



khaitan (India) Limited

CIN No. L10000WB1936PLC008775

Phone : (033) 4050 5000

Fax : (033) 2288 3961

Fair Summary / Outcome of the Annual General Meeting dated 28.09.2018

The 81st Annual General Meeting of the members of the Company was held on 28th September 2018 (Friday) at 11.00 p.m. at Bharatiya Bhasha Parishad, 36-A Shakespeare Sarani, 4th floor, Kolkata-700017.

Present : Mr. Sunay Krishna Khaitan, Executive Director
Mr. Sandip Chattopadhyay, Independent Director, Chairman of all committees.
(Representing all the committees)

Mrs. Sujata Sarkar

Mr. Manoj Kumar Jain CFO & Company Secretary

Auditors: Mr. V. K. Tulsyan (Representing V. K. Tulsyan & Co. LLP)

Scrutinizer: Mr. Amit Choraria (Representing Amit Choraria & Co.)

Date of A.G.M.: **28.09.2018**

Total Number of Shareholders on record date: **3504**

No. of Shareholders present in the meeting either in person or through proxy: **46**

No. of Shareholders attended the meeting through Video Conferencing: **NIL**

The business before the AGM was taken up as quorum was present. Quorum was present throughout the meeting.

The fair summary/ outcome of the business transacted at Annual General Meeting are given hereunder:

Details of the Resolutions(Ordinary Business):

1. "RESOLVED THAT the Audited Balance Sheet of the Company as at 31st March, 2018 and the Profit and Loss Account for the year ended on that date together with Directors' and the Auditors' Report thereon be and are hereby received, approved and adopted".

Resolution required: (ordinary)

Mode of voting: as given in Form MGT-15 and passed with requisite majority

2. "RESOLVED THAT Mr. Sunay Krishna Khaitan (DIN 07585070), who retires by rotation and is eligible for re-election be and is hereby re-elected a Director of the Company liable to retire by rotation".

Resolution required: (ordinary)

Mode of voting: as given in Form MGT-15 and passed with requisite majority

3. "RESOLVED THAT appointment of M/s. V. K. Tulsyan & Co. LLP, Chartered Accountants as Statutory Auditors of the company be ratified for the financial year ended 31.03.2019, at remuneration to be decided by the Board of Directors."





Resolution required: (ordinary)

Mode of voting: as given in Form MGT-15 and passed with requisite majority

Special Business

4. **“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions, if any, of the Companies Act, 2013 (Act) read together with the provisions of the Rules framed there under and read with Schedule IV to the Act as amended from time to time and further read with all circulars, notifications, provisions of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other provisions of law, as applicable for the time being, Mr. Sandip Chattopadhyay (DIN: 06875010), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 27.04.2018 in terms of Section 161(1) of the Act and who holds office upto the date of this Annual General Meeting and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (Five) consecutive years for a term up to 26th April, 2023.”

Resolution required: (ordinary)

Mode of voting: as given in Form MGT-15 and passed with requisite majority

5. **“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions, if any, of the Companies Act, 2013 (Act) read together with the provisions of the Rules framed there under and read with Schedule IV to the Act as amended from time to time and further read with all circulars, notifications, provisions of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other provisions of law, as applicable for the time being, Ms. Sujata Sarkar (DIN: 08173535), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 07.07.2018 in terms of Section 161(1) of the Act and who holds office up to the date of this Annual General Meeting and who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (Five) consecutive years for a term up to 6th July, 2023.”

Resolution required: (ordinary)

Mode of voting: as given in Form MGT-15 and passed with requisite majority





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6. **RESOLVED THAT** pursuant to the provision of Sections 148 and all other applicable provision of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) enactment(s) or re-enactment(s) thereof, for the time being in force) the Cost Auditors M/s. AB & Company remuneration of Rs. 1500/- plus applicable Goods & Service Tax, for the cost records of the Company for the financial year ending 31st March, 2019 be ratified."

Resolution required: (ordinary)

Mode of voting: as given in Form MGT-15 and passed with requisite majority

For Khaitan (India) Limited



Sunay Krishna Khaitan
Director
DIN 07585070