

# K.P.R. MILL LIMITED

Corporate Office : 1<sup>st</sup> Floor Srivari Shrimat, 1045, Avinashi Road, Coimbatore - 641018. India ☎ : 0422-2207777 Fax : 0422-2207778

07.08.2025

The Listing Department  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001.

**SCRIP CODE: 532889**

The Listing Department,  
National Stock Exchange of India Ltd  
Exchange Plaza, Plot: C/1, G Block,  
Bandra-Kurla Complex, Bandra (E),  
Mumbai - 400 051.

**SYMBOL: KPRMILL**

Dear Sir,

**Subject:** Detailed Proceedings of the 22<sup>nd</sup> Annual General Meeting

Further to our filing of the Summary of proceedings under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the detailed proceedings of the 22<sup>nd</sup> Annual General Meeting of the Company held on Wednesday, 30<sup>th</sup> July, 2025 at 02.30 P.M. Indian Standard Time (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") deemed to have been held at the Registered office of the Company, is filed herewith.

Please take the above on record.

Thanking you,

Yours faithfully,

**For K.P.R. Mill Limited**



**P. Kandaswamy**  
**Company Secretary & Compliance Officer**

**Encl:** Proceedings

**K.P.R. MILL LIMITED**

**MINUTES OF THE 22<sup>ND</sup> ANNUAL GENERAL MEETING OF THE  
MEMBERS OF THE COMPANY HELD ON WEDNESDAY, THE  
30<sup>TH</sup> JULY, 2025 AT 02.30 P.M. INDIAN STANDARD TIME (IST)  
THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO VISUAL  
MEANS ("OAVM") DEEMED TO HAVE BEEN HELD AT THE  
REGISTERED OFFICE OF THE COMPANY**

**MEMBERS PRESENT:**

Promoter and Promoter Group =	10
Public	= 55
	—
Total	= 65
	—

**Directors, Auditors & KMPs**

Directors; Statutory Auditors; Secretarial Auditor; Chairman of Audit Committee and Nomination & Remuneration Committee, Chairman of Stakeholder Relationship Committee; Scrutinizer, Chief Financial Officer and Company Secretary were present.

Mr.K.P.Ramasamy, Chairman occupied the chair.

Mr.P.Kandaswamy, Company Secretary and Compliance Officer welcomed all the participants to the 22<sup>nd</sup> Annual General Meeting (AGM) of K.P.R. Mill Limited (Company).

Mr.K.P.Ramasamy, Chairman of the Company introduced himself and called the meeting to order, as the requisite quorum was present. The meeting commenced the proceedings at 2.30 PM IST.



The Chairman nominated, Mr.P.Nataraj, Managing Director of the Company to assist him and conduct the proceedings of the Annual General Meeting.

Mr.P.Nataraj, Managing Director introduced himself and the following other Directors, Auditors and Key Managerial Personnel who were also participating in the meeting through Video Conference mode, to the Shareholders.

- 1) Mr.KPD Sigamani, Managing Director
- 2) Mr.C.R.Anandakrishnan, Executive Director
- 3) Mr.E.K.Sakthivel, Executive Director
- 4) Mr.P.Selvakumar, Whole Time Director
- 5) Mr.M.Alagiriswamy, Independent Director, Audit Committee and Nomination and Remuneration Committee, Chairman.
- 6) Mrs.V.Bhuvaneshwari, Woman Independent Director.
- 7) Mr.K.V.Ramananda Rao, Independent Director.
- 8) Mr.K.Thangavelu, Independent Director, Stakeholders Relationship Committee Chairman
- 9) Mr.R.Sridharan, Independent Director.
- 10) Mr.M.V.Jeganathan, Independent Director
- 11) Mr.PL.Murugappan, Chief Financial Officer
- 12) Mr. Sampad Guha Thakurta BSR & Co LLP, the Statutory Auditor
- 13) Mr.TH.Mahadevan, BSR & Co LLP, the Statutory Auditor





14) Mr.K.Radhakrishnan, Secretarial Auditor and

15) Mr.A.Vetrivel, Scrutinizer

Mr.P.Nataraj, Managing Director, stated as follows:

All the above persons were participating in the proceedings through Video Conference.

The 22<sup>nd</sup> AGM Notice and the Annual Report for the financial year 2024-25 were already sent to the members through e-mail.

He requested the Members to permit him to take the Notice convening the meeting, as well as the Statutory and Secretarial Auditors' Report as read, since there were no qualifications in the said Auditors' Report.

The Company had provided the facility of Remote e-voting for its Members.

As per various Circulars issued by MCA and SEBI, this AGM was held through Video Conference.

As the AGM was held through Video Conference, the facility for appointment of proxies by the members was not applicable.

The Company had provided the facility to cast the votes electronically, on all resolutions set forth in the Notice. Members, who have not yet cast their votes and were participating in the meeting, were requested to cast their votes during the meeting, through e-voting system provided by NSDL.

The Member(s), who have already voted through Remote E-voting and were present at the AGM, need not vote again.

In case members face any difficulty, they may reach out on the helpline numbers provided in the notice.



He then requested the Chairman to address the meeting.

Mr. K.P.Ramasamy, Chairman delivered his speech.

Mr.P.Nataraj, Managing Director continued the proceedings stating as follows:

1. It was hoped that the shareholders would have gone through the 22<sup>nd</sup> Annual Report of the Company and the 22<sup>nd</sup> AGM Notice circulated to the shareholders by e-mail in compliance with the MCA and SEBI Regulations.
2. The Company had received requests from Seven members to speak at the meeting. Accordingly, the floor was open for those members to express their views and ask questions in brief and short. The reply would be given at the end.

He then invited the following Speakers who have already registered to speak at the meeting one by one:

- I. Mr. Kaushik Shahukar
- II. Mr. Vijaya Kumar M R
- III. Mr. Aspi Bhesania
- IV. Mr. Balasubramanian P.
- V. Mr. Jaydip Bakshi
- VI. Mr. J.Abhishek
- VII. Mr. Rishi Kesh Chopra

It was noted that except Mr. Kaushik Shahukar, Mr. Vijaya Kumar M R, and Mr. Rishi kesh Chopra who had not joined the proceedings, others spoke.



The Speaker shareholders complimented the Board and the Management for repeating better performance every year. Further, they congratulated the Company for its successful and comfortable financial planning. Some of them enquired on the possibilities of issuing Bonus Shares and further Split of Shares.

Suitable replies were given, for the queries raised by them.

Mr.P.Nataraj, Managing Director thanked the Speakers for their motivational comments and inspiring words and hoped that with the support of all the stakeholders' better performance could be continued in future also.

After conclusion of Speakers' session, the Agenda of the 22<sup>nd</sup> AGM of the Company was taken up.

Stating that though the Shareholders would have gone through the items in Agenda of the AGM Notice, already circulated to them, he read the Topics contained in the Agenda one by one as follows:

**ITEM NO. 1:**

**ADOPTION OF AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31.03.2025**

**“RESOLVED THAT** the Audited Financial Statements (Standalone & Consolidated) of the Company for the financial year ended 31<sup>st</sup> March, 2025 together with the reports of the Board of Directors and Auditors thereon, be and are hereby approved and adopted.”

**ITEM NO. 2:**

**DECLARATION OF DIVIDEND**

**“RESOLVED THAT** a Final Dividend @ 250% (Rs.2.50 per equity share of face value of Rs.1/- each) for the financial year 2024-25 be paid to those Shareholders who are entitled for the same.”





**ITEM NO. 3:**

**RE-APPOINTMENT OF MR. P. SELVAKUMAR (DIN: 07228760),  
DIRECTOR RETIRES BY ROTATION**

**“RESOLVED THAT** Mr. P. Selvakumar (DIN:07228760) who retires by rotation and is eligible for re-appointment, be and is hereby re-appointed as a Director of the Company.”

**ITEM NO.4:**

**TO RATIFY THE REMUNERATION PAYABLE TO COST AUDITOR**

**“RESOLVED THAT** pursuant to Section 148 and other applicable provisions if any of the Companies Act, 2013 and the Rules made thereunder and pursuant to the recommendations of Audit Committee, a remuneration of Rs.50,000/- (plus GST and other out of pocket expenses, if any) for the purpose of audit be payable to Mr.B.Venkateswar, Cost Accountant (M.No.27622), as approved by the Board of Directors for conducting the audit of Cost Accounting Records of the Company for the financial year ending 31<sup>st</sup> March, 2026 be and is hereby ratified and confirmed.”

**ITEM NO.5:**

**RE-APPOINTMENT OF MR. C.R. ANANDAKRISHNAN AS  
EXECUTIVE DIRECTOR OF THE COMPANY.**

**“RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198 and 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V of the said Act, including any statutory modification(s) or re-enactment thereof, for the time being in force and the Regulations under the SEBI (LODR), Mr. C.R. Anandakrishnan (DIN: 00003748) be and



is hereby re-appointed as 'Executive Director' of the Company for a period of 5 (Five) years with effect from 01.02.2026 upon the Remuneration, Perquisites, Terms and Conditions as detailed in the Explanatory Statement under Section 102 of the Companies Act, 2013 annexed to the Notice convening the meeting and is liable to retire by rotation at the Annual General Meeting."

**ITEM NO.6:**

**RE-APPOINTMENT OF MR. E.K. SAKTHIVEL AS EXECUTIVE DIRECTOR OF THE COMPANY.**

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 198 and 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V of the said Act, including any statutory modification(s) or re-enactment thereof, for the time being in force and the Regulations under the SEBI (LODR), Mr. E.K. Sakthivel (DIN: 01876822) be and is hereby re-appointed as 'Executive Director' of the Company for a period of 5 (Five) years with effect from 09.03.2026 upon the Remuneration, Perquisites, Terms and Conditions as detailed in the Explanatory Statement under Section 102 of the Companies Act, 2013 annexed to the Notice convening the meeting and is liable to retire by rotation at the Annual General Meeting."

**ITEM NO.7:**

**APPOINTMENT OF MR. K. RADHAKRISHNAN AS SECRETARIAL AUDITOR OF THE COMPANY.**

"RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed thereunder as amended from time to time including any statutory modification(s) or re-enactment thereof, for the time being in force and the Regulations under the SEBI (LODR), Mr.K.Radhakrishnan B.Com, FCS, (M.No:12236 CP:16911) be and is hereby appointed as the Secretarial





Auditor of the Company to hold office for a term of 5 Consecutive years from the conclusion of this Annual General Meeting till the conclusion of the 27th Annual General Meeting of the Company to conduct the Secretarial Audit of the Company for the financial year 2025-26 to 2029-30 upon the Remuneration, Terms and Conditions as detailed in the Explanatory Statement under Section 102 of the Companies Act, 2013 annexed to the Notice convening the meeting."

**ITEM NO.8:**

**CONTINUATION OF APPOINTMENT OF MR. M. ALAGIRISWAMY AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY BEYOND THE AGE OF 75 YEARS.**

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013 and the rules related thereto read with Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (including any amendments thereto or re-enactment thereof, for the time being in force) approval of the shareholders of the Company be and is hereby accorded for continuation of directorship of Mr. M. Alagiriswamy (DIN: 02112350) as Non-Executive Independent Director of the Company beyond the age of 75 years till the expiry of his current term till 31st March, 2029."

**ITEM NO.9:**

**CONTINUATION OF APPOINTMENT OF MR. K. THANGAVELU AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY BEYOND THE AGE OF 75 YEARS.**

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013 and the rules related thereto read with Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (including any amendments thereto or re-enactment thereof, for the time being in force)



approval of the shareholders of the Company be and is hereby accorded for continuation of directorship of Mr.K.Thangavelu (DIN: 08993868) as Non-Executive Independent Director of the Company beyond the age of 75 years till the expiry of his current term till 31st March, 2029.”

Mr.P.Nataraj, Managing Director, continued stating that the Shareholders would have read the Resolutions and the explanatory Statements as mentioned in the Notice. He informed that E-voting during the Meeting would close 15 minutes after the conclusion of the meeting. After receipt of scrutinizer report, considering the votes cast through remote e-voting and e-voting during AGM, the voting results would be declared at the websites of the Company, NSE, BSE & NSDL.

On behalf of the Board of Directors, he thanked the shareholders for their participation in the 22<sup>nd</sup> Annual General Meeting of the Company, through Video Conference.

He also thanked the Scrutinizer and NSDL, for the smooth conduct of the 22<sup>nd</sup> Annual General Meeting of K.P.R. Mill Limited.

The 22<sup>nd</sup> AGM Proceedings was declared as concluded at 03.02 P.M.

- I. As per the report of the Scrutinizer, the resolutions 1 to 7 contained in the notice of the 22<sup>nd</sup> AGM were passed as Ordinary Resolutions and the resolutions 8 & 9 contained in the notice of the 22<sup>nd</sup> AGM were passed as Special Resolutions with requisite majority.
- II. Soft copies of the Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 were available for inspection by the Members during the AGM.



The 22<sup>nd</sup> Annual General Meeting:

- Commenced at 02.30 P.M (IST)
- Concluded at 03.02 P.M (IST)
- E-voting ended at 03.17 P.M (IST)

**Coimbatore**  
**02.08.2025**

**Sd/-**

**K.P. Ramasamy**  
**CHAIRMAN**

For **K.P.R. MILL LIMITED**



**Company Secretary**

