records made available by Ankit Consultancy Private Limited, the Share Transfer Agent, the total No. of Members on the Cutoff date i.e 21st August, 2023, was 11310 Members who were entitled to attend and vote at the 33rd AGM, out of them total 51 Members were present through VC as per the attendance Register and minimum 30 members were required to constitute the valid quorum for the 33rd AGM.

CHAIRMAN OF THE MEETING

Shri Shiv Singh Mehta, Chairman and Managing Director of the Company, presided over the meeting.

PROCEEDINGS OF THE 33RD ANNUAL GENERAL MEETING

CHAIRMAN'S INITIALS	
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HELD AT ON TIME

WELCOME ADDRESS AND INTRODUCTION OF DIRECTORS, EXECUTIVES AND INVITEES PRESENT THROUGH VC / OAVM

Shri Rajesh Sisodia, Chief Financial Officer, on behalf of the Company, extended a very warm welcome to the Members at the 33rd AGM and introduced the Directors, Executives and Invitees present through VC/OAVM. He set out the general instructions for members to participate and vote at the AGM and informed that in accordance with the circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India this meeting is being held through Video Conferencing or Other Audio Video Means without any physical presence of the members, at a common place. Required quorum was confirmed to be present in the meeting through Video Conferencing and therefore, he called the meeting to order.

Shri Sisodia also informed that:

1. In pursuance to the Circulars issued, the Company has e-mailed the Notice for convening today's meeting along with agenda and resolutions along with the annual accounts, Audit Report for year ended 31st March, 2023 to only those Shareholders, whose e-mail address were registered with the Company or Ankit Consultancy Private Limited, the Registrar and Share Transfer Agent or the depository;
2. Statutory Registers including "Register of Directors and Key Managerial Personnel and their Shareholding" and "Register of Contracts or Arrangement in which Directors are interested" are available electronically for inspection by the members during the AGM;
3. Since the AGM is being held through video conferencing, the facility for appointment of proxies by the members was not applicable and hence the proxy register for inspection was not available;
4. Qualifications, reservation, adverse remark or disclaimer in the Auditor's Report and Secretarial Audit Report read along with Notes to the Accounts and Board's Report they are all self-explanatory and we believe all of you have gone through themselves.

Shri Sisodia then requested the Chairman to address to the members.

CHAIRMAN'S SPEECH

Shri Shiv Singh Mehta, Chairman extended a warm welcome to all the Members, Auditor, Scrutinizer, and Special Invitees present at the 33rd Annual General Meeting of the Company.

Shri Shiv Singh Mehta delivered Chairman's Speech, inter alia, covering following:

1. Brief about impact of major fire took place in company's manufacturing facilities dated 28th April, 2022; substantial value erosion on the inventories;
2. Performance of the Company in Financial Year 2022-23.

The Chairman affirmed his satisfaction and did cause to record his satisfaction with the efforts made by the Company to enable the members to participate and vote on the items being considered in the meeting.

The Chairman then handed over the proceedings to Shri Sisodia to proceed on his behalf.

CHAIRMAN'S INITIALS	
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HELD AT ON TIME

FORMAL BUSINESS OF THE MEETING

Shri Rajesh Sisodia then proceeded with the formal business of the meeting. He informed the Members that:

The Notice convening the 33rd Annual General Meeting has already been circulated to all the members, and with the permission of the Members took the Notice of the meeting as read. There were four (4) Ordinary resolutions to be transacted at the meeting.

1. The Company has provided the facility to cast the votes electronically, on all resolutions set forth in the Notice. Members who have not cast their votes through remote e-voting and who are participating in this meeting are having an opportunity to cast their votes during the meeting through the e-voting system provided by CDSL.
2. The remote e-voting period for the 33rd AGM commenced on Friday, 25th August, 2023 from 9.00 A.M. and it ended on Sunday, 27th August, 2023 at 5.00 P.M.
3. Shri Ishan Jain, Practicing Company Secretary ('PCS') was appointed as Scrutiniser for scrutinising the remote e-voting process as well as e-voting at this meeting. The results of the remote e-vote and e-voting at this 33rd AGM will be declared on receipt of Scrutiniser's Report and the same shall be placed on Company's website, BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) website and on the website of Central Depository Services (India) Limited within two (2) working days of conclusion of the Annual General Meeting.
4. Pursuant to the provisions of Section 107 read with Section 108 of the Companies Act, 2013, there was no voting by show of hands at the 33rd Annual General Meeting.

Shri Sisodia then invited the registered speaker member to speak at the AGM. Speaker member expressed his views.

- * Shri Shiv Singh Mehta – Chairman and Managing Director then satisfactorily replied to the queries of the member at the AGM.

Shri Rajesh Sisodia further informed the members that voting on the CDSL platform would continue for another 15 minutes to enable the members to cast their votes.

Shri Sisodia thanked all the members for participating in the meeting through video conferencing and then declared the meeting **as closed at 3.29 P.M.**

Place: Indore

Date: 20/09/2023



Shiv Singh Mehta
Chairman of the 33rd Annual General Meeting
 DIN: 00023523

CHAIRMAN'S INITIALS	
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Consolidated results of remote e-voting and e-voting during AGM on the items of Ordinary and Special businesses at the 33rd Annual General Meeting of Kriti Industries (India) Limited held on 28th August, 2023.

As per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all Members as on the cut-off date i.e. Monday, 21st August, 2023, were provided with the facility to cast their votes electronically through the remote e-voting services provided by Central Depository Services Limited (CDSL) on all the resolutions set forth in the Notice of 33rd Annual General Meeting.

The remote e-voting portal remained open for voting from 9.00 a.m. Friday, 25th August, 2023 to 5.00 p.m. Sunday, 27th August, 2023 and was disabled by CDSL for voting thereafter.

Facility for e-voting during AGM was made available to the Members, who had not cast their vote by remote e-voting.

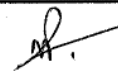
The Board of Directors had appointed Shri Ishan Jain, Practicing Company Secretary ('PCS'), as Scrutiniser for scrutinising the voting process in a fair and transparent manner as stipulated under the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015.

The Scrutiniser had carried out the scrutiny of all the e-votes received upto the closing of remote e-voting period and the e-voting during the 33rd Annual General Meeting.

The Consolidated Results as per the Scrutiniser's Report dated 28th August, 2023 are as follows:

Resolution No.	Particulars	Particulars of votes cast			
		Remote e-voting + E-Voting at AGM			
		Votes cast in favour		Votes cast against	
		Number	%	Number	%
1	Ordinary Resolution:- Adoption of the Standalone and Consolidated Audited Financial Statements containing the Balance Sheet as at 31 st March, 2023, the Statement of Profit & Loss, Statement of Cash Flow, Change in Equity and notes thereto of the Company for the Financial Year ended 31 st March 2023 and the reports of the Board of directors and Auditors thereon as on that date.	34431569	100.0000	-	-
2	Ordinary Resolution: - To appoint a director in place of Mr. Shiv Singh Mehta (DIN 00023523) who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.	34431569	100.0000	-	-

CHAIRMAN'S
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3	Ordinary Resolution: - Ratification of the remuneration payable to the Cost Auditors, Mr. S.P.S. Dangi, Cost Accountant, Indore for the year 2023-24.	34431569	100.0000	-	-
4	Ordinary Resolution: - Approval of the transactions/contracts/ arrangements with related parties under Regulation 23 of the SEBI (LODR) Regulations, 2015.	1521821	100.0000	-	-

On the basis of Scrutinizer's Report dated 28th August, 2023 all the resolutions for ordinary and special businesses as set out at Item Nos. 1 to 4 of the Notice of 33rd Annual General Meeting of the Company had been duly passed by the members with requisite majority and accordingly all the resolutions were declared as passed on 28th August, 2023 which is the date of the 33rd Annual General Meeting.

Place: Indore

Date: 20/09/2023


Shiv Singh Mehta
 Chairman of the 33rd Annual General Meeting
 DIN: 00023523

CHAIRMAN'S INITIALS	
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HELD AT ON TIME

RESOLUTIONS PASSED BY THE MEMBERS RECORDED HEREUNDER AS PART OF THE MINUTES OF THE 33RD ANNUAL GENERAL MEETING HELD ON MONDAY, 28TH AUGUST, 2023:

A. ORDINARY BUSINESS:

ITEM NO.1: ORDINARY RESOLUTION: - TO RECEIVE, CONSIDER AND ADOPT THE STANDALONE AND CONSOLIDATED AUDITED FINANCIAL STATEMENTS CONTAINING THE BALANCE SHEET AS AT 31ST MARCH, 2023, THE STATEMENT OF PROFIT & LOSS, STATEMENT OF CASH FLOW, CHANGE IN EQUITY AND NOTES THERETO OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2023 AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON AS ON THAT DATE:

"**RESOLVED THAT** the Audited Standalone and Consolidated Financial Statements for the financial year ended 31st March, 2023 and the Reports of the Directors', and Auditor's thereon laid before this meeting be and are hereby considered and adopted."

The Results of the Voting were as under:

Resolution required: (Ordinary/ Special)			<i>Ordinary</i>					
Whether promoter/ promoter group are interested in the agenda/resolution?			<i>No</i>					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares= $\frac{(2)}{(1)} \times 100$ (3)	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled $\frac{[(4)/(2)] \times 100}{(6)}$	% of Votes against on votes polled $\frac{[(5)/(2)] \times 100}{(7)}$
		(1)	(2)		(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	32909747	32907747	99.9939	32907747	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		32909747	32907747	99.9939	32907747	0	100.0000
Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1600	0	0	0	0	0
Public Non Institutions	E-Voting	16692173	1523822	9.1290	1523822	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		16692173	1523822	9.1290	1523822	0	100.0000
Total		49603520	34431569	69.4136	34431569	0	100.0000	0

On the basis of the above-mentioned voting results the Chairman declared that Resolution No. 1 was passed by **UNANIMOUS MAJORITY AS AN ORDINARY RESOLUTION.**

ITEM NO. 2: ORDINARY RESOLUTION: - APPOINTMENT OF MR. SHIV SINGH MEHTA (DIN 00023523) WHO RETIRES BY ROTATION AT THIS ANNUAL GENERAL MEETING AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT.

"**RESOLVED THAT**, pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Shiv Singh Mehta (DIN: 00023523), Director of the Company who retires by rotation at this meeting, be and is hereby re-appointed as Director of the Company, liable to retire by rotation."

CHAIRMAN'S
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The Results of the Voting were as under:

Resolution required: (Ordinary/ Special)			<i>Ordinary</i>					
Whether promoter/ promoter group are interested in the agenda/resolution?			<i>No</i>					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares= $\frac{(2)}{(1)} \times 100$ (3)	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled $\frac{[(4)/(2)] \times 100}{(6)}$	% of Votes against on votes polled $\frac{[(5)/(2)] \times 100}{(7)}$
Promoter and Promoter Group	E-Voting	32909747	32907747	99.9939	32907747	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		32909747	32907747	99.9939	32907747	0	100.0000
Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1600	0	0	0	0	0
Public Non Institutions	E-Voting	16692173	1523822	9.1290	1523822	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		16692173	1523822	9.1290	1523822	0	100.0000
Total		49603520	34431569	69.4136	34431569	0	100.0000	0

On the basis of the above-mentioned voting results the Chairman declared that Resolution No. 2 was passed by **UNANIMOUS MAJORITY AS AN ORDINARY RESOLUTION.**

B. SPECIAL BUSINESS

ITEM NO. 3: ORDINARY RESOLUTION:- RATIFICATION OF THE REMUNERATION PAYABLE TO THE COST AUDITORS MR. S.P.S. DANGI FOR THE YEAR 2023-24.

“**RESOLVED THAT** pursuant to the provisions of section 148 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or reenactment(s) thereof, for the time being in force), the members of the Company be and hereby ratify the payment of remuneration of Rs. 35,000 (Rupees Thirty Five Thousand Only), plus applicable taxes and reimbursement of out of pocket expenses at actual to S.P.S Dangi, Cost Accountant, Indore (Registration No. 100004) appointed by the Board on the recommendation of the Audit Committee, as the Cost Auditors to conduct the audit of the cost records of the Company for the Financial Year ending 31st March, 2024;**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

CHAIRMAN'S INITIALS	
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The Results of the Voting were as under:

Resolution required: (Ordinary/ Special)			<i>Ordinary</i>					
Whether promoter/ promoter group are interested in the agenda/resolution?			<i>No</i>					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares=[(2)/(1)]*100 (3)	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled [(4)/(2)]*100 (6)	% of Votes against on votes polled [(5)/(2)]*100 (7)
Promoter and Promoter Group	E-Voting	32909747	32907747	99.9939	32907747	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		32907747	99.9939	32907747	0	100.0000	0
Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1600	0	0	0	0	0
Public Non Institutions	E-Voting	16692173	1523822	9.1290	1523822	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		16692173	1523822	9.1290	1523822	0	100.0000
Total		49603520	34431569	69.4136	34431569	0	100.0000	0

On the basis of the above-mentioned voting results the Chairman declared that Resolution No. 3 was passed by **UNANIMOUS MAJORITY AS AN ORDINARY RESOLUTION.**

ITEM NO. 4: ORDINARY RESOLUTION: TO APPROVE THE TRANSACTIONS/ CONTRACTS/ARRANGEMENTS WITH RELATED PARTIES UNDER REGULATION 23 OF THE SEBI (LODR) REGULATIONS, 2015:

RESOLVED THAT pursuant to the provisions of Regulation 23 of the SEBI (LODR) Regulations, 2015 (“SEBI Listing Regulations”) and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021 read with the provisions of section 188 and 185 of the Companies Act, 2013 and other applicable provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Company’s policy on Related Party Transactions, consent of the members of the company be and is hereby accorded to enter into transactions/ contracts / arrangement, in the ordinary course of its business and on arm’s length basis, for purchase, sale or deal in the products, goods, stock in trade, Transfer of Resources including receiving/ providing loans and advances or such other transactions, on such terms and conditions as may be mutually agreed upon between the company and all related party for an amount upto **Rs.100 Crores (Rupees One Hundred Crore only)** in each financial year.

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RESOLVED FURTHER THAT the Board of Directors of the company, jointly and/or severally, be and is hereby authorized to do or cause to be done all such acts, deeds and things, settle any queries, difficulties, doubts that may arise with regard to any transaction with the related party, finalize the terms and conditions as may be considered necessary, expedient or desirable and execute such agreements, documents and writings and to make such filings as may be necessary or desirable, in order to give effect to this Resolution in the interest of the company.

The Results of the Voting were as under:

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares= $[(2)/(1)]*100$ (3)	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled $[(4)/(2)]*100$ (6)	% of Votes against on votes polled $[(5)/(2)]*100$ (7)
Promoter and Promoter Group	E-Voting	32909747	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		32909747	0	0	0	0	0
Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1600	0	0	0	0	0
Public Non Institutions	E-Voting	16692173	1521821	9.1170	1521821	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		16692173	1521821	9.1170	1521821	0	100.0000
Total		49603520	1521821	3.0680	1521821	0	100.0000	0

On the basis of the above-mentioned voting results the Chairman declared that Resolution No. 4 was passed by **UNANIMOUS MAJORITY AS AN ORDINARY RESOLUTION.**

VOTE OF THANKS:

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.

Place: Indore

Date: 26/09/2023


Shiv Singh Mehta
Chairman of the 33rd Annual General Meeting
DIN: 00023523

CHAIRMAN'S INITIALS	
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HELD AT ON TIME

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CHAIRMAN'S
INITIALS

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