

K.P.R. MILL LIMITED

Corporate Office : 1st Floor Srivari Shrimat, 1045, Avinashi Road, Coimbatore - 641018. India ☎ : 0422-2207777 Fax : 0422-2207778

16.10.2020

The Listing Department
Bombay Stock Exchange Ltd.
1st Floor, Rotunda Buildings,
PhirozeJeejeebhoy Towers,
Mumbai- 400 001.
SCRIP CODE: 532889

The Listing Department,
National Stock Exchange of India Ltd
Exchange Plaza, Plot: C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051.
SYMBOL: KPRMILL

Dear Sir,

Subject: Detailed Proceedings of the 17th Annual General Meeting

Further to our filing of the summary of proceedings under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, the detailed proceedings of the 17th Annual General Meeting of the Company held on Thursday, 24th September, 2020 at 02.30 P.M. Indian Standard Time (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") deemed to have been held at the Registered office of the Company, is filed herewith.

Please take the above on record

Thanking you,

Yours faithfully

For K.P.R. Mill Limited



**P. Kandaswamy
Company Secretary**

Encl: Proceedings

K.P.R. MILL LIMITED

MINUTES OF THE 17th ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY HELD ON THURSDAY, THE 24th SEPTEMBER, 2020 AT 02.30 P.M. INDIAN STANDARD TIME (IST) THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO VISUAL MEANS ("OAVM") DEEMED TO HAVE BEEN HELD AT THE REGISTERED OFFICE OF THE COMPANY

MEMBERS PRESENT:

Promoter and Promoter Group =	8
Public	= 56
	—
Total	= 64

Directors, Auditors & KMPs

All Directors; Statutory Auditors; Secretarial Auditor; Chairman of Audit Committee, Stakeholder Relationship Committee and Nomination & Remuneration Committee; Scrutinizer, Chief Financial Officer and Company Secretary were all present.

Mr. K.P. Ramasamy, Chairman occupied the chair.

Mr.P.Kandaswamy, Company Secretary and Compliance Officer welcomed all the participants to the 17th Annual General Meeting (AGM) of K.P.R. Mill Limited (COMPANY)

Mr.K.P.Ramasamy, Chairman of the Company introduced him and called the meeting to order, as the requisite quorum was present.

The Chairman nominated, Mr.P.Nataraj, Managing Director of the Company to assist him and conduct the proceedings of the Annual General Meeting.

Mr.P.Nataraj, Managing Director introduced himself, and the following other Directors, Auditors and Key Managerial Personnel who were also participating in the meeting through Video Conference mode, to the Shareholders.

- 1) Mr.KPD Sigamani, Managing Director
- 2) Mr.C.R.Anandakrishnan, Executive Director
- 3) Mr.E.K.Sakthivel, Executive Director



- 4) Mr.P.Selvakumar, Whole Time Director
- 5) Mr.K.N.V.Ramani, Independent Director
- 6) Mr.G.P.Muniappan, Independent Director
- 7) Dr.K.Sabapathy, Independent Director
- 8) Mr.A.M.Palanisamy, Independent Director
- 9) Mr.C.Thirumurthy, Independent Director
- 10) Dr.S.Ranganayaki, Woman Independent Director
- 11) Mr.PL.Murugappan, CFO
- 12) Mr.P.Kandaswamy, Company Secretary
- 13) Mr.K.Sudhakar, BSR & Co LLP, the Statutory Auditor
- 14) Mr.A.Vetrivel, Chartered Accountant, the Scrutinizer and
- 15) Mr.K.Radhakrishnan, Secretarial Auditor

Mr.P.Nataraj, Managing Director, stated as follows:

All the above persons were participating in the proceedings through video conference from Coimbatore and the Statutory Auditor was attending from Chennai

The 17th AGM Notice and the Annual Report for the financial year 2019-20 has already been sent to the members through email.

He requested the Members to permit him to take the Notice convening the meeting, as well as the Statutory and Secretarial Auditors' Report as read, since there were no qualifications in the said Auditors' Report.

The Company had provided the facility of Remote e-voting for its Members through Central Depository Services (India) Limited (CDSL)

In view of the COVID-19 pandemic, social distancing was a norm to be followed and as per various Circulars issued by MCA and SEBI, this AGM was being held through video conference.



As the AGM was being held through video conference, the facility for appointment of proxies by the members was not applicable.

The Company had provided the facility to cast the votes electronically, on all resolutions set forth in the Notice. Members, who have not yet cast their votes and were participating in the meeting, were requested to cast their votes during the meeting, through e-voting system provided by CDSL.

The Member(s), who have already voted through Remote E-voting and were present at the AGM, were not allowed to vote again.

In case members face any difficulty, they may reach out on the helpline numbers provided in the notice.

He then requested the Chairman to address the meeting.

Mr.K.P.Ramasamy, Chairman delivered his speech.

Mr.P.Nataraj, Managing Director continued the proceedings stating as follows:

1. It was hoped that the shareholders would have gone through the 17th Annual Report of the Company and the 17th AGM Notice circulated to the shareholders by e-mail in compliance with the MCA and SEBI Regulation.
2. The Company had received requests from five members to speak at the meeting. Accordingly, the floor was open for those members to express their views and ask questions in brief and short. The reply would be given at the end.
3. He requested the Shareholders to take only 3 minutes each in the interest of the other Shareholders.

He then invited the following Speakers who have already registered to speak at the meeting one by one.

- I. Mr. Sunil Kothari
- II. Mr.Hemant Khandelwal
- III. Mr.P.Jaichand.
- IV. Miss. Swathy
- V. Mr.Sesharaj



It was noted that Mr. Hemant Khandelwal and Mr.P. Jaichand did not speak.

The Speakers congratulated the Company for achieving good performance despite COVID pandemic. They particularly commended KPR for the care, health and safety measures extended to its employees during COVID pandemic. They termed the social care and support extended by KPR, including the financial assistance, to the employees, inspire of 'no-work', as 'unique and outstanding'; They hailed that the KPR's parental care enabled employees to enjoy secured, safe and healthy atmosphere and built confidence that KPR is not just an Employer, but plays a significant role in the up-liftment of their well-being and personal growth.

Mr.P.Nataraj thanked the Shareholders for their congratulatory remarks, overwhelming support & co-operation and replied to the queries raised by the above Shareholders as well as to the queries raised by a Shareholder through mail. He hoped to continue the better performance in the years to come also with the support of all Stakeholders of the Company.

After conclusion of Speakers' session the Agenda of the 17th AGM of the Company was taken up.

Stating that though the Shareholders would have gone through the items in Agenda of the AGM Notice, already circulated to them, he read the Topics contained in the Agenda one by one as follows:

Item No.1: Adoption of Accounts

Item No 2: Declaration of Dividend

Item No.3: Reappointment of Director retiring by rotation

Item No.4: To ratify the remuneration payable to Cost Auditor

ItemNo.5: Reappointment of Dr.S.Ranganayaki as Women Independent Director

Item No 6: Reappointment of Mr.P.Selvakumar as Whole Time Director

Item No 7: Reappointment of Mr.C.R.Anandakrishnan Executive Director

Item No 8: Reappointment of Mr.E.K.Sakthivel as Executive Director

He added that the Shareholders would have read the Resolutions and the explanatory Statements as mentioned in the Notice and have already voted on Remote E-voting. He requested the Members, who have not voted earlier to



vote on the above resolutions, through E-voting platform provided by CDSL and informed that E- voting during the Meeting would close 15 minutes after the conclusion of the meeting.

After receipt of scrutinizer report ,considering the vote cast through remote e-voting and e-voting during AGM, the voting results would be declared at the websites of the Company, NSE, BSE & CDSL.

On behalf of the Board of Directors, he thanked the shareholders for their participation in the 17th Annual General Meeting of the Company, through Video Conference.

He also thanked the Scrutinizer and CDSL, for the smooth conduct of the 17th Annual General Meeting of K.P.R. Mill Limited.

The 17th AGM Proceedings was declared as concluded at 03.00 P.M

- I. As per the report of the scrutinizer, the resolutions 1 to 4 and 6 to 8 contained in the notice of the 17th AGM were passed as Ordinary Resolutions and Resolution 5 of the Notice was passed as Special Resolution with absolute majority.
- II. Soft copies of the Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 were available for inspection by the Members during the AGM.

The 17th Annual General Meeting :

- commenced at 02.30 P.M (IST)
- Concluded at 03.00 P.M (IST)

E-voting ended at 03.45 P.M (IST)

Coimbatore
16.10.2020

CERTIFIED TRUE COPY
For K.P.R. MILL LIMITED

Company Secretary

Sd/-
K.P.Ramasamy
CHAIRMAN