



KANCHI KARPOORAM LIMITED

(Manufacturer of Camphor & Allied Products)

ISO 9001 : 2008 Certified Company - CIN:L30006 TN1992 PLC022109

CHENNAI OFFICE : No.1, Barnaby Avenue, Barnaby Road, Kilpauk, Chennai - 600 010. INDIA.

Tel. : 2640 1914 / 15 / 16 / 17

E-mail : info@kanchikarpooram.com Website : www.kanchikarpooram.com



Ref: KKL/SE/2019

09.09.2019

BSE Limited

General Manager - DCS

Phiroze Jeejeebhoy Towers

Dalal Street

Mumbai - 400 001

Sub: Proceeding of the 26th Annual General Meeting held on 09.09.2019

Ref: Scrip ID - KANCHI, Scrip Code - 538896

With reference to the above captioned subject and pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as SEBI (LODR) Regulations, 2015), please find enclosed the Summary of proceedings as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Request you to take the same on records.

Thanking you

For Kanchi Karpooram Limited



J. R. Vishnu Varthan

Company Secretary

CERTIFIED COPY OF PROCEEDINGS OF THE TWENTY SIXTH ANNUAL GENERAL MEETING OF THE MEMBERS OF KANCHI KARPOORAM LIMITED HELD ON MONDAY, THE 09TH SEPTEMBER, 2019 AT 11.00 AM AT M.M. HOTELS, 65/66, NELLUKARA STEET, KANCHIPURAM, 631 502.

DIRECTORS PRESENT IN PERSON

| | |
|----------------------|----------------------|
| Mr. Suresh Shah | Managing Director |
| Mr. Dipesh S Jain | Whole Time Director |
| Mr. Arun V Shah | Whole Time Director |
| Mr. S. Srinivasan | Independent Director |
| Mr. Narasimhan Raghu | Independent Director |
| Mr. K. Venkateswaran | Independent Director |

IN ATTENDANCE

| | |
|--------------------------|-------------------|
| Mr. J. R. Vishnu Varthan | Company Secretary |
|--------------------------|-------------------|

INVITEES

| | |
|-------------------------|---|
| Mr. K. C. Radhakrishnan | CFO |
| Mr. R. Prakash | M/s. R. Subramanian & Co. Internal Auditors |
| Mr. P. Sriram | M/s. P.Sriram & Associates, Scrutinizer for Polling, Practicing Company Secretary |
| Mr. S. Sriram | M/s. P.Chandrasekar, LLP Statutory Auditors |

REGISTERS

The following Documents and Registers were placed on the table:

1. Notice convening the 26th Annual General Meeting.
2. Board's Report with Annexures thereto for the Financial Year ended 31st March, 2019.
3. The Audited Financial Statements – Balance Sheet as at 31st March, 2019, Statement of Profit and Loss and Cash Flow Statement for the year ended as on that date together with Auditors' Report thereon.
4. The Register of Directors and Key Managerial Personnel and their Shareholdings & Declarations (Remained open for inspection during the Meeting).
5. The Register of Contracts or Arrangements in which Directors are interested (Remained open for inspection during the Meeting).
6. Memorandum and Articles of Association of the Company.
7. Minutes of the Meetings of Annual / Extra-Ordinary General Meetings of the Company.

**CHAIRMAN**

Mr. Suresh Shah, Managing Director was unanimously elected as Chairman of the meeting. As the requisite quorum was present, the Chairman called the meeting to order at 11.00 AM

QUORUM

Upon being advised by the Company Secretary, Mr. J. R. Vishnu Varthan that necessary quorum was present, the Chairman called the Meeting to Order.

The Chairman delivered his speech and briefed the Members on the Operational and Financial performance of the Company for the financial year ended 31st March, 2019 and outlined the Company's expansion plans and strategies. He expressed confidence that the Company's performance would further improve in the current year.

NOTICE OF THE MEETING

The Chairman informed the Members that the Notice convening the 26th Annual General Meeting and the Annual Report for the year ended 31st March, 2019 were mailed / dispatched to all the Members within the Statutory time limit and were also placed on the website of the Company <http://www.kkigroup.in/>. Hence, with the consent of the Members present, the Notice convening the Meeting was taken as read.

It was informed that as required by the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, remote e-voting facility was provided by the Company through Central Depository Services (India) Ltd (CDSL) e-voting platform to enable Members holding shares either in physical form or in dematerialized form, as on the cut-off date being September 2, 2019 to cast their vote during the period commencing from September 06, 2019 (10.00 AM) to September 08, 2019 (05.00 PM) on all the Ordinary and Special Resolutions as set out in the Notice of the AGM. It was further informed that the Company had appointed Mr. P. Sriram, Practicing Company Secretary as the Scrutinizer who ensured that the voting process was carried out independently in a fair and transparent manner. The voting on Resolutions to be passed at the Meeting having been carried out electronically, the Resolutions were not required to be put to vote on show of hands. But, the Members who were present at the Meeting, who did not exercise their vote/s electronically could now vote, using the Ballot / Polling Paper after completion of the discussion on the business as set out in the Notice of the Annual General Meeting (AGM).

The following Resolutions as mentioned in the Notice of Annual General Meeting as circulated to the Members were passed by the Members.



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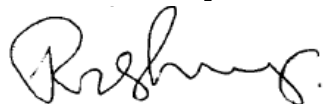
| S. No. | Proposed Resolution | Resolution required (Ordinary / Special) |
|--------------------------|---|--|
| Ordinary Business | | |
| 1 | To Adopt Audited Standalone Financial Statements for the Financial year ended 31st March, 2019 and the Reports of the Board of Directors and Auditors thereon. | Ordinary |
| 2 | To declare a dividend on equity shares for the year ended 31st March, 2019. | Ordinary |
| 3 | To appoint Mrs. Pushpa S Jain (DIN: 06939054), who retires by rotation and being eligible offers herself for re-appointment | Ordinary |
| Special Business | | |
| 4 | To approve related party transaction with M/s Suresh Industries for sale, purchase or supply of any goods or materials. | Ordinary |
| 5 | To ratify the remuneration payable to M/s. N. Sivashankaran & Co., Cost Accountants (Firm Reg. No.100662). | Ordinary |
| 6 | To approve revision of remuneration payable to Mr. Suresh Shah (DIN: 01659809), Managing Director of the Company, Mr. Dipesh S Jain (DIN: 01659930), Whole-time Director, Mr. Arun V Shah (DIN: 01744884), Whole-time Director. | Special |
| 7 | To Re-appoint Mr. S. Srinivasan (DIN: 05185901) as Independent Director of the Company for a second term. | Special |
| 8 | To Re-appoint Mr. K. Venkateswaran (DIN: 00001899) as Independent Director of the Company for a second term. | Special |
| 9 | To Re-appoint Mr. N.Raghu (DIN: 06736497) as Independent Director of the Company for a second term. | Special |

The Annual General Meeting came to a close by 12.15 PM

VOTE OF THANKS

Having concluded the business of the Meeting, the Chairman thanked the Members for their participation and Mr. J. R. Vishnu Varthan Company Secretary, proposed a vote of thanks to the Chair.

For Kanchi Karpooram Limited



J. R. Vishnu Varthan
Company Secretary