

E:KRBL/BIBHU/STK\_EX\_1920/44  
13 September 2019



<b>The General Manager</b> <b>Department of Corporate Services</b> <b>BSE Limited</b> <b>Floor 25, Phiroze Jeejeebhoy Towers</b> <b>Dalal Street</b> <b>Mumbai – 400 001</b>	✓	<b>National Stock Exchange of India Limited</b> <b>“Exchange Plaza”, C-1, Block-G</b> <b>Bandra-Kurla Complex</b> <b>Bandra (E)</b> <b>Mumbai-400051</b>
Scrip Code: <b>530813</b>		Symbol: <b>KRBL</b> Series: <b>Eq.</b>

Dear Sir/Madam,

**Sub:- Outcome of 26<sup>th</sup> Annual General Meeting ('AGM') of the Company**

With reference to the above subject and pursuant to the provisions of Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), and other applicable provisions, we wish to state that 26<sup>th</sup> Annual General Meeting ('AGM') of members of KRBL Limited has been duly convened and held on Friday, 13 September 2019, at 11.00 A.M., at Sri Sathya Sai International Centre, Pragati Vihar, Lodhi Road, New Delhi-110 003.

Total number of shareholders on Record Date i.e. 05 September 2019: 34,174

Total 168 (One Hundred and Sixty Eight) Members (including authorized representatives) as per record of attendance and 2 (Two) Proxies as per Proxy Register attended the meeting.

<b>SITTING ON THE DAIS (IN ATTENDANCE):</b>	
Mr. Anil Kumar Mittal	: Chairman & Managing Director and Chairman-Corporate Social Responsibility Committee & Borrowing and Investment Committee
Mr. Arun Kumar Gupta	: Joint Managing Director and Chairman-Risk Management Committee
Mr. Anoop Kumar Gupta	: Joint Managing Director
Ms. Priyanka Mittal	: Whole Time Director
Mr. Alok Sabharwal	: Independent Non-Executive Director
Mr. Ashwani Dua	: Independent Non-Executive Director and Chairman-Nomination and Remuneration Committee & Stakeholders Relationship Committee
Mr. Devendra Kumar Agarwal	: Independent Non-Executive Director and Chairman-Audit Committee
Mr. Shyam Arora	: Independent Non-Executive Director
Mr. Vinod Ahuja	: Independent Non-Executive Director
Mr. Rakesh Mehrotra	: Chief Financial Officer
Mr. Raman Sapra	: Company Secretary and Compliance Officer

<b>PRESENCE OF AUDITORS:</b>	
Mr. Rohit Arora	: Partner- M/s. Walker Chandiook & Co LLP, Chartered Accountants, Statutory Auditors
Mr. Deepak Kukreja	: Partner- M/s. DMK Associates, Practicing Company Secretaries - Secretarial Auditors

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In terms of the provisions of Section 104 of the Companies Act, 2013 and Article 86 of the Article of Association of the Company, Mr. Anil Kumar Mittal, Chairman and Managing Director, chaired the proceedings of the meeting.

The Chairman confirmed with the Company Secretary whether the meeting has been constituted as per the provisions of the Companies Act, 2013, Articles of Association and Secretarial Standards. After having confirmation that the meeting has been duly constituted and the requisite quorum for the meeting being present, the Chairman called the meeting to order.

With the consent of the members, the Notice of 26<sup>th</sup> Annual General Meeting, the Directors' Report and the Annual Accounts for the financial year ended 31 March 2019 were taken as read. Company Secretary then informed the members about the observations of the Secretarial Auditors in the Secretarial Audit Report.

Thereafter the Chairman delivered the message to Shareholders. The Chairman in his message gave an overview of the Financial Performance of the Company for the financial year ended 31 March 2019 and its Future Outlook.

With the concurrence of the members, the Auditors' Report was taken as read. The Chairman informed the Members that the Statutory Registers, Proxy Register, Auditor's Report and Secretarial Audit Report and inspection documents were available for inspection during the Annual General Meeting.

It was informed that pursuant to the provisions of Regulation 44 of the SEBI Listing Regulations and Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and any amendments thereon, the Company has extended Remote e-voting facility to the members (i.e. persons who were Members on 05 September 2019 being the cut-off date/record date) via Central Depository Services Limited (CDSL) in respect to business transacted at the 26<sup>th</sup> Annual General Meeting of the Company. The e-voting commenced from 10 September 2019, (9.00 A.M.) and concluded on 12 September 2019 (5.00 P.M.). Further the members and proxy holders, who attended the AGM and who have not casted their vote by remote e-voting were provided with the facility to vote through ballot paper at the AGM premises.

It was further informed that Mr. Deepak Kukreja, Partner, DMK Associates, FCS No. 4140, and Ms. Monika Kohli, Partner, DMK Associates, FCS No. 5480, Practicing Company Secretaries, was appointed Scrutinizer and Alternate Scrutinizer respectively, and has scrutinized the process of Remote e-voting and physical voting at AGM through ballot paper in a fair and transparent manner.

The results of the voting through ballot paper at the AGM and remote-e voting opted by the members on the resolution as per the Notice of AGM will be forwarded on or before 15 September 2019 in the format prescribed under Regulation 44 of the SEBI Listing Regulations and the same will be hosted on the website of the Company at [www.krblice.com](http://www.krblice.com) under the link investor relations and on the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com) and the same will also be submitted to the Stock Exchanges (NSE and BSE).

The Chairman then opened the floor for questions relating to the matters under consideration at this AGM. Some of the members present at the meeting raised queries and also sought certain information/ clarifications and also made few comments and suggestions. The Chairman and other Board Members present, responded to such queries, comments and clarifications.



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Then after the Ballot Voting on the below mentioned 12 (Twelve) resolutions were started:

**Ordinary Businesses:**

S. No.	Details of Resolution(s)	Type of Resolution(s)	Mode of Voting
1.	To consider and adopt the Audited Financial Statement (including Audited Consolidated Financial Statement) of the Company for the financial year ended 31 March 2019, together with the Reports of the Board of Directors and Auditors thereon.	Ordinary Resolution	E-voting and Poll/Ballot at AGM.
2.	To declare a final dividend of Rs. 2.50 per equity share on 23,53,89,892 equity shares of Rs. 1/- each for the financial year ended 31 March 2019.	Ordinary Resolution	As above
3.	To appoint a Director in place of Ms. Priyanka Mittal (DIN: 00030479), who retires by rotation at this AGM and being eligible, offers herself for re-appointment.	Ordinary Resolution	As above
4.	Confirmation for appointment of M/s. Walker Chandiook & Co LLP, Chartered Accountants as Statutory Auditors of the Company.	Ordinary Resolution	As above

**Special Businesses:**

S. No.	Details of Resolution(s)	Type of Resolution(s)	Mode of voting
5.	Ratification and confirmation of remuneration of Cost Auditors for the financial year 2019-20.	Ordinary Resolution	E-voting and Poll/Ballot at AGM.
6.	Re-appointment of Mr. Devendra Kumar Agarwal (DIN: 06754542) as an Independent Non-Executive Director.	Special Resolution	As above
7.	Re-appointment of Mr. Ashwani Dua (DIN: 01097653) as an Independent Non-Executive Director.	Special Resolution	As above
8.	Re-appointment of Mr. Shyam Arora (DIN: 00742924) as an Independent Non-Executive Director.	Special Resolution	As above
9.	Re-appointment of Mr. Vindo Ahuja (DIN: 00030390) as an Independent Non-Executive Director.	Special Resolution	As above
10.	Re-appointment of Mr. Anil Kumar Mittal (DIN: 00030100) as Chairman & Managing Director of the Company and revision in remuneration.	Special Resolution	As above
11.	Re-appointment of Mr. Arun Kumar Gupta (DIN: 00030127) as Joint Managing Director of the Company and revision in remuneration.	Special Resolution	As above
12.	Re-appointment of Mr. Anoop Kumar Gupta (DIN: 00030160) as Joint Managing Director of the Company and revision in remuneration.	Special Resolution	As above

The Meeting was concluded at 02.00 P.M. after the members cast their vote.

You are requested to kindly take the same on record.



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**Notes:**

- i. The results of e-voting shall be separately intimated by the Company to the Stock Exchanges.
- ii. This document does not constitute minutes of the proceedings of Annual General Meeting of the Company.
- iii. The dividend declared at the Meeting shall be credited/dispatched to the members on or before 12 October 2019.

**For KRBL Limited**



**Raman Sapra  
Company Secretary**

