



D:KRBL/BIBHU/STKEX/NSE11/
September 27, 2011

**Listing Department
National Stock Exchange of India Ltd.
"Exchange Plaza" C-1, Block G
Bandra-Kurla Complex
Bandra (East)
Mumbai – 400 051**

Symbol: KRBL Series: Eq.

Sub: Proceedings of the 18th Annual General Meeting.

Dear Sir,

Pursuant to Clause 31 of the listing Agreement , Please find enclosed herewith proceedings of the 18th Annual General Meeting of the Members of the Company held on 27.09.2011 at 10.30 A.M.

This is an information and record for you please.

Thanking you,

Yours faithfully,
For KRBL Limited

**Dhiraj Kumar Jaiswal
Company Secretary**

Encl.: As Above

PROCEEDINGS OF THE EIGHTEENTH ANNUAL GENERAL MEETING OF THE MEMBERS OF KRBL LIMITED HELD ON TUESDAY THE 27th SEPTEMBER, 2011 AT 10.30 A.M. AT 4, BOUGAINVILLEA AVENUE, VILLAGE RAJOKARI, NEW DELHI-110037.

=====

PRESENT

Mr. Anil Kumar Mittal	:	Chairman & Managing Director
Mr. Arun Kumar Gupta	:	Joint Managing Director
Mr. Anoop Kumar Gupta	:	Joint Managing Director
Mr. Ashok Chand	:	Whole Time Director
Mr. Ashwani Dua	:	Director / Chairman of Audit Committee

Members/Shareholders as per Attendance Register.
Proxies as per Proxy Register.

Mr. Dhiraj Kumar Jaiswal, Company Secretary of the Company declared that the quorum was present and he requested Mr. Anil Kumar Mittal, Chairman & Managing Director of the Company to take the Chair and preside over the Annual General Meeting.

The Chairman welcomed the members to the 18th Annual General Meeting of the members. The Chairman then made introductory remarks with regard to the performance of the Company during the year under report and then took up the specific items of the agenda of the Annual General Meeting.

With the specific consent of the members present, the notice convening the meeting was taken as read. The Chairman asked Mr. Dhiraj Kumar Jaiswal, Company Secretary of the Company to read the Auditors Report to the members on the Annual Accounts of the Company.

ORDINARY BUSINESS

1. APPROVAL AND ADOPTION OF ANNUAL ACCOUNTS AND REPORT OF AUDITORS AND DIRECTORS THEREON

The Chairman made a brief mention about the State of affairs of the Company during the year under review. With the permission of the members, Directors' Report was taken as read.

The Chairman then invited the members to an open discussion on the Annual Account of the Company for the year ended March 31, 2011.

M T Philip/Annamma Philip (DP_ID: IN301918, CL_ID: 10003193) proposed and Prakash Wati/Pushpinder Kumar Goel (DP_ID: IN302566, CL_ID: 10002633) seconded.

Contd...(2)



:2:

After a brief discussion in which some clarifications were given, the Chairman put the resolution to vote, by show of hands. After satisfying, the Chairman declared that the following resolution was unanimously approved and adopted.

"RESOLVED THAT Audited Balance Sheet of the Company as on March 31, 2011 and Profit & Loss Accounts for the year ended as on that date along with all the Schedules and Annexures and reports of the Auditors and Directors thereon be and are hereby received, considered and adopted."

2. DECLARATION OF FINAL DIVIDEND

Isha Kalra (DP_ID: IN303237, CL_ID: 10123308) Proposed and Harish Chandra/Radha Devi (DP_ID: IN301918, CL_ID:10004389) seconded the following resolution as an ordinary resolution:

"RESOLVED THAT a Final dividend at the rate of Rs.0.30/- per equity share of Re.1/- each absorbing Rs.7,29,33,582/- be and is hereby declared out of the current profits for the year ended 31st March, 2011 on the equity shares of the Company and the same be paid, to those shareholders whose names appear on the Company's register of members as on 19th September, 2011."

"RESOLVED FURTHER THAT the dividend warrants/drafts/pay orders/cheques be posted to the respective shareholders within 30 days from the date of Annual General Meeting."

"FURTHER RESOLVE THAT any one of the following persons namely: Mr. Anil Kumar Mittal, Chairman & Managing Director or Mr. Arun Kumar Gupta or Mr. Anoop Kumar Gupta, both Joint Managing Directors of the Company be and is hereby authorized to sign the Dividend Warrants/Cheques and to do all acts and deeds necessary or incidental to give effect to this resolution."

The Chairman put the resolution to vote and the same was carried out unanimously by show of hands as an Ordinary resolution.

3. APPOINTMENT OF DIRECTOR

Ram Swarup Pal (DP_ID & CL_ID: 1202060000005984) proposed and seconded by Raman Lal Sethi (Folio No. 458) the following resolution as an ordinary resolution:

"RESOLVE THAT Mr. Ashok Chand, Director of the Company, who retires by rotation at this Annual General Meeting, being eligible and offered himself for re-appointment, be and is hereby re-elected as Director of the Company, liable to retire by rotation."

The Chairman put the resolution to vote and the same was carried out unanimously by show of hands as an Ordinary resolution.

Contd...(3)



4. APPOINTMENT OF DIRECTOR

Bal Ram Jain (DP_ID: IN 300513, CL_ID: 12828923) proposed and seconded by Vipin Kumar Handa/Anita Handa (DP_ID & CL_ID: 1301930000563281) the following resolution as an ordinary resolution:

"RESOLVE THAT Ms. Priyanka Mittal, Director of the Company, who retires by rotation at this Annual General Meeting, being eligible and offered herself for re-appointment, be and is hereby re-elected as Director of the Company, liable to retire by rotation."

The Chairman put the resolution to vote and the same was carried out unanimously by show of hands as an Ordinary resolution.

5. APPOINTMENT OF AUDITORS

Rukmani Devi Gupta (DP_ID: In 300118, CL_ID: 10455674) proposed and seconded by Shanta Dewan (DP_ID 301436, CL_ID: 10635892) the following resolution as an ordinary resolution:

"RESOLVED THAT M/s. Vinod Kumar Bindal & Co., Chartered Accountants, Delhi be and are hereby re-appointed as Auditors of the Company from the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting at such remuneration as may be fixed by the Board of Directors."

The Chairman put the resolution to vote and the same was carried out unanimously by show of hands as an Ordinary resolution.

6. VOTE OF THANKS

There being no other business to discuss, the meeting was terminated with a vote of thanks to the Chair.

Date: 27.09.2011
Place: Delhi

Sd/-
(Anil Kumar Mittal)
Chairman of the Meeting

