



KALYANI COMMERCIALS LIMITED

RegdOffice: BG-223, Sanjay Gandhi Transport Nagar, GT Karnal Road, Delhi-110042

CIN: L65923DL1985PLC021453

E-mail: kalyanicommercialslimited@gmail.com

Website: www.kalyanicommercials.com

Ph.: 011- 43063223, 011-47060223

30th September, 2020

To,
National Stock Exchange of India Limited,
Exchange plaza, C-1, Block- G
BandraKurla Complex, Bandra
Mumbai-400051

NSE Symbol: KALYANI

Sub: Proceedings of 35th Annual General Meeting of Kalyani Commercials Limited

Dear Sir

We wish to inform you that 35th Annual General Meeting of the Company was held today i.e. on Wednesday, 30th September, 2020 Commenced at 10:00 A.M. and concluded at 11:45 A.M. at BG-223, Sanjay Gandhi Transport Nagar, GT Karnal Road, New Delhi-110042 and the Business mentioned in the Notice of 35th AGM dated 7th August 2020 were transacted.

In this regard we are enclosing herewith the proceedings of AGM as required under regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as annexure.

We request you to kindly take the same in your records.

Yours Sincerely

On behalf of the board
For Kalyani Commercials Limited

Sourabh Agarwal
(Director and CFO)

DIN: 02168346

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Annexure

PROCEEDINGS OF 35TH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON WEDNESDAY, 30TH SEPTEMBER, 2020 COMMENCED AT 10:00 A.M. AND CONCLUDED AT 11:45 A.M. AT BG-223, SANJAY GANDHI TRANSPORT NAGAR, GT KARNAL ROAD, NEW DELHI-110042

Present

Directors

Mr. Shankar Lal Agarwal
Mr. Sourabh Agarwal
Mr. Alok Kumar Gupta
Mr. Gagan Anand
Mrs. Manushree Agarwal

Managing Director
Whole Time Director & CFO
Director
Additional Director
Director

By Invitation

Ms. Parul Gulati
(Representing GA & Associates, Companies Secretaries LLP)

Scrutinizer

Members Present

Members	5
Proxy	-

The Company received Nil Proxy forms and 5 members were personally present. The total strength of the meeting was 5 members thereby constituting a valid quorum for duly convening the meeting.

The Statutory Registers, Proxy Registers and inspection documents were made available during the meeting for inspection by the members. Minutes of the last meeting was read and confirmed.

Mr. Sourabh Agarwal occupied the chair as the Chairman of the meeting to preside over the meeting and welcomed all the directors and members and requested to occupy the seats.

Chairman informed the members that Statutory Auditors **M/s M.C. Bhandari & Co.** were not in position to attend the meeting due to preoccupation and covid related restrictions.

Chairman further informed that the required covid 19 precautions were taken by the company at the venue of agm.

The Chairman, in his speech explained and compared the Company's performance in the previous financial year and current financial year and also portrayed key financial highlights.



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He further stated that the Company is making headway to focus on operation excellence, building efficiency, continuous improvement in product quality, emphasize on product development and to build a strong base which competes in the market.

The notice and the highlights of the Directors' Report were read by Chairman. The qualifications, observations, comments and other remarks as mentioned in the Secretarial Auditor's Report were read at the meeting and attention of the members present are drawn to the explanations/comments given by the Board of Directors in their report.

With the permission of members, the notice of the meetings, the Directors' Report along with the annexure thereto and the Annual Accounts for the financial year ended March, 2020 were taken as read.

Mr. Sourabh Agarwal, Chairman read the Auditor's Report and it was informed that the Auditor's Report does not contain any qualification, observation or comment on Annual Accounts of the company for the financial year ended 31st March, 2020.

It was informed that the Facility of casting vote by e-voting was provided to the Members from 26st September, 2020 (9:00 A.M.) to 29th September, 2020(5:00 P.M.).

Ms. Parul Gulati, Partner, GA & Associates, Company Secretaries LLP was appointed as the scrutinizer to scrutinize the process of Remote e-voting and voting in the meeting in fair and transparent manner.

Thereafter, the Company Secretary one by one read the items to be transacted. He then informed the Directors interest in the respective resolutions. The Chairman thereafter ordered for voting by poll and requested the shareholders who had not cast their vote on remote e-voting, to cast their vote and then ballot paper were distributed under the supervision of Ms. Parul Gulati, Scrutinizer.

The members were briefed about the process of poll and empty ballot box was displayed and sealed.

The poll was then conducted on the following items:

Ordinary Business

Item No. 1

Adoption of the Consolidated/Standalone Audited Financial Statements of the Company for the financial year ended 31st March, 2020 and the Reports of the Board of Directors and Auditors thereon.



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Item No. 2

Reappointment of Ms. ManushreeAgarwal (DIN No. 06620217),as a Director of the Company, liable to retire by rotation.

Special Business

Item No. 1

Regularization of appointment of director- Mr. GaganAnand (DIN: 08604211).

Item No. 2

Re-appointment of Mr. Alok Kumar Gupta as independent director in terms of section 149 of the companies act, 2013.

Item No. 3

Approval For Contribution Under The Provisions Of Section 181 Of The Companies Act, 2013.

Item No. 4

Approval to the Limits For The Loans And Investment By The Company In Terms of The Provisions Of Section 186 Of The Companies Act, 2013.

Item No. 5

Approval for Related Party Transactions.

Item No. 6

Increase in the Borrowing Limit Under Section 180(1) (C) Of The Companies, Act, 2013.

Item No. 7

Approval To Sell Or Dispose Of Undertakings Under Section 180(1)(A) Of The Companies, Act, 2013.

It was announced that the combined results of e-voting and poll will be put on the website of the Company viz. <http://kalyanicommercialsLtd.com/> within the 48 hours from the conclusion of the meeting and be intimated to NSDL and Stock Exchanges where the securities of the company are listed.



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The Chairman expressed most sincere gratitude to all the stakeholders for the support extended to the Company and Management in its operations throughout the year.

Subsequently, members have been given the opportunity to ask any questions and also to seek clarification on the resolutions to be passed. All queries/clarifications of Members have been satisfactorily addressed by the Chairman of the meeting/other directors present at the meeting.

There was a warm and informed exchange of views and opinions among the Chairman, the Board members, and the shareholders present.

The Chairman extended vote of thanks. He expressed most sincere gratitude to the valued customers for their continued patronage and to the stakeholders for their commitment to the Company. He also conveyed his sincere thanks to the suppliers, bankers, statutory and secretarial auditors, consultants, Government authorities and all other business associates for their continued support to the Company and its Management and to the Board Members for creating good governance culture across the organisation and fulfilling the responsibilities of Board.

The Chairman declared the meeting as concluded.

For Kalyani Commercials Limited


Sourabh Agarwal
(Chairman)

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