



Regd. Office:

KPT Industries Ltd.

Gat No. 320, Mouje Agar,

A/P & Taluka: Shirol - 416 103,

Dist. Kolhapur, Maharashtra, India.

T: +91-231-2689900

F: +91-231-2689946

E: kpt.ho@kpt.co.in

CIN: L29130MH1976PLC019147

KPT POWER TOOLS

KPT BLOWERS

KPT E VEHICLES

www.kpt.co.in

KPT/SECR/STEX/24-25

www.listing.bseindia.com

08th August, 2024

BSE Limited

Corporate Relationship Department

2nd Floor, New Trading Ring,

P.J. Towers, Dalal Street.

MUMBAI 400 001

Dear Sir,

Pursuant to Regulation 30, Schedule III Part-A (A-13) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith Minutes of 48th Annual General Meeting of the Company held on Thursday, 08th August, 2024.

This is for your information and records.

Thanking you,

Yours faithfully,

For **KPT Industries LTD.**,



Aishwarya Toraskar

COMPANY SECRETARY & COMPLIANCE OFFICER

Encl: - a/a..



INTERNATIONAL BUSINESS DIVISION: Regd. Office:

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MINUTES OF THE 48th ANNUAL GENERAL MEETING OF KPT INDUSTRIES LIMITED., HELD AT THE REGISTERED OFFICE OF THE COMPANY AT GAT No.320, MOUJE AGAR, A/P & TALUKA : SHIROL- 416 103, DIST.KOLHAPUR, ON THURSDAY, THE 8th AUGUST, 2024, AT 11:00 A.M.

The following Directors were present:

1. Mr.Prakash Kulkarni - Executive Chairman
2. Mrs.Prabha Kulkarni - Director
3. Dr. Shishir Gosavi - Independent Director
4. Mr.Dilip Kulkarni - Managing Director

Dr.Shishir Gosavi, Independent Director, was elected by members as Chairman of the Meeting, since Mr.Prakash Kulkarni, Executive Chairman was interested in the reappointment of Mrs.Prabha Kulkarni, as a Director, then Dr.Shishir Gosavi, Independent Director occupied the Chair and the Meeting started at 11:00 a.m.

At the outset, the Chairman of the meeting welcomed the members and appreciated their attendance for the AGM, by sparing their time.

He, then declared that 27 Members were present in person and 4 Authorized Representatives each of KPT Employees Welfare Trust, Suvina Engineers Pvt.Ltd., Prakash Kulkarni Endowment Trust and Prabha Kulkarni Endowment Trust, were present.

The required quorum for the meeting was completed.

The Chairman of the Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee, is also present in the 48th AGM of the Company.

The necessary statutory registers and documents required to be kept available for inspection by members, were kept open and were accessible throughout the meeting.

The Notice convening the Annual General Meeting was taken as read.

The Chairman, then delivered the speech highlighting the working of the Company, for the last year.

The Directors' Report, Auditor's Report and Financial Statements as circulated to all the Shareholders were taken as read.

The Chairman then invited the members to offer comments or to ask questions on the Annual Accounts, if any. Some shareholders called for explanation on few items in the report. The Chairman replied the same, satisfactorily.

The Scrutiniser briefed the Shareholders the procedure of voting on the resolutions during the meeting by using Ballot Forms. The Members who were present in the meeting and did not cast their votes electronically, voted to the resolutions accordingly.

The Chairman then requested the Scrutinizer, Mr.Pradeep B.Kulkarni, Practising Company Secretary, Partner of M/s.V.Sreedharan & Associates, to scrutinize the voting done by the Shareholders, Authorised Persons through Ballot Papers and e-voting to all the Resolutions and to submit his report to Chairman within 48 hours from the time of the Annual General Meeting held.



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The Chairman thanked all the Shareholders for their presence in the meeting.

The Meeting concluded at 11.30 a.m., with a vote of thanks to the Chair and the Shareholders by Mr.Dilip Kulkarni, Managing Director.

The Scrutinizer unblocked the e-voting process at 11.32 a.m. and submitted his report to the Chairman at 1.30 p.m. The Chairman noted the details of E-voting and Ballot Papers voting and advised to submit and upload the result with BSE as well as on the website of the Company, respectively.

The following resolutions were passed by the members as per the report of the Scrutinizer:

1] Receive, consider & adopt the Audited Financial Statements for the year ended on 31st March, 2024 and the Board's and Auditor's Reports, thereon.

22 Members holding 13,34,900 shares assented through e-voting process and 13 Members holding 6772 shares assented through ballot process.

1 Member dissented through e-voting holding 6 shares.

Thereafter, the following resolution was declared as passed by majority, as an Ordinary Resolution:

"RESOLVED THAT the Audited Financial Statements for the year ended on 31st March, 2024 and the Board's and Auditor's Reports, thereon, be and are hereby adopted."

2] Declare dividend for the financial year ended on 31st March, 2024.

22 Members holding 13,34,900 shares assented through e-voting process and 13 Members holding 6772 shares assented through ballot process.

1 Member dissented through e-voting holding 6 shares.

Thereafter, the following resolution was declared as passed by majority, as an Ordinary Resolution:

"RESOLVED THAT the dividend as recommended by the Board of Directors for the year ended on 31st March, 2024, at the rate of 50% i.e.Rs.2.50 per Equity Share of Rs.5/- each of the Company, be and is hereby declared and that the same be paid to those shareholders whose names appear on the Register of Members as on 1st August, 2024."

3] Appoint a Director in place of Mr.Dilip Kulkarni, Director (DIN: 00184727), who retires by rotation and, being eligible, seeks re-appointment.

22 Members holding 13,34,900 shares assented through e-voting process and 13 Members holding 6772 shares assented through ballot process.

1 Member dissented through e-voting holding 6 shares.



Thereafter, the following resolution was declared as passed by majority, as an Ordinary Resolution:

“RESOLVED THAT Mr.Dilip Kulkarni, Director (DIN: 00184727), retiring by rotation and who has offered himself for reappointment, be and is hereby re-appointed as a Director of the Company.”

4] Appoint a Director in place of Mrs. Prabha Kulkarni, Director (DIN: 00053598), who retires by rotation and, being eligible, seeks re-appointment.

22 Members holding 13,34,900 shares assented through e-voting process and 13 Members holding 6772 shares assented through ballot process.

1 Member dissented through e-voting holding 6 shares.

Thereafter, the following resolution was declared as passed by majority, as an Ordinary Resolution:

“RESOLVED THAT Mrs. Prabha Kulkarni, Director (DIN: 00053598), retiring by rotation and who has offered herself for re-appointment, be and is hereby re-appointed as a Director of the Company.”

5] Ratify the Remuneration of Cost Auditor.

22 Members holding 13,34,900 shares assented through e-voting process and 13 Members holding 6772 shares assented through ballot process.

1 Member dissented through e-voting holding 6 shares.

Thereafter, the following resolution was declared as passed by majority, as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 148 read with Rule 14 of Companies (Audit and Auditors) Rules, 2014 of the Companies Act, 2013, and other applicable provisions of the Companies Act, 2013 read with rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), M/s R. C. K & Co. Cost Accountants, Pune, having Firm Registration No. 002587, the Cost Auditors appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2024, on such remuneration as may be mutually agreed between M/s R. C. K & Co. Cost Accountants, Pune and Mr. Dilip Kulkarni, Managing Director of the Company, be and is hereby ratified/approved by the Members of the Company.”

RESOLVED FURTHER THAT Mr. Prakash Kulkarni (DIN: 00052342) Executive Chairman or Mr. Dilip Kulkarni (DIN: 00184727) Managing Director of the company be and is hereby authorised to do all acts and take all such steps as may be necessary, or expedient to give effect to this resolution.”



6] Continue the current payment of remuneration to be paid to Mr. Dilip Kulkarni (DIN: 00184727) Managing Director, from 1st April, 2024 to 31st March, 2027, as per Section 197 read with Section II of Part II of Schedule V of the Companies Act, 2013.

22 Members holding 13,34,900 shares assented through e-voting process and 13 Members holding 6772 shares assented through ballot process.

1 Member dissented through e-voting holding 6 shares.

Thereafter, the following resolution was declared as passed by majority, as a Special Resolution:

“RESOLVED THAT, subject to the provisions of Sections 197, 198, Schedule V read with the Companies (Appointment and Remuneration) Rules, 2014 and as recommended by the Nomination & Remuneration Committee and approved by the Board, the Company hereby accords its approval for the continuation of the current remuneration payable to Mr. Dilip Kulkarni (DIN: 00184727) Managing Director, of Rs.7,00,000/- (Rupees Seven Lakhs) as basic salary, per month, w.e.f. 1st April, 2024 to 31st March, 2027, with a maximum ceiling as per Section II of Part II of Schedule V of the Companies Act, 2013, in case of inadequacy of profits.”

“RESOLVED FURTHER THAT, on the basis of further recommendation by the Nomination & Remuneration Committee and approved by the Board, the Company also approves the continuation of current remuneration of Rs.7,00,000/- (Rupees Seven Lakhs) as basic salary, per month, plus commission with a proposed 4% ceiling, as per Section 197 of the Companies Act, 2013, in case of profits, for a further period of 3 years, i.e. from 1st April, 2024 to 31st March, 2027.”

“RESOLVED FURTHER THAT, the draft supplementary agreement to be entered into with Mr. Dilip Kulkarni (DIN: 00184727) Managing Director, containing terms and conditions, including remuneration, as placed before this meeting, be and is hereby specifically approved / sanctioned, with a liberty to the Board of Directors to alter and vary the terms and conditions of the said agreement in such manner, as may, from time to time, be required or to be in consonance with any revised terms and conditions as may be prescribed under the provisions of Section 196 and 197 or Section II of Part II of Schedule V of the Companies Act, 2013, or any modification(s) thereto, as may be agreed to, between the Board of Directors and Mr. Dilip Kulkarni (DIN : 00184727) Managing Director.”

“RESOLVED FURTHER THAT, the Board of Directors be and is hereby authorized to take such steps as may be necessary or desirable to give effect to this resolution.”

Thereafter, scrutinizer provided their consolidated scrutinizer's report on remote e-voting and ballot process conducted at the Annual General Meeting. All the 6 (Six) resolutions were passed with requisite majority.



SHISHIR GOSAVI

Chairman of the Meeting



Signed on: 08-08-2024

Place : Shiroli-416103, Dist.Kolhapur