COOL CAPS INDUSTRIES LIMITED

Regd. Office : 23, Sarat Bose Road, 1st Floor, Suite - 1C, Kolkata - 700 020, W.B., India
Ph. : 033 4070 3238, E-mail : accounts@coolcapsindustries.in / cs@coolcapsindustries.in
CIN : L27101WB2015PLC208523

SYMBOL: COOLCAPS
ISIN: INE0HS001010

Dated: 27.09.2023

To,
The Manager-Listing Department,
The National Stock Exchange of India Limited,
Exchange Plaza, NSE Building, Bandra Kurla Complex,
Bandra East, Mumbai-400 051 (Maharashtra)
Fax: 022-26598237, 022-26598238

Sub.: Proceedings of 8th Annual General Meeting ("AGM") of Cool Caps Industries Limited ("the Company") pursuant to Regulation 30(4)of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

We wish to inform you that the 8th AGM of the Company was held on Wednesday, September 27, 2023 to transact the business mentioned in the Notice of AGM.

In this regard, please find enclosed herewith:

Summary of proceedings as required under Regulation 30, Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure - I**.

Scrutinizer Report along with voting results as **Annexure – II.**

This is for your information and record.

Thanking You,
Yours Faithfully,
For Cool Caps Industries Limited

RAJEEV GOENKA
Digitally signed by RAJEEV GOENKA
Date: 2023.09.27 16:24:14 +05'30'

Cool Caps Industries Ltd. Kolkata

Rajeev Goenka
(Chairman and Managing Director)
(DIN: 00181693)

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Annexure - I

Summary of proceedings of the 8th Annual General Meeting of the Company held on September 27, 2023 at 11:00 A.M. at the registered office of the company situated at 23 Sarat Bose Road Flat No. 1C, 1st Floor Kolkata WB 700020 IN

Present:

S. No	Name	Designation
1)	Rajeev Goenka	Managing Director
2)	Poonam Goenka	Director
3)	Sanjeev Goenka	Director
4)	Sanjay Kumar Vyas	Director
5)	Jai Prakash Shaw	Chief Financial Officer
6)	Arijit Ghosh	Company Secretary and Compliance Officer

In attendance:

S. No	Name	Designation
1)	Rohini Chhawchharia	Scrutinizer for the e-voting Process

A total of 13 members representing 7249220 shares attended the meeting.

Mr. Arijit Ghosh, Company Secretary and Compliance Officer welcomed all the shareholders to the 8th AGM of the company and introduced the Directors and other invitees present in the meeting to the shareholders of the company. Mr. Arijit Ghosh then requested Mr. Rajeev Goenka to chair the meeting.

Mr. Rajeev Goenka confirmed that the requisite quorum was present and called the meeting to order. Before proceeding with the businesses contained in the Notice of the AGM dated August 29, 2023 (AGM Notice), Mr. Rajeev Goenka greeted the Shareholders and addressed them.

He also welcomed Mrs. Poonam Goenka, Mr. Sanjeev Goenka, Mr. Sanjay Kumar Vyas, Mr. Jai Prakash Shaw and Mrs. Rohini Chhawchharia.

He informed that Mr. Vanshay Goenka, Director and M/s Keyur Shah & Co., Statutory Auditor of the company had sought leave of absence.

He further informed that the Audited Standalone and Consolidated Financial Statements, the Board's Report, and Auditors' Report are laid on the table and with the permission of the shareholders were taken as read.

All the statutory registers as per Companies Act, 2013 and rules framed thereunder were available for inspection during the AGM.



He requested Mr. Jai Prakash Shaw, Chief Financial Officer of the company to read the first and last paragraph of the Auditors' Report.

He further briefed the members about the achievements and highlights of the Company and invited the Shareholders for the Question & Answer session with respect to the Annual Report for the F.Y. 2022-23.

As no questions were being raised, the chairman informed the members present that the Company had provided the Members the facility to cast their vote electronically, on all resolutions set forth in the Notice of the said AGM. Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes through ballot paper.

The following items of business, as per the Notice of AGM dated August 29, 2023, were tabled at the meeting:

S.No.	Resolution Description	Type of resolution
	(Ordinary Business)	
1)	To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the reports of the Board of Directors and Auditors thereon	Ordinary
2)	To re-appoint Mr. Rajeev Goenka (DIN: 00181693), who is liable to retire by rotation and being eligible, offers himself for re-appointment.	Ordinary
	(Special Business)	
3)	To approve material related party transaction limits with Purv Films Private Limited (CIN:U74900WB2000PTC092146)	Ordinary
4)	Increase in Borrowing power	Special
5)	Authorization for Further Public Offering (FPO) of Shares	Special
6)	Regularization of Additional Director, Mr. Sanjeev Goenka (DIN: 00180575), as a Non- Executive and Non-Independent Director	Ordinary
7)	Loans, Guarantees or security to M/s. Purv Flexipack Limited under section 185 of Companies Act, 2013	Special

The Members were informed that a consolidated report on the total vote cast in favour and against the above mentioned resolutions would be submitted by the Scrutinizer to the Chairman within two working days of conclusion of the AGM and the same would be declared by the Company by hosting it on its website www.coolcapsindustries.in, and by notifying to the Stock Exchanges viz. National Stock Exchange of India Ltd, where the shares of the Company are listed.

Cool Caps Industries Ltd. Kolkata

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The meeting concluded with a vote of thanks to all the Directors, KMPs and shareholders for attending the 8th AGM of the Company and declared the meeting as concluded at 11:42 A.M.

This is for your information and record.

Thanking You,
Yours Faithfully,
For Cool Caps Industries Limited

RAJEEV GOENKA
Digitally signed by RAJEEV GOENKA
Date: 2023.09.27 16:24:35 +05'30'

Cool Caps Industries Ltd. Kolkata

Rajeev Goenka
(Chairman and Managing Director)
(DIN: 00181693)

R. CHHAWCHHARIA & CO.
COMPANY SECRETARIES
(A Peer Reviewed Firm)

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CONSOLIDATED SCRUTINIZER'S REPORT

Annexure-II

(Voting through Remote e-voting and voting through ballot paper conducted at the 8th Annual General Meeting of Cool Caps Industries Limited)

[Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman
of the 8th Annual General Meeting ('AGM') of the Members of Cool Caps Industries Limited (CIN: L27101WB2015PLC208523), held on Wednesday, September 27, 2023 at 11.00 A.M. at 23, Sarat Bose Road, Flat No. 1C, 1st Floor, Kolkata - 700020, West Bengal.

Dear Sir,

1. I, Rohini Chhawchharia, Company Secretary in Practice (ACS No. 67472, CP No. 25178), was duly appointed as a Scrutinizer by the Board of Directors of Cool Caps Industries Limited ('the Company') for the purpose of scrutinizing the process of voting through remote e-voting and voting through ballot paper at the 8th AGM under the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and the Rules relating to voting through remote e-voting and voting through ballot paper at the 8th AGM for the resolutions proposed in the Notice of 8th AGM of the Members of the Company dated August 29, 2023. My responsibility as a Scrutinizer for the process of voting through remote e-voting and voting through ballot paper at the venue of 8th AGM is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Consolidated Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice of the 8th AGM of the Company, based on the report provided by Link Intime India Pvt. Ltd. (Link Intime), the agency engaged by the Company to provide e-voting facility for voting through electronic means by way of its e-voting platform InstaVOTE.

3. In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the remote e-voting facility was kept open from Saturday, September 23, 2023 (9:00 A.M.) till Tuesday, September 26, 2023 (5:00 P.M.) and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolution on the e-voting platform provided by Link Intime.

4. The Members holding equity shares as on the "cut-off date" i.e. Wednesday, September 20, 2023 were entitled to vote on the resolutions proposed in the Notice calling the 8th AGM.

R. Chhawchharia & Co. Company Secretaries

R. CHHAWCHHARIA & CO.
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5. At the end of the remote e-voting period on Tuesday, September 26, 2023 (5:00 P.M.), the voting portal of the service provider was blocked forthwith.

6. After transacting the business at the meeting, the Chairman ordered for voting at the 8th AGM for those Members who could not cast their vote through remote e-voting and they were allowed to cast their votes through ballot paper during the AGM with the assistance of the Scrutinizer.

   2 (two) members holding 56,750 equity shares voted through ballot paper during the AGM.

7. Immediately after the conclusion of voting at the venue of the AGM on Wednesday, September 27, 2023, the votes cast at the venue were counted, thereafter the votes cast through remote e-voting were unblocked at 11:50 A.M. in the presence of two witnesses, Mr. Raj Kochar and Mr. Dipanjan Sarkar, who are not in employment of the Company, as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.

8. Thereafter, the e-voting data/results of members, who voted "for" or "against" on each of the resolution that were put to vote, were derived from the report generated from the e-voting website of Link Intime i.e. https://instavote.linkintime.co.in/and based on such reports results were prepared.

9. The combined result of the remote e-voting and voting through ballot paper at the 8th AGM are as under:

   Item No. 1 – Ordinary Business and Ordinary Resolution:

   To receive, consider and adopt the:-

   a) **Audited Standalone Financial Statement of the Company for the financial year ended 31st March, 2023 together with the Report of the Board of Directors and the Auditors thereon.**

   b) **Audited Consolidated Financial Statement of the Company for the financial year ended 31st March, 2023 together with the Report of the Auditors thereon.**

Particulars	No. of votes contained in						
	Remote e-voting		Ballot Paper voting		Total		
	No.	Votes	No.	Votes	No.	Votes	Percentage (%)
Assent	13	7830750	2	20500	15	7851250	100%
Dissent	-	-	-	-	-	-	-
Total	13	7830750	2	20500	15	7851250	100%
Abstain/ Invalid	-	-	-	-	-	-	-

R. Chhawchharia & Co. Company Secretaries RC

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Item No. 2 – Ordinary Business and Ordinary Resolution:

To re-appoint Mr. Rajeev Goenka (DIN: 00181693), who is liable to retire by rotation and being eligible, offers himself for re-appointment.

Particulars	No. of votes contained in						
	Remote e-voting		Ballot Paper voting		Total		
	No.	Votes	No.	Votes	No.	Votes	Percentage (%)
Assent	13	7830750	2	20500	15	7851250	100%
Dissent	-	-	-	-	-	-	-
Total	13	7830750	2	20500	15	7851250	100%
Abstain/ Invalid	-	-	-	-	-	-	-

Item No. 3 – Special Business and Ordinary Resolution:

To approve material related party transaction limits with Purv Films Private Limited

Particulars	No. of votes contained in						
	Remote e-voting		Ballot Paper voting		Total		
	No.	Votes	No.	Votes	No.	Votes	Percentage (%)
Assent	5	36250	2	20500	7	56750	100%
Dissent	-	-	-	-	-	-	-
Total	5	36250	2	20500	7	56750	100%
Abstain/ Invalid	1	7092250	-	-	-	-	-

Item No. 4 – Special Business and Special Resolution:

Increase in borrowing power

Particulars	No. of votes contained in						
	Remote e-voting		Ballot Paper voting		Total		
	No.	Votes	No.	Votes	No.	Votes	Percentage (%)
Assent	13	7830750	2	20500	15	7851250	100%
Dissent	-	-	-	-	-	-	-
Total	13	7830750	2	20500	15	7851250	100%
Abstain/ Invalid	-	-	-	-	-	-	-

R. Chhawchharia & Co. Company Secretaries RC

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Email:rohini.chhawchharia@gmail.com

Item No. 5 – Special Business and Special Resolution:

Authorisation for Further Public Offering (FPO) of Shares

Particulars	No. of votes contained in						
	Remote e-voting		Ballot Paper voting		Total		
	No.	Votes	No.	Votes	No.	Votes	Percentage (%)
Assent	13	7830750	2	20500	15	7851250	100%
Dissent	-	-	-	-	-	-	-
Total	13	7830750	2	20500	15	7851250	100%
Abstain/ Invalid	-	-	-	-	-	-	-

Item No. 6 – Special Business and Ordinary Resolution:

Regularization of Additional Director, Mr. Sanjeev Goenka (DIN: 00180575), as a Non-Executive and Non-Independent Director

Particulars	No. of votes contained in						
	Remote e-voting		Ballot Paper voting		Total		
	No.	Votes	No.	Votes	No.	Votes	Percentage (%)
Assent	13	7830750	2	20500	15	7851250	100%
Dissent	-	-	-	-	-	-	-
Total	13	7830750	2	20500	15	7851250	100%
Abstain/ Invalid	-	-	-	-	-	-	-

R. Chhawchharia & Co. RC Company Secretaries

R. CHHAWCHHARIA & CO.
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Item No. 7 – Special Business and Special Resolution:

Loans, Guarantee or security to M/s. Purv Flexipack Limited under section 185 of Companies Act, 2013

Particulars	No. of votes contained in						
	Remote e-voting		Ballot Paper voting		Total		
	No.	Votes	No.	Votes	No.	Votes	Percentage (%)
Assent	13	7830750	2	20500	15	7851250	100%
Dissent	-	-	-	-	-	-	-
Total	13	7830750	2	20500	15	7851250	100%
Abstain/ Invalid	-	-	-	-	-	-	-

10. Based on the foregoing, all the Resolutions proposed above shall be deemed to have been passed unanimously.

11. All the relevant records relating to the voting shall remain in my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the 8th AGM.

Thanking You,

Rohini

R. Chhawchharia & Co. Company Secretaries

Rohini Chhawchharia
Company Secretary in Practice
Membership No.: ACS 67472
COP No.: 25178
P.R. Certificate No.: 2949/2023
UDIN: A067472E001098777

Date: September 27, 2023
Place: Kolkata

R. CHHAWCHHARIA & CO.
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Witness:

1. Rajkochar.

(Raj Kochar)

2. Dipanjan Sarkar

(Dipanjan Sarkar)

Received the report of the Scrutinizer