



# KOTHARI PHYTOCHEMICALS & INDUSTRIES LTD.

CIN : L15491WB1897PLC001365

Phone : 91-33-2230-2331/6  
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REGD. OFFICE :  
C-4, GILLANDER HOUSE  
8, NETAJI SUBHAS ROAD  
KOLKATA-700 001  
INDIA

Ref.: KPIL / 2016 - 17 / *CSR/9A*

September 20, 2016

The Secretary  
The Calcutta Stock Exchange Limited  
7, Lyons Range  
KOLKATA - 700 001

Dear Sir,

**CSE Stock Code : Physical - 21160 & Demat - 10021160**  
**ISIN : INE264E01016**

**Submission of AGM Proceedings of the 120<sup>th</sup> Annual General Meeting of the Company under SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 (LODR).**

We are forwarding herewith a summary of the Proceedings of 120<sup>th</sup> Annual General Meeting, held on Monday, the 19<sup>th</sup> September, 2016 at Kolkata.

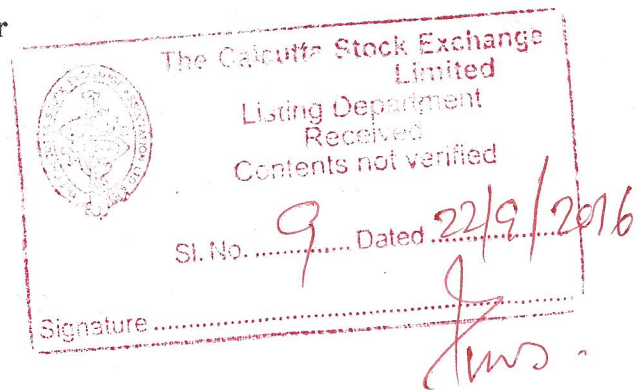
Please acknowledge the receipt.

Thanking you,

Yours faithfully,  
For **KOTHARI PHYTOCHEMICALS & INDUSTRIES LTD.**

**M. L. Daga**  
**(FCS - 2650)**  
**Company Secretary cum Compliance Officer**

Encl: As above





## Summary of Proceedings of the 120<sup>th</sup> Annual General Meeting of Kothari Phytochemicals & Industries Limited

### 1. Date, Time and Venue of the Meeting

The 120<sup>th</sup> Annual General Meeting of the Company was held on Monday, 19<sup>th</sup> September, 2016 at Indian Chamber of Commerce, Auditorium, 4, India Exchange Place, 10<sup>th</sup> Floor, Kolkata – 700 001. The meeting commenced at 10.30 a. m. and concluded at 11.15 a. m. on the same day.

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

- In the absence of Sri Arun Kumar Kothari, Chairman, Sri Ajit Khandelwal, a Director, chaired the proceedings of the Meeting.
- The requisite quorum being present, the Chairman called the Meeting to be in order.
- The Chairman informed that remote e – voting commenced at 9.00 a. m. on September 16, 2016 and ended at 5.00 p. m. on September 18, 2016. Facility for voting through Ballot Paper was also provided at the meeting venue.
- The following items of business as set out in the Notice calling the Meeting were put for Shareholders' approval –

### Ordinary Business

- 1a. Adoption of the Audited Financial Statements, the Report of the Board of Directors' and Auditor's for the year ended 31<sup>st</sup> March, 2016.
- 1b. Adoption of the Audited Consolidated Financial Statements, the Report of the Auditor's for the year ended 31<sup>st</sup> March, 2016.
2. To declare Dividend on Ordinary Shares of the Company for the year ended 31<sup>st</sup> March, 2016.
- 3a. To appoint Sri Arun Kumar Kothari (DIN 00051900) as Director, who retires by rotation and offers himself for re - appointment.
- 3b. To appoint Sri Keshari Chand Mohta (DIN 00051816) as Director, who retires by rotation and offers himself for re - appointment.

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- 4a. To appoint Messrs. Dutta Ghosh & Associates, Chartered Accountants (Firm Registration No. 309088E), as the Statutory Auditors of the Company and to authorize the Board of Directors to Fix their remuneration.
- 4b. To appoint Messrs. Singhi & Company, Chartered Accountants (Firm Registration No. 302049E), as the Branch Auditors for the Phytochemicals Division of the Company and to Authorize the Board of Directors to fix their remuneration.
- 4c. To appoint Messrs. Srikanth & Shanthi Associates, Chartered Accountants (Firm Registration No. 004006S), as the Branch Auditors for the Southern Synthetics and Claro India Divisions of the Company and to Authorize the Board of Directors to fix their remuneration.

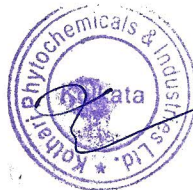
### Special Business

5. Authorisation to the Board of Directors for giving loans, guarantees, acquiring securities of other bodies corporate etc. in excess of percentages prescribed under Section 186 of the Companies Act, 2013, not exceeding upto a limit of ₹ 100 Crores.
  - Clarifications were provided by the Chairman to the queries raised by the members at the meeting.
  - The Chairman informed the Members that Sri Ashok Kumar Daga, Practicing Company Secretary was appointed as the scrutinizer for the purpose of scrutinizing the remote e – voting, and ballot process at the AGM venue.
  - The Chairman informed the Members that the result of voting will be placed on the Company's website [www.kothariphyto.com](http://www.kothariphyto.com) as well as NSDL's website. Report of the result will be sent to The Calcutta Stock Exchange Limited.

### 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, the Company had provided remote e – voting facility to its Members to cast votes electronically, on all the resolutions set out in the notice.

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- Further, the facility for voting through ballot paper was made available to the Members who were present at the Meeting and had not cast their votes by remote e – voting.
- 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. 19<sup>th</sup> September, 2016.

**For KOTHARI PHYTOCHEMICALS & INDUSTRIES LIMITED**

**M.L. Daga**  
**(FCS – 2650)**

**Company Secretary cum Compliance Officer**

Kolkata  
September 20, 2016