

E:KRBL/BIBHU/STK_EX_1819/28
August 20, 2018



The General Manager Department of Corporate Services BSE Limited Floor 25, Phiroze Jeejeebhoy Towers Dalal Street Mumbai – 400 001	National Stock Exchange of India Limited “Exchange Plaza”, C-1, Block-G Bandra-Kurla Complex Bandra (E) Mumbai-400051
Scrip Code: 530813	Symbol: KRBL Series: Eq.

Dear Sir/Madam,

GIST OF PROCEEDINGS PURSUANT TO REGULATION 30 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, FOR THE 25th ANNUAL GENERAL MEETING OF MEMBERS OF KRBL LIMITED AS HELD ON MONDAY, AUGUST 20, 2018, AT 11.00 A.M., AT SRI SATHYA SAI INTERNATIONAL CENTRE, PRAGATI VIHAR, LODHI ROAD, NEW DELHI- 110 003

In compliance with the provisions of Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), and other applicable provisions, we wish to state that 25th Annual General Meeting (AGM) of members of KRBL Limited has been duly convened and held on Monday, August 20, 2018, at 11.00 A.M., at Sri Sathya Sai International Centre, Pragati Vihar, Lodhi Road, New Delhi-110 003.

Total number of shareholders on Record Date i.e. August 13, 2018: 34,756

Total 165 (One Hundred and Sixty Five) Members (including authorized representatives) as per record of attendance and 2 (Two) Proxies as per Proxy Register attended the meeting.

SITTING ON THE DAIS (IN ATTENDANCE):

Mr. Anil Kumar Mittal	:	Chairman & Managing Director and Chairman-CSR Committee & Borrowing and Investment Committee
Mr. Anoop Kumar Gupta	:	Joint Managing Director
Mr. Arun Kumar Gupta	:	Joint Managing Director and Chairman-Risk Management Committee
Mr. Alok Sabharwal	:	Independent & Non-Executive Director
Mr. Ashwani Dua	:	Independent & Non-Executive Director and Chairman-Nomination and Remuneration Committee & Stakeholder Relationship Committee
Mr. Shyam Arora	:	Independent & Non-Executive Director
Mr. Vinod Ahuja	:	Independent & Non-Executive Director and Authorized Representative of Audit Committee
Mr. Rakesh Mehrotra	:	Chief Financial Officer
Mr. Raman Sapra	:	Company Secretary

PRESENCE OF AUDITORS:

Mr. Yugal Kishor Malhotra	:	Representative, M/s. S S A Y & Associates, Chartered Accountants, Statutory Auditors
Mr. Deepak Kukreja	:	Partner- M/s DMK Associates, Practicing Company Secretaries - Secretarial Auditors

Corporate Office : C-32, 5th & 6th Floor, Sector-62, Noida-201301, Gautambudh Nagar, (U.P.), INDIA.

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INVITEE:	
Mr. Rohit Arora	: Partner, Walker Chandio & Co LLP, for being appointed as the Statutory Auditors

Mr. Anil Kumar Mittal, Chairman and Managing Director, chaired the proceedings of the meeting.

The Chairman confirmed with the Company Secretary whether the meeting has been constituted as per the provisions of the Companies Act, 2013, Articles of Association and Secretarial Standards. After having confirmation that the meeting has been duly constituted and the requisite quorum for the meeting being present, the Chairman called the meeting to order.

The Chairman explained that Mr. Devendra Kumar Agarwal, Independent Non-Executive Director and Ms. Priyanka Mittal, Whole Time Director were pre-occupied with other commitments and therefore could not attend the AGM.

With the consent of the members, the Notice of 25th Annual General Meeting, the Directors' Report and the Annual Accounts for the financial year ended March 31, 2018 were taken as read. Company Secretary then informed the members about the observations of the Secretarial Auditors in the Secretarial Audit Report.

Thereafter the Chairman delivered the Chairman's Message to Shareholders. The Chairman in his message gave an overview of the Financial Performance of the Company for the financial year ended March 31, 2018 and its Future Outlook.

With the concurrence of the members, the Auditors' Report was taken as read. The Chairman informed the Members that the Statutory Registers, Proxy Register, Auditor's Report and Secretarial Audit Report and inspection documents were available for inspection during the Annual General Meeting.

It was informed that pursuant to the provisions of Regulation 44 of the SEBI Listing Regulations and Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and any amendments thereon, the company has extended Remote e-voting facility to the members (i.e. persons who were Members on August 13, 2018 being the cut-off date/record date) via Central Depository Services Limited (CDSL) in respect to business transacted at the 25th Annual General Meeting of the Company. The e-voting commenced from August 17, 2018, (9.00 A.M) and concluded on August 19, 2018 (5.00 P.M). Further the members and proxy holders, who attended the AGM and who have not casted their vote by remote e-voting were provided with the facility to vote through ballot paper at the AGM premises.

It was further informed that Mr. Deepak Kukreja, Partner, DMK Associates, FCS No. 4140, and Ms. Monika Kohli, Partner, DMK Associates, FCS No. 5480, Practicing Company Secretaries of Delhi, was appointed Scrutinizer and Alternate Scrutinizer respectively, and has scrutinized the process of Remote e-voting and physical Voting at AGM through ballot paper in a fair and transparent manner.

The results of the voting through ballot paper at the AGM and remote-e voting opted by the members on the resolution as per the Notice of AGM will be forwarded on or before August 22, 2018 in the format prescribed under Regulation 44 of the SEBI Listing Regulations and the same will be hosted on the website of the company at www.krblice.com under the link investor relations and on the website of CDSL at www.evotingindia.com and the same will also be submitted to the Stock Exchanges (NSE and BSE).

The Chairman then opened the floor for questions relating to the matters under consideration at this AGM. Some of the members present at the meeting raised queries and also sought certain information/ clarifications and also made few comments and suggestions. The Chairman and other Board Members present, responded to such queries, comments and clarifications.



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Then after the Ballot Voting on the below mentioned 6 (Six) resolutions were started:

Ordinary Business:

S. No.	Details of Resolution(s)	Type of Resolution(s)	Mode of Voting
1.	To consider and adopt: (a) the Audited Financial Statement of the Company for the financial year ended March 31, 2018, together with the Reports of the Board of Directors and Auditors' thereon; and (b) the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2018, together with the Report of Auditors' thereon.	Ordinary Resolution	E-voting and Poll/Ballot at AGM.
2.	To declare a dividend of Rs. 2.30 per equity share on 23,53,89,892 equity shares of Re. 1/- each for the financial year ended March 31, 2018.	Ordinary Resolution	As above
3.	To appoint a Director in place of Mr. Arun Kumar Gupta (DIN: 00030127), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.	Ordinary Resolution	As above
4.	To appoint a Director in place of Mr. Anoop Kumar Gupta (DIN: 00030160), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.	Ordinary Resolution	As above
5.	To appoint M/s. Walker Chandio & Co, LLP, as Joint Statutory Auditors and to fix their remuneration.	Ordinary Resolution	As above

Special Business:

S. No.	Details of Resolution(s)	Type of Resolution(s)	Mode of voting
6.	Ratification and confirmation of remuneration of Cost Auditors for the financial year 2018-19	Ordinary Resolution	As above

The Meeting was concluded at 14.30 P.M. after the members cast their vote.

This is in compliance with the provisions of above mentioned regulations and for your kind information.

Notes:

- The Company will separately intimate the results of e-voting to the Stock Exchanges.
- This document does not constitute minutes of the proceedings of the Annual General Meeting of the Company.
- The dividend declared at the Meeting will be credited/dispatched to the members on or before September 19, 2018.

For KRBL Limited

For KRBL Limited


Raman Sapra
Company Secretary