DELHI OFFICE: 806, NEW DELHI HOUSE, BARAKHAMBA ROAD, NEW DELHI-110 001, INDIA
TEL.: 91-11-30295000, FAX: 91-11-23711493

Dated: - April 17, 2015

To,
The Manager,

National Stock Exchange Limited,
Exchange Plaza, Plot No. C/1, G-Block
Bandra- Kurla Complex, Bandra (E)
Mumbai- 400051

Bomaby Stock Exchange Ltd.
Dept. of Corporate Services (Ist Floor)
P.J. Tower, Dalal Street,
Mumbai – 400 001

Dear Sir,

Sub: Submission of the proceedings of the Extra- Ordinary General Meeting of the Company

This is in regard to the above mentioned subject and Pursuant to Clause 31 of Listing Agreement the Approved Minutes of Extra- Ordinary general Meeting of the Company held on March 18th, 2015 at the registered office of the Company.

This is for your information and record.

Thanking you
Yours truly,

For K.S. Oils Limited

K.S. OILS LIMITED MORENA

Sandeep Kumar
(Company Secretary)
M.No - 29777

Minutes Enclosed

MINUTES OF THE EXTRA-ORDINARY GENERAL MEETING OF THE K. S. OILS LIMITED HELD ON WEDNESDAY, THE 18TH DAY OF MARCH, 2015, AT 4.00 P.M. AT FACTORY OFFICE, A. B. ROAD, MORENA – 476 001 (M.P)

DIRECTORS PRESENT

1. Mr. Ramesh Chand Garg	Chairman & Managing Director
2. Mr. Davesh Agarwal	Whole Time Director & CFO
3. Mr. Boda Venkat Ram	Independent Director

IN ATTANDANCE

1. Mr. Sandeep Kumar	Company Secretary
2. Mr. Mayank Dubey	Scrutinizer

MEMBERS PRESENT

No. of Members Present	42
Proxy in Person	5

CHAIRMAN

Company secretary requested the members to elect the chairman of the meeting, Mr. Ramesh Chand Garg, Managing Director & Member has been elected as the Chairman of the Meeting. The members elected Mr. Ramesh Chand Garg as the Chairman by show of hands. Mr. Ramesh Chand Garg then took their Chair and welcomed the members.

STATUTORY REGISTER

The Company Secretary informed that the following register was available for inspection of the members:

a) Proxy Register with 5 (Five) valid proxies lodged;
b) Register of Director and Key Managerial Personnel and their shareholding u/s 170 of the Companies Act, 2013;
c) Register of Contract or arrangement in which directors are interested u/s 189 of the Companies Act, 2013.

QUORUM

The Company Secretary informed the Chairman that the requisite quorum is present, the Chairman called the meeting to order.

K. S. OILS LIMITED * MORENA *

CHAIRMAN'S INITIALS

The Chairman welcomed the Members present and stated that with their permission, the Notice of the Meeting which has been already circulated to them may be taken as read. This was agreed by the Members and Notice convening the Extra-Ordinary General Meeting was taken as read. The chairman addressed his speech to the members and distributed copies of the same among them.

Thereafter, the Chairman stated as per the provisions of the Companies Act, 2013 and the rules made thereunder and Clause 35 of the Listing Agreement entered into with the Stock Exchanges, the Company has provided e-voting facility to the members and also Postal ballot to those members who were unable to access e-voting facility to exercise their vote on all the resolutions set out in the notice of the Extra-Ordinary General Meeting (EGM) of the Company.

The e-voting commenced from March 12, 2015 (9:00 A.M) to March 14, 2015 (6:00 P.M). He then stated that as per the provisions of the Act, resolution proposed in the EGM Notice shall be decided through Postal Ballot and e-voting facility and not by poll and by show of hands.

He further stated that Mr. Mayank Dubey, Practicing Company Secretary, was appointed as the scrutinizer for the e-voting and postal ballot at the Board Meeting held on 14th February, 2015. Mr. Mayank Dubey submitted his interim report on e-voting on 15th March, 2015.

He further stated that the report of e-voting and postal ballot of the scrutinizer shall be uploaded on the Company's website i.e. www.ksoils.com and the same will be notified to the National Stock Exchange and Bombay Stock Exchange, where shares of the Company are listed.

PROCESS OF POLLING

Company Secretary, explained the complete process in detail regarding the casting of vote by ballot forms.

On his request, Mr. Mayank Dubey, Practicing Company Secretary, displayed the empty ballot box to the members and proxies present. The ballot box was then sealed in his presence.

Chairman read out the resolutions to the members and other present at the meeting and provide necessary explanation, whenever required. The Chairman thereafter requested to commence the poll on resolution proposed at Item No. 1 vide notice dated February 14, 2015. The polling then took place under the supervision of Mr. Mayank Dubey, the Scrutinizer.

CHAIRMAN'S INITIALS

K.S. OILS LIMITED MORENA

The Chairman informed that on receipt of Scrutinizers Report, the result shall be declared by March 19, 2015 and shall be sent to the Stock Exchanges. The result also be published on the website of the Company.

The Chairman thanked the members and others present for their keen interest.

CHAIRMAN

On March 19, 2015 Mr. Mayank Dubey, Practicing Company Secretary, Presented his report to the Chairman. The Chairman, based on the report declared the result.

A summation of the voting results (e-voting and polling) is furnished below

Resolution No. 1

Details of the Agenda	Appointment of M/s Ladha G.D. & Co., Chartered Accountant, Gwalior as Statutory Auditor of the Company for the period ended on March 31, 2014 in place of M/s Haribhakti & Co., Chartered Accountants, who has resigned due to unavoidable Circumstances and caused casual vacancy in the office of Statutory Auditor of the Company.
Resolution required : (Ordinary/ Special)	Ordinary
Mode of Voting : (Show of hands/postal ballot/E-voting	E-Voting and Physical ballot at EGM

In Case of Poll/Postal ballot/E-voting

Promoter/ Public	No of shares held (1)	No. of votes polled (2)	% of voting polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on vote polled (7)=[(5)/(2)]*100
Promoter and promoter group	34,602,105	34,602,105	100.00	34,602,105	-	100.00	-
Public – Institutional Holder	19,949,697	-	-	-	-	-	-
Public Other	404,628,235	226,993	0.05	222,493	4,500	98.02	1.98
Total	**459,180,037**	**34,829,098**	**7.59**	**34,824,598**	**4,500**	**99.99**	**0.01**

The Chairman informed that the resolution has been passed with requisite majority.

CHAIRMAN'S INITIALS

K.S. OILS LIMITED MORENA

The Chairman instructed further to Company Secretary, to formalize all the resolutions, passed by the members & record appropriately. Company Secretary submitted the resolution in formal manner, which Chairman accepted & order for proper record in Minutes.

Company Secretary made the Minutes is to be considered as part & continuation of Extra-Ordinary General Meeting Minutes dated March 18, 2015 as under:

SPECIAL BUSINESSES

ITEM NO. 1

APPOINTMENT OF STATUTORY AUDITOR TO FILL CASUAL VACANCY

"**RESOLVED THAT** pursuant to the provisions of Section 139(8) and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time in force), M/s Ladha G. D. & Co., Chartered Accountants, Gwalior be and are hereby appointed as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s Haribhakti & Co., Chartered Accountants, Mumbai"

"**RESOLVED FURTHER THAT** M/s Ladha G. D. & Co., Chartered Accountants, Gwalior be and are hereby appointed as Statutory Auditors of the Company from this Extra-ordinary General Meeting and they shall hold the office of Statutory Auditors of the Company from the Conclusion of this meeting until the conclusion of the ensuing Annual General Meeting and that they shall conduct the Statutory Audit for the period ended March 31, 2014 on such remuneration as may be fixed by the Board of Directors in consultation with them."

VOTE OF THANKS

The Chairman Requested Mr. Davesh Agarwal, Whole Time Director & CFO to propose a Vote of Thanks.

Mr. Davesh Agarwal thereafter proposed a vote of Thanks. He thanked all the Shareholders present for making it convenient to attend the Extra-ordinary General Meeting.

Date: 16/04/2015
Place: Morena

Chairman

K. S. OILS LIMITED MORENA

CHAIRMAN'S INITIALS