Brand that sets the Standard

KAYCEE INDUSTRIES LTD.

Regd. Off.: Old Kamani Chamber, 32, Ramjibhai Kamani Road, Ballard Estate, Mumbai-400 001.
Tel.: +91-22-2261 3521 / 22 / 23 • Fax : +91-22-2261 6106 • Email : kayceeindltd@vsnl.com
Web : www.kayceeindustries.com • CIN No. : L70102MH1942PLC006482

PROCEEDINGS OF THE 76TH ANNUAL GENERAL MEETING OF M/S.KAYCEE INDUSTRIES LIMITED HELD AT BABUBHAI CHINAI COMMITTEE ROOM, 2ND FLOOR, IMC BUILDING, IMC MARG, CHURCHGATE, MUMBAI- 400020 ON FRIDAY, THE 27TH DAY OF SEPTEMBER 2019 AT 11.30 AM.

DIRECTORS PRESENT:

1	Mr. Chandra Prakash Jain	:	Whole Time Director
2	Mr. Jitendra K. Vakharia	:	Independent Director
3	Mr. Dileep Keshavrao Gupte	:	Independent Director
4	Mr. R. Doraiswamy	:	Director (Appointed at AGM)

IN ATTENDANCE:

1	Ms. Almas Praveen	:	Company Secretary
2	Mr. Deepak Ramesh Potdar	:	Chief Financial Officer
3	Mr. Aashit Doshi	:	Secretarial Auditor and Appointed Scrutinizer for e- voting & Ballot papers (Aashit Doshi & Associates)
4	Registrar & Transfer Agents	:	Datamatics Financial Services Limited

Members present in person: 21

In proxy: 1

The meeting commenced at 11.30 am

The Members of the Company elected Mr. Chandra Prakash Jain, Whole Time Director of the Company, as the Chairman of the 76th Annual General Meeting and who occupied the chair and presided over the meeting.

Ms. Almas Praveen, Company Secretary ascertained the presence of quorum and requested the Chairman to declare the Meeting open.

KAYCEE INDUSTRIES LTD. MUMBAI

CMS GROUP

FACTORY : PLOT NO. F-25, ADDITIONAL AMBERNATH INDL.AREA, ANAND NAGAR, MIDC, AMBERNATH (E), DIST. THANE - 421 502 • TEL.: (0251) 2621138

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Accordingly the Chairman occupied the Chair and duly called 76th Annual General Meeting of the Members of the Company to order.

At the outset, Mr. S Baskarasubramanian, representing Holding Company- Salzer Electronics Limited - briefly introduced new Directors with their profile to the Members.

Mr. Chandra Prakash Chain, Chairman of the Meeting and whole time Director welcomed the gatherings and gave them elaborated speech on the development in the economy, Industries and consequential impact in the performance of the Company, with brief highlights on the financial progress of the Company for the concluded FY 2019, recent significant changes in the control of the Company as well as its future visions

Mr. Doraiswamy, Director of the Company, elaborately highlighted the growth opportunities available for Kaycee in the light of the new development in the Industries with the support of the parent Company – Salzer Electronics Limited in the days ahead.

Mr. Dilip Gupte informed the Members that the Kaycee is in good hand now – Salzer which will strengthen the growth prospectus of the Company.

As requested by the Chairman, The Company secretary placed before the Members the following items as set out in the Notice of the Meeting, for deliberations.

Ordinary business

1) Adoption of audited Financial statements of the Company for the Financial year ended March 31, 2019, comprising of balance sheet as at March 31, 2019, statement of profit and loss for the year ending on that date, Cash Flow statement and Statement of Changes in Equity as on that date and the reports of the Board of Directors along with annexure and Auditors thereon,

2) Declaration of Dividend on Equity Shares for the Financial Year Ended 31st March, 2019.,

3) Re-appointment of a Director in place of Mrs. Raju Grover (DIN No. 01584366), who retires by rotation and being eligible, offers herself for re-appointment;

Special Business

4) Appointment of Mr. Rajesh Kumar (DIN 00003126), who had been appointed as an additional Director on the Board on July 29,2019 as Non- Executive Director liable to retire by rotation under Section 160 of the Companies Act 2013;

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5) Appointment of Mr.Jitendra K. Vakharia (DIN 0004777), who had been appointed as an additional Director on the Board on July 29,2019, as Non- Executive and Independent Director for a term of five years effective from July 29,2019;

6) Appointment of Mr. Dileep Keshavrao Gupte (DIN 08510433), who had been appointed as an additional Director on the Board on July 29,2019, as Non- Executive and Independent Director for a term of five years effective from July 29,2019;

7) Appointment of Mr. R Doraiswamy (DIN : 00003131) as Non-Executive Director with the term of office subject to retirement by rotation at relevant Annual General Meeting and

8) Appointment of Mr. N Rangachary (DN : 00054437) as the Chairman of the Company (Non-Executive and Independent Director) for consecutive term of Five years from the date of the Appointment effective September 27,2019;

The Chairman informed that the Company has made adequate arrangements on the voting by the Members on the resolutions set out in the AGM Notice by means of Remote E- Voting through Central Depository Services (India) Limited, Postal Ballot System. The Members, who are present at the meeting and have either availed the remote e-voting facility nor Postal Ballot, can participate in the voting process through voting by ballot paper at the venue have been facilitated.

The Chairman further briefed that in order to conduct the voting process in fair and transparent manner Mr. Aashit Doshi, Practising Company Secretary has been appointed as the Scrutinizer overlooking the process who was also present at the meeting.

The Members interacted with the Directors of the Company.

Following the interaction, the Company secretary requested the Members present to cast their votes at the venue, if not already exercised by E-Voting earlier.

The Chairman informed that voting results on the resolutions as placed before the Members would be available within 48 hours after matting, and the results would be placed at the Company website as well as on the exchange web sites and web site of CDSL. The results would also be annexed and forming part proceedings.

The 76the Annual General Meeting finally ended with vote of thanks to the Chair.

The Meeting closed at 12.15 pm

KAYCEE INDUSTRIES LTD. MUMBAI

Chairman of the Meeting

Date: September 27, 2019