



# KALYANI COMMERCIALS LIMITED

Registered office: BG-223, Sanjay Gandhi Transport Nagar, GT Karnal Road, New Delhi-110042  
CIN: L65923DL1985PLC021453  
E-mail: [kalyanicommercialslimited@gmail.com](mailto:kalyanicommercialslimited@gmail.com)  
Website- [www.kalyanicommercialsltd.com](http://www.kalyanicommercialsltd.com)  
Ph. 011- 43063223, 011-47060223

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Ref: 2309/KCL/NSE/2022-23

September 23, 2022

To,  
The Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai- 400051  
(NSE Symbol: KALYANI)

**Subject: Proceedings of the 37<sup>th</sup> Annual General Meeting ("AGM") of the Company held on 23<sup>rd</sup> September, 2022.**

Dear Sir/ Madam,

We wish to inform you that pursuant to the provisions of Section 96 of the Companies Act, 2013 the 37<sup>th</sup> Annual General Meeting ("AGM") of the Shareholders of the Company was held on Friday, the 23<sup>rd</sup> day of September 2022 at 11:00 A.M at BG- 223, Sanjay Gandhi Transport Nagar, GT Karnal Road, New Delhi- 110042 wherein the businesses mentioned in the Notice dated 30<sup>th</sup> August, 2022 were transacted in due compliance with the Companies Act, 2013 and other relevant laws and provisions.

In this regard we are enclosing herewith the proceedings of the 37<sup>th</sup> AGM as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

We request you to kindly take the same on records.

**Thanking You**

**For KALYANI COMMERCIALS LIMITED**

**Shankar Lal Agarwal**

**(Managing Director)**

**DIN: 01341113**

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**Proceedings of the 37<sup>th</sup> Annual General Meeting ("AGM") of the members of Kalyani Commercials Limited ("the Company") held on Friday, the 23<sup>rd</sup> day of September 2022 commenced at 11:00 A.M. and concluded at 11:45 A.M. at BG 223, Sanjay Gandhi Transport Nagar, GT Karnal Road, New Delhi-110042**

## **Present:**

### **Directors**

Mr. Shankar Lal Agarwal  
Mr. Gagan Anand  
Mrs. Manushree Agarwal  
Ms. Nikhita Agarwal  
Mr. Sourabh Agarwal

Managing Director  
Independent Director  
Non-Executive Director  
Independent Director  
Whole Time Director & CFO

### **In Attendance**

Mr. Suranjan Upadhyay

Company Secretary & Compliance Officer

### **By Invitation**

Mrs. Akanksha Chaudhary  
(For & On behalf of GA & Associates  
Company Secretaries LLP)

Secretarial Auditor and Scrutinizer

### **Members Present:**

Members (in physical): 13

Proxies (as per the records of attendance): 0

The 37<sup>th</sup> Annual General Meeting of the Company was held on 23<sup>rd</sup> September, 2022 at 11:00 A.M., at BG 223, Sanjay Gandhi Transport Nagar, GT Karnal Road, New Delhi-110042.

The Company Secretary stated the presence of the above mentioned Directors of the Company and further stated that the requisite records and the registers as per Section 120 of the Companies Act, 2013 were made available for inspection by the Members.

Mr. Shankar Lal Agarwal, occupied the chair as Chairman and extended a warm welcome to all the members present.

He then ascertained the presence of the requisite quorum as per the Section 103 of the Companies Act, 2013 and called the meeting to order.

The Chairman informed the members that Statutory Auditors M/s M. C. Bhandari & Co. were not in position to attend the meeting due to preoccupation.

The Chairman then made his opening remarks and delivered his speech to the members. Post conclusion of the Chairman's speech, the business items stated in the Notice was transacted.

With the consent of the members present at the Meeting, the Notice along with the Annual Report containing the Audited Financial Statements with Directors' and Auditors' Report for the



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year ended March 31, 2022 as sent to the members through electronic mode and available on the Company's website, were taken as read. It was confirmed that the Auditors' report does not contain any qualifications/modified opinion or adverse remarks.

He then placed his gratitude towards the members present in the meeting.

It was further informed that Ms. Akanksha Chaudhary, Practicing Company Secretary on behalf of GA & Associates Company Secretaries LLP, New Delhi was appointed by the Board, as an Independent Scrutinizer for e-Voting process and for poll conducted at the meeting. The Company Secretary also briefed the members on poll process.

Members were further informed that in compliance with the Companies Act, 2013, the Company had provided remote E-Voting facility to its members for the business proposed in the AGM Notice through NSDL platform. E-Voting commenced on Tuesday, 20<sup>th</sup> September, 2022 (09:00 A.M) and ended on Thursday, 22<sup>nd</sup> September, 2022 (05:00 P.M). The Chairman suggested that in order to provide an opportunity to the shareholders who could not exercise the e-voting, those can cast their votes by way of Poll at the venue. It was informed that upon completion of voting by physical ballot the Scrutinizer will count the votes and sign and submit the result to the Chairman by adding the physical votes to the electronically casted votes" in favor/against" each resolution within 2 working days from the conclusion of the meeting.

Thereafter, the poll was conducted which included distribution of the ballot papers, showing empty ballot box to the members and locking the ballot box in the presence of the members.

The Chairman announced that the polling results would be displayed by the company on its website ([www.kalyanicommercialsLtd.com](http://www.kalyanicommercialsLtd.com)).

In terms of the Notice dated 30<sup>th</sup> August, 2022, the following items of business were transacted at the meeting:

<b>S. No.</b>	<b>ITEMS TRANSACTED</b>	<b>RESOLUTION</b>
<b>ORDINARY BUSINESSES</b>		
1.	To receive, consider and adopt the Audited Financial Statements of the Company (including audited consolidated financial statements) for the Financial Year ended 31 <sup>st</sup> March, 2022 and the Reports of the Board of Directors and Auditors thereon, along with the cash flow statement.	Ordinary
2.	To Appoint a Director in place of Ms. Manushree Agarwal (DIN No. 06620217), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible, offers herself for re-appointment.	Ordinary
3.	Appointment of M/S M Mahipal & Company, Chartered Accountants as Statutory Auditor of the Company.	Ordinary

<b>S. No.</b>	<b>ITEMS TRANSACTED</b>	<b>RESOLUTION</b>
<b>SPECIAL BUSINESS</b>		
1.	Increase in the Overall limit of Managerial Remuneration to Mrs. Manushree Agarwal, Director of the Company.	Special

The Chairman expressed most sincere gratitude to all the stakeholders for the support extended to the Company and Management in its operations throughout the year. Subsequently, members



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have been given the opportunity to ask any questions and also to seek clarification on the resolutions to be passed. All queries/clarifications of Members have been satisfactorily addressed by the Chairman of the meeting/other directors present at the meeting.

There was a warm and informed exchange of views and opinions among the Chairman, the Board members and the shareholders present.

The Chairman extended vote of thanks. He expressed most sincere gratitude to the valued customers for their continued patronage and to the stakeholders for their commitment to the Company. He also conveyed his sincere thanks to the suppliers, bankers, statutory and secretarial auditors, consultants, Government authorities and all other business associates for their continued support to the Company and its Management and to the Board Members for creating good governance culture across the organization and fulfilling the responsibilities of Board.

It was further confirmed that the requisite quorum was present throughout the Meeting.

The Chairman thanked the members of the Company for their participation and concluded the Meeting at 11:45 A.M.

It was announced that the combined results of e-voting and poll will be put on the website of the Company viz. <http://kalyanicommercialsLtd.com/> and on the websites of the Stock Exchanges where the shares of the Company are listed i.e., NSE Limited ([www.nseindia.com](http://www.nseindia.com)) within the 2 working days from the conclusion of the meeting.

**Thanking You,**

**Yours faithfully,**

**For KALYANI COMMERCIALS LIMITED**

**Shankar Lal Agarwal**

**(Managing Director)**

**DIN: 01341113**

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