



SEC/05/2024

April 06, 2024

<b>1. National Stock Exchange of India Ltd.</b> Exchange Plaza Plot No. C/1, G Block Bandra –Kurla Complex Bandra (E), Mumbai 400 051 <b>Symbol: KALYANKJIL</b>	<b>2. BSE Limited</b> Corporate Relationship Dept. Phiroze Jeejeebhoy Towers, Dalal Street Mumbai 400001 Maharashtra, India <b>Scrip Code: 543278</b>
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Dear Sir/Madam,

Sub: Proceedings of the 15<sup>th</sup>Annual General Meeting held on August 12, 2023.

With reference to the bse email dated 06.04.2024, we are resubmitting the corporate announcement with the conclusion time of the Annual General Meeting. Kindly take this into your records.

Pursuant to Regulation 30 read with Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform that 15<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Saturday, August 12, 2023 at 11.30 a.m. (IST) through Video Conferencing (VC). The Meeting was held in compliance with the Ministry of Corporate Affairs (MCA) Circulars dated December 28, 2022, May 5, 2022, December 14, 2021, December 8, 2021, January 13, 2021, May 5, 2020, April 13, 2020 and April 8, 2020, SEBI Circulars dated January 5, 2023, May 13, 2022, January 15, 2021 and May 12, 2020 and other applicable provisions.

Mr. Vinod Rai, Chairman of the Company, chaired the meeting and as the requisite quorum being present, called the meeting to order. The Chairman introduced the Board of Directors. The Chief Executive Officer, Chief Financial Officer, Company Secretary and the representatives of the Statutory Auditors and Secretarial Auditors attended the meeting through VC.

The Chairman addressed the Members attending the meeting through VC and delivered his speech. On conclusion, Mr. Sanjay Raghuraman CEO of the Company invited the members who had registered to speak. After these shareholders spoke, Mr. TK Ramesh Executive Director and Mr. Sanjay Raghuraman CEO gave their replies on questions.

**Kalyan Jewellers India Limited**

Corporate Office -TC-32/204/2, Sitaram Mill Road, Punkunnam, Thrissur, Kerala – 680 002

CIN - L36911KL2009PLC024641

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The following items of business as set out in the Notice convening the Annual General Meeting have been transacted at the said Meeting:

**Ordinary Business**

1. Adoption of the audited financial statements of the Company for the financial year ended 31st March, 2023 and the Reports of the Board of Directors and Auditors thereon and the audited consolidated financial statements of the Company for the financial year ended 31st March, 2023 and the Reports of the Auditors thereon.
2. To declare a final dividend of ₹ 0.50/- Paise per equity share of ₹10/- each for the financial year ended March 31, 2023.
3. To appoint a Director in place of Mr. T. K. Ramesh (DIN: 01021868), who retires by rotation and being eligible, offers himself for re-appointment.

**Special Business**

4. Reappointment of Mr. T.S. Anantharaman (DIN: 00480136) as an Independent Director for a second term of three (3) years.
5. Payment of Remuneration to the Non-Executive Directors of the Company.
6. Consider payment of Remuneration to Mr. Vinod Rai (DIN: 00041867), Chairman (Non-Executive) & Independent Director of the Company for the Financial Year 2023-24, which may exceed 50% of the total annual remuneration payable to all the Non-Executive Directors of the Company.

In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided members the facility to cast vote electronically from August 09, 2023 (9:00 a.m. IST) to August 11, 2023 (5:00 p.m. IST).

The Members present at the meeting, who had not done remote e-Voting, were allowed to cast their votes using e-Voting platform of NSDL. Mr. M. R. Thiagarajan, (Membership Number - ACS 5327) Practicing Company Secretary, Coimbatore had been appointed as Scrutinizer for e-voting process.

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The Chairman informed members that the detailed Voting Results of the Annual General Meeting pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 will be submitted to the Stock Exchanges within the prescribed time limit and also posted on the Company's Website.

The meeting concluded at 12.45 pm.

Thanking You.

Yours Faithfully,

**For Kalyan Jewellers India Limited**

**Jishnu RG**

Company Secretary & Compliance Officer

Membership No – ACS 32820

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