

KOTHARI FERMENTATION AND BIOCHEM LTD.

CIN : L72411DL1990PLC042502

REGD. OFFICE: 16, COMMUNITY CENTRE, 1ST FLOOR, SAKET, NEW DELHI-110017

TEL. : 26517665, 26850004, 40590944 FAX : 91-011-41664840 E-mail : kfbf@airtelmail.in

Web : www.kothariyeast.in

September 30, 2015

To,
The Manager-Listing,
The Bombay Stock Exchange Limited,
Phiroz Jeejeebhoy Towers,
25th Floor, Dalal Street,
Mumbai-400001

Ref: Scrip Code No. 507474

Subject: Submission of proceedings of A.G.M.

Dear Sir,

We are hereby submitting the proceedings of the 25th Annual General Meeting of the Company held on 30th September, 2015 at 10:30 A.M. at "Bipin Chandra Pal Memorial Trust Auditorium", Satindra Mohandev Charitable Medical Centre, A-81, Chittranjan Park, New Delhi-110019 along with the copy of the resolutions passed at the aforesaid AGM as per the requirement of listing agreement, for your kind perusal.

Kindly acknowledge the receipt.

Thanking you,

Yours sincerely,
For **KOTHARI FERMENTATION & BIOCHEM LIMITED,**


Isha Gupta
Company Secretary

Encl : as above

Proceedings of the 25th Annual General Meeting held at "Bipin Chandra Pal Memorial Trust Auditorium", Satindra Mohandev Charitable Medical Centre, A-81, Chittranjan Park, New Delhi-110019 at 10.30 a.m. on wednesday, the 30th of September, 2015

Present

Mr. Pramod Kumar Kothari, Chairman & Managing Director
Mrs. Kapil Dev Puri, Non- Executive Independent Director
Mr. Prasanna Kumar Pagaria, Independent Director & Chairman of Audit Committee

In Presence:

Mrs. Isha Gupta, Company Secretary

Mr. Anil K Jain, partner of M/s Nahata Jain & Associates, Chartered Accountants, Statutory Auditor of the Company, was present.

Mr. V.K. Sharma, Practicing Company Secretaries, appointed as Scrutinizer to scrutinize E-Voting & Poll Process, was also present.

30 Members in person representing 87,78,365 equity shares.
4 members present by proxy.

The Company Secretary after introducing the Directors present informed that the requisite quorum was present at the meeting and asked the Chairman to declare open the meeting.

Mr. Pramod Kumar Kothari, Chairman of the Board, occupied the chair and welcomed the members and others present.

The notice convening the 25th Annual General Meeting together with the explanatory statement was taken as read with the unanimous consent of the members present.

Thereafter the Chairman delivered his speech to the Members, in which he highlighted the Company's current performance and future prospects.

The Company Secretary explained that pursuant to the provisions of the Companies Act, 2013, the Auditor's Report is required to be read only when there is qualification or adverse comment in the Report. As there was no such qualification, the company secretary took the report as read with the unanimous consent of the members present.

The Company Secretary explained to shareholders about the e-voting system as under:
The e-voting facility has been provided to the members through NSDL and process/procedure for the same has already been informed to all the shareholders in the notice of Annual General Meeting. The e-voting period commenced on Saturday, September 26th, 2015 (9.00 a.m.) and ended on Tuesday, September 29, 2015 (5.00 p.m.).

Mr. V.K. Sharma, a leading Practising Company Secretary, Noida, was appointed as Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

The Company Secretary informed that shareholders who has already voted through e-voting is not eligible to vote today and shareholder who has not voted through e-voting can vote here by using ballot paper already been provided to them.

The Shareholders were requested to fill their complete details in the ballot paper and cast their vote on each resolution as per their choice and put the ballot paper, after folding, in the ballot box.

The Company Secretary also apprised the members that the result of e-voting and polling by ballot paper would be declared to the stock exchanges and the same would along with the Scrutinizer's Report be posted on the website of the Company and also on the website of NSDL at the earliest but not later than the statutory limit specified in the Companies Act, 2013.

The Company then invited participation of the shareholder for discussing the agenda items of the notice of the Annual General Meeting.

The Poll Process was then conducted. The shareholders dropped the duly filled and signed ballot papers in the Polling Box except those who have already exercised their vote through e-voting.

Mr. Pramod Kumar Kothari, Chairman thanked the shareholders for their active participation in the annual general meeting and declared the meeting as closed.

RESOLUTIONS MOVED THROUGH E-VOTING AND POLL PROCESS

AS ORDINARY BUSINESS

1 ADOPTION OF ACCOUNTS

"RESOLVED THAT the Audited Balance Sheet and Statement of Profit and Loss for the year ending on 31st March, 2015 and and the Reports of Board of Directors and Auditors thereon be and hereby received, approved and adopted.

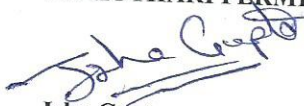
2. RE-APPOINTMENT OF MRS. KAVITA DEVI KOTHARI WHO RETIRES BY ROTATION

RESOLVED THAT Mrs. Kavita Devi Kothari, Director of the Company who retires by rotation, be and is hereby reappointed as the Director of the Company.

3. APPOINTMENT OF STATUTORY AUDITORS

"RESOLVED THAT, pursuant to Section 139 any other applicable provisions of the Companies Act, 2013, M/s Nahata Jain & Associates, Chartered Accountants, with Firm Registration No. 016351N, be and are hereby re-appointed as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting at a remuneration fixed by Audit Committee.

Yours sincerely,
For KOTHARI FERMENTATION & BIOCHEM LIMITED,


Isha Gupta
Company Secretary

For Kothari Fermentation & Biochem Ltd.


Company Secretary