



Kkalpana Industries (India) Limited

Date: 27th September 2024

To,
The Manager,
Listing Department,
BSE Limited
PJ Towers, Dalal Street,
Mumbai – 400 001

Sub: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations 2015") - Appointment of Independent Director.

Ref: Scrip Code 526409

Dear Sir,

With reference to the captioned matter, this is to inform the exchange, that based on the recommendation of Nomination and Remuneration Committee and the Board of Directors, the shareholders of the Company at their 39th Annual General Meeting held on 27th September, 2024, approved by way of ordinary resolution, the appointment of Mr. Dhari Lal Goenka (DIN: 10717410) as an Independent Director of the Company for five consecutive years w.e.f. 15th August, 2024.

Mr. Dhari Lal Goenka (DIN: 10717410) is not debarred from holding the office of Director by virtue of any SEBI order or that of any other such authority.

The details as per SEBI circular CIR/CFD/CMD/4/2015 dated 9th September, 2015 is enclosed as Annexure – A.

The proceedings of the aforesaid Annual General Meeting were submitted with the exchange on 27th September, 2024.

Please also find enclosed herewith the following:

- ❖ Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- ❖ Report of the Scrutinizer dated September 27, 2024, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended/modified from time to time, if any).

We request you to kindly take the same on record.

Thanking you,

Yours Faithfully,

For **Kkalpana Industries (India) Limited**



Swati Bhansali (Membership No. ACS 52755)
Company Secretary

CC: - 1. The Secretary, The Calcutta Stock Exchange Ltd., 7, Lyons Range, Kolkata – 700 001



Kkalpana Industries (India) Limited

Annexure -A

The Details as required under SEBI Circular No. CIR/CFD/CMD/4/2015 dated 09 September 2015:

Name of the Director	Mr. Dhari Lal Goenka
Date of Birth	22 nd November 1960
Reason for Change viz. appointment, resignation, removal, death or otherwise.	Mr. Dhari Lal Goenka (DIN: 10717410) is appointed as Non-Executive Director under the category of Independent Director of the Company.
Date of appointment and term of appointment	15 th August 2024. Mr. Dhari Lal Goenka (DIN: 10717410) is appointed as Non-Executive Director under the category of Independent Director of the Company with effect from 15.08.2024 for a period of five consecutive years w.e.f. 15.08.2024. His appointment is approved by shareholders at the Annual General Meeting of the Company held on 27.09.2024.
Brief Profile	Mr. Dhari Lal Goenka (DIN: 10717410) is a commerce graduate from the Calcutta University. He has supervised administrative, taxation and accounting, work capacities during his service tenure of more than 4 decades in various industries.
Name of other listed entities in which he also holds the directorship	None
Disclosure of relationships between directors	He is not related to any Directors on the Board of Kkalpana Industries (India) Limited.
Name of Committee(s) of listed entity(s) in which he is chairman/Member	Nomination and Remuneration Committee of Kkalpana Industries (India) Limited.
Number of shares held in the Company	Nil



General information about company	
Scrip code	526409
NSE Symbol	
MSEI Symbol	
ISIN	INE301C01028
Name of the company	KKALPANA INDUSTRIES (INDIA) LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	27-09-2024
Start time of the meeting	4:00 PM
End time of the meeting	4:37 PM

Scrutinizer Details	
Name of the Scrutinizer	ASHOK KUMAR DAGA
Firms Name	ASHOK KUMAR DAGA
Qualification	CS
Membership Number	2699
Date of Board Meeting in which appointed	23-05-2024
Date of Issuance of Report to the company	27-09-2024

Voting results	
Record date	20-09-2024
Total number of shareholders on record date	15148
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	5
b) Public	93
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Balance Sheets as at 31st March, 2024 and the Statement of Profit & Loss Accounts and Cash Flow Statements for the year ended as on that date and the Board's Report and Report of the Statutory Auditors thereon.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	70556960	70556960	100	70556960	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		70556960	70556960	100	70556960	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	23515970	895939	3.8099	895867	72	99.992	0.008
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		23515970	895939	3.8099	895867	72	99.992
Total		94072930	71452899	75.9548	71452827	72	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a director in place of Mr. Ddev Surana (DIN: 08357094), who retires by rotation and being eligible, offers himself for reappointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	70556960	70556960	100	70556960	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		70556960	70556960	100	70556960	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	23515970	895939	3.8099	895767	172	99.9808	0.0192
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		23515970	895939	3.8099	895767	172	99.9808
Total		94072930	71452899	75.9548	71452727	172	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of the Remuneration payable to the Cost Auditors of the Company for the Financial Year ended 31st March, 2025				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	70556960	70556960	100	70556960	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		70556960	70556960	100	70556960	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	23515970	895939	3.8099	895767	172	99.9808	0.0192
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		23515970	895939	3.8099	895767	172	99.9808
Total		94072930	71452899	75.9548	71452727	172	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Dhari Lal Goenka (DIN 10717410) as Independent Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	70556960	70556960	100	70556960	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		70556960	70556960	100	70556960	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	23515970	895939	3.8099	895267	672	99.925	0.075
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		23515970	895939	3.8099	895267	672	99.925
Total		94072930	71452899	75.9548	71452227	672	99.9991	0.0009
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Ashok Kumar Daga

B. Com. (H), LLB., FCS
Practising Company Secretary

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SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014]

To
The Chairman
39th Annual General Meeting of the Equity Shareholders
Kkalpana Industries (India) Limited
New BK Market, 16A Shakespeare Sarani
4th Floor, Room No.3
Kolkata-700071

Dear Sir,

Subject: Consolidated Scrutinizer's Report on voting (both Remote E-voting and E-voting) facility provided to the equity shareholders of Kkalpana Industries (India) Limited at the 39th Annual General Meeting (AGM) of the Equity Shareholders of Kkalpana Industries (India) Limited held on Friday, 27th Day of September, 2024 at 4:00 p.m.(IST) through Video Conferencing (VC)/Other Audio Visual Means (OAVM) in respect of the resolutions (businesses) transacted thereat.

I, Ashok Kumar Daga, Practising Company Secretary having office at 1 Crooked Lane, 2nd Floor, Room No. 212, Kolkata- 700069 had been appointed by the Board of Directors of Kkalpana Industries (India) Limited ("the Company") as Scrutinizer for the voting facility (both remote e-voting and e-voting) provided to equity shareholders of the Company at its 39th Annual General Meeting ("AGM") held on Friday, the 27th September, 2024 at 4:00 pm (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) in respect to the resolution(s) proposed to be passed thereat. I submit my report as under:

1. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronic means (e-voting) was provided by National Securities Depository Limited (NSDL)



Ashok Kumar Daga

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Practising Company Secretary

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2. The shareholders holding shares as on the cut-off date i.e. 20th September 2024 were entitled to vote on the proposed resolutions (Item No. 1 to 3 as set out in the Notice of 39th Annual General Meeting of the Company dated 23rd May, 2024 and Item No. 4 was included by addendum to the notice issued by the Company on 13th August, 2024). The notice including the agenda were served to the members on 30th August, 2024.
3. The remote e-voting period commenced on 24th September 2024 from 9:00 AM (IST) and concluded on 26th September 2024 at 5:00 PM (IST).
4. The votes were unblocked at Kolkata on 27th September 2024 at 5:00 P.M.
5. After the time fixed for e-voting facility provided to the shareholders at the AGM (i.e. 15 minutes after conclusion of AGM), E-voting system was disabled by NSDL.
6. Members have either voted electronically through remote e-voting or through e-voting at AGM. There is no instance of duplication of voting.
7. My responsibility as the Scrutinizer is restricted to ascertaining the voting processes and to make Scrutinizer's Report on the votes cast in favor or against the resolutions contained in the notice of AGM. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made thereunder relating to voting on the resolutions contained in the notice of the AGM.
8. The results of the scrutiny of voting by remote e-voting and through e-voting facility provided at the AGM in respect of resolutions contained in Notice dated 23rd May, 2024 and addendum notice dated 13th August, 2024 and as proposed at the AGM are as under:



Ashok Kumar Daga
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Practising Company Secretary

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Item No.1: -

To receive, consider and adopt the Audited Balance Sheets as at 31st March, 2024 and the Statement of Profit & Loss Accounts and Cash Flow Statements for the year ended as on that date and the Board's Report and Report of the Statutory Auditors thereon.

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF PAID-UP SHARES
ASSENT	117	3	120	71452813	14	71452827	100	75.95
DISSENT	6	0	6	72	0	72	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	123	3	126	71452885	14	71452899	100	75.95

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 1 of the Notice dated 23rd May, 2024 has been passed with requisite majority.

Item No.2

To appoint a director in place of Mr. Ddev Surana (DIN: 08357094), who retires by rotation and being eligible, offers himself for reappointment.

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF PAID-UP SHARES
ASSENT	116	3	119	71452713	14	71452727	100	75.95
DISSENT	7	0	7	172	0	172	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	123	3	126	71452885	14	71452899	100	75.95

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 2 of the Notice dated 23rd May, 2024 has been passed with requisite majority.



Ashok Kumar Daga

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Item No.3 (Special Business)

Ratification of the Remuneration payable to the Cost Auditors of the Company for the Financial Year ended 31st March, 2025.

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act,2013 (including any statutory modification(s) or re-enactment(s) thereof), the Companies (Audit and Auditors) Rules,2014, (as amended from time to time and for the time being in force), the Company hereby ratifies the remuneration of Rs. 20000/- plus taxes, as applicable, and out-of-pocket expenses incurred in connection with the Cost Audit, payable to M/s. D. Sabyasachi & Co (Firm Registration No. 000369), Cost Accountant, who have been appointed as Cost Auditors of the Company by the Board of Directors on the recommendation of Audit Committee, to conduct Audit of the cost records of the Company for the Financial Year ending 31st March, 2025.

FURTHER RESOLVED THAT the Board of Directors of the Company (including any Committee thereof), be and is here by authorized to do all such acts, things, deeds and matters which are connected therewith or incidental thereto and take all necessary steps, as may be necessary, proper or expedient, to give effect to this resolution.”

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF PAID-UP SHARES
ASSENT	116	3	119	71452713	14	71452727	100	75.95
DISSENT	7	0	7	172	0	172	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	123	3	126	71452885	14	71452899	100	75.95

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 3 of the Notice dated 23rd May, 2024 has been passed with requisite majority.



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Item No.4 (Special Business)

Appointment of Mr. Dhari Lal Goenka (DIN 10717410) as Independent Director of the Company

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** Mr. Dhari Lal Goenka (DIN 10717410), who was appointed by the Board of Directors, pursuant to the recommendation of Nomination and Remuneration Committee, at their respective meetings held on 13th August, 2024, as an Additional Director of the Company under the category of Independent Director, with effect from 15th August, 2024, under provisions of Section 161(1) of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Regulation 17 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Article 122 of the Articles of Association of the Company, who holds office upto the date of this Annual General Meeting but who is eligible for appointment as Director and in respect of whom the Company has received a notice, in writing, from a Member under Section 160(1) of the Act and Article 142(1) of the Articles of Association of the Company, signifying his intention to propose the candidature of Mr. Dhari Lal Goenka (DIN 10717410) for the office of Director, be and is hereby appointed as a Director of the Company.

FURTHER RESOLVED THAT to the provisions of Section 149, 150 and 152 and all other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, Regulation 17 and other applicable regulations of SEBI Listing Regulations and Article 123 and Article 124 of the Articles of Association of the Company and as per other relevant Articles of the Articles of Association, Mr. Dhari Lal Goenka (DIN 10717410), who has submitted a declaration pursuant to Section 149 (7) of the Act and Regulation 25(8) of SEBI Listing Regulations that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI Listing Regulations, and who is eligible for appointment as an Independent Director, be and is hereby appointed as an Independent Director of the Company for a period of five (5) consecutive years w.e.f 15th August, 2024, whose period of office shall not be liable to determination by retirement of directors by rotation.”



Ashok Kumar Daga

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	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF PAID-UP SHARES
ASSENT	115	3	118	71452213	14	71452227	100	75.95
DISSENT	8	0	8	672	0	672	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	123	3	126	71452885	14	71452899	100	75.95

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 4 of the Addendum Notice dated 13th August, 2024 has been passed with requisite majority.

Thanking you,
Yours faithfully,

PLACE- KOLKATA

DATE- 27.09.2024

UDIN: F002699F001351640

ASHOK
KUMAR DAGA

Digitally signed by
ASHOK KUMAR DAGA
Date: 2024.09.27
20:36:05 +05'30'

ASHOK KUMAR DAGA
(PRACTISING COMPANY SECRETARY)
MEMBERSHIP NO. 2699
COP NO. 2948