



KOTHARI
PRODUCTS LIMITED

KPL/2015-16/BSE
September 23, 2016

Bombay Stock Exchange Ltd. Phiroze Jeejeebhoy Towers 25th Floor, Dalal Street <u>MUMBAI - 400 001</u>	National Stock Exchange Of India Ltd. Exchange Plaza 5th Floor Plot No.C/1 G Block Bandra Kurla Complex Bandra (E) <u>MUMBAI - 400 051</u>
Scrip Code: 530299	Trading Symbol: KOTHARIPRO

Dear Sirs,

Sub: Proceedings of the 32nd Annual General Meeting of the Company held on September 23, 2016.

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we are enclosing herewith the gist of proceedings of the 32nd Annual General Meeting of the Company held on September 23, 2016.

Kindly take the above information on your record.

Thanking you

Yours faithfully
For **KOTHARI PRODUCTS LTD.**


(RAJ) KUMAR GUPTA
CS & COMPLIANCE OFFICER
FCS-3281



Encl: as above

Gist of proceedings of the 32nd Annual General Meeting of M/s. Kothari Products Ltd.

1. Date, time and Venue of the meeting:

The 32nd Annual General Meeting of the Company was held on September 23, 2016 at Hotel Vijay Intercontinental, 10/510, Khalasi Line, Tilak Nagar, Near Rave-3, Kanpur. The meeting commenced at 11:30 A.M. and concluded at 1:00 P.M. on the same day.

2. Brief details of items deliberated at the Meeting and result thereof:

- Sri Deepak Kothari, Chairman & Managing Director of the Company, chaired the proceedings of the Meeting.
- The requisite quorum being present, the Chairman called the meeting to order.
- The Chairman then addressed the members in brief.
- The Chairman informed that remote e-voting commenced on Tuesday, 20th September, 2016 (9:00 A.M. IST) to Thursday, 22nd September, 2016 (5:00 P.M IST)
- The following items of business as set out in the Notice calling the Meeting were put for shareholders' approval.

Ordinary Businesses:

i) Consideration and adoption of the Audited Financial Statements (including Audited Consolidated Financial statements) of the Company for the financial year ended 31st March, 2016 and the Reports of the Directors' and Auditors' thereon.

ii) Confirmation of the Interim Dividend of Rs.3/- per Equity Share of Rs 10/-each (30%) declared & paid during the aforesaid financial year as the Dividend for the said financial year.

iii) Appointment of a Director in place of Smt. Poonam Acharya (DIN: 07238992), who retires by rotation and being eligible, offers herself for re-appointment.

iv) Re-appointment of M/s. Mehrotra & Mehrotra, Chartered Accountants, retiring Auditors, as Auditors of the Company and to authorise the Board of Directors of the Company to fix their remuneration for the Financial Year 2016-17.

Special Businesses:

v) Re-appointment of Sri Deepak Kothari as the Chairman & Managing Director of the Company for a period of five years w.e.f. 12th October, 2016.

vi) Re-appointment of Sri Mitesh Kothari as an Executive Director of the Company for a period of five years w.e.f. 1st October, 2016.

vii) Increasing the limits of creation of Mortgages & Charges.

viii) Reclassification of the Promoters & Promoters Group.



- Clarifications were provided to the queries raised by the members at the meeting.
- The Chairman informed the members that Sri Adesh Tandon, Practicing Company Secretary was appointed as the scrutinizer for the purpose of scrutinizing the Physical Ballot Voting and remote e-voting process.
- The Chairman informed the members that the results of e-voting shall be disseminated to the Stock Exchanges and also uploaded on the Company's website www.kothariproducs.in and on the website of NSDL www.evoting.nsdl.com

3. **Manner of approval**

- Pursuant to the provisions of the Companies Act, 2013 and Regulation 44 of the securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company had provided remote e-voting facility to its members to cast votes electronically, on all the resolutions set out in the notice.
- Further, the facility for voting through Physical Ballot Voting system i.e. through Ballot Papers was made available to the members who were present at the Meeting and had not cast their votes earlier by remote e-voting or Physical Ballot.
- All the resolutions set out in the Notice calling the Annual General Meeting were passed with the requisite majority and are deemed to be passed on the date of the Annual General Meeting i.e. September 23, 2016.

Place: Kanpur
Date: September 23, 2016

For KOTHARI PRODUCTS LIMITED


(RAJ KUMAR GUPTA)
CS & COMPLIANCE OFFICER

