



September 15, 2023

The Manager
BSE Limited
Corporate Relationship Department
P. J. Towers, Dalal Street,
Mumbai – 400 001.
BSE Scrip Code No. 524280

The Manager
The National Stock Exchange of India Limited
Exchange Plaza,
Bandra - Kurla Complex, Bandra (E),
Mumbai – 400 051.
NSE Symbol: KOPRAN

Dear Sir/Madam,

Sub: Outcome, Proceedings and Voting Results of 64th Annual General Meeting held on September 14, 2023

The Sixty Fourth Annual General Meeting (AGM) of the Company was held on Thursday, September 14, 2023 at 11.30 a.m. (IST) through VC/OAVM to transact the business as stated in the Notice dated May 25, 2023, convening the AGM. All the business items in the said Notice were transacted and passed with requisite majority by the Members.

In this connection, we are submitting:

1. Summary of proceedings of the AGM of the Company, as required under Regulation 30, Part A of Schedule III to the Listing Regulations attached as Annexure - 1.
2. Combined voting results of the remote e-Voting together with the voting conducted during the proceedings of the AGM, in relation to the items of business transacted at the AGM, as required under Regulation 44 of the Listing Regulations, attached and marked as Annexure - 2.
3. The Scrutinizer's Report dated September 15, 2023, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, attached and marked as Annexure - 3.

Further, the voting result along with the Scrutinizer's Report will be made available at website of the Company i.e. www.kopran.com.

For Kopran Limited

Sunil Sodhani
Company Secretary & Compliance Officer
Membership No. FCS 3897



KOPRAN LTD.: Parijat House, 1076, Dr. E. Moses Road, Worli, Mumbai - 400 018. P. B. No. 9917, Tel.: (022) 4366 1111
Fax: (022) 2495 0363 Website: www.kopran.com CIN – L 24230 MH 1958 PLC 011078. E-mail: cs@kopran.com
Works: • Village Savroli, Taluka: Khalapur, District: Raigad - 410 202. Tel.: (02192) 274500 / 335 / 337 • Fax: (02192) 274025



Annexure - 1

SUMMARY OF PROCEEDINGS OF THE 64th ANNUAL GENERAL MEETING OF KOPRAN LIMITED

The 64th Annual General Meeting (AGM) of the Members of the Company was held on Thursday, September 14, 2023 at the registered office of the Company through Video Conferencing (VC)/Other Audio-Visual Means (OAVM). The Meeting commenced at 11.30 a.m. and concluded at 11.59 a.m. (including 15 minutes allotted for e-Voting).

The Company Secretary welcomed the Members and participants virtually present at the AGM.

Name of Participant	Designation	Joined From
Shri Surendra Somani	Executive Vice Chairman	Registered office Mumbai
Shri Adarsh Somani	Director	Mumbai
Smt Mamta Biyani	Independent Director	Mumbai
Shri Narayan Atal	Independent Director & Chairman of Audit Committee	Mumbai
Dr. Siddhan Subramanian	Independent Director and Chairman of Nomination Remuneration Committee	Chennai
Dr. Sunita Banerji	Independent Director	Mumbai
Shri Varun Somani	Director & Chairman of Stakeholders Relationship Committee	Registered office Mumbai
Mr. Shailesh Shah & Mr. Bhupendra Karkhanis	Partner of Khandelwal Jain & Co. Auditors	Mumbai
Ms. Mayuri Bharat Thakkar	Scrutinizer	Mumbai

Shri Surendra Somani chaired the AGM and welcomed the Members to the 64th Annual General Meeting of Kopran Limited. The requisite quorum being present, the Chairman called the meeting to order.

The Chairman further mentioned that Authorizations from 8 Body Corporate Shareholders holding 1,58,52,793 Equity Shares in the company's paid up equity share capital aggregating to Rs 15.85 Crores representing 32.88% of the paid-up capital have been received. As physical attendance of Members has been dispensed with, the facility for appointment of proxies by Members is not available for this meeting.

Chairman further informed that the Register(s) as required under the provisions of the Companies Act, 2013 were available for inspection by the Members. With the consent of the





Kopran

Members, the Notice convening the 64th AGM and the Auditors' Report were taken as read. The Members were informed that the Statutory Auditors' Report and Secretarial Audit Report did not have any qualifications.

The Chairman delivered his formal address covering the financial performance and growth strategy of the company. The Chairman then suitably responded to the queries raised by the members on the Annual Report.

Chairman proposed final dividend for Member's approval.

In terms of the Notice dated May 25, 2023 convening the 64th AGM of the Company, the following items of business are to be transacted at the AGM through remote e-voting:

Item No.	Resolution in brief	Resolution Required
1	Adoption of the Annual Audited Financial Statement of the Company for the financial year ended March 31, 2023 together with the Reports of the Board of Directors and Auditors thereon	Ordinary
2	Adoption of the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 together with the Reports of the Auditors thereon.	Ordinary
3	Declaration of Dividend on Equity Shares for the Financial Year ended March 31, 2023	Ordinary
4	Re-appointment of Mr. Varun Somani (DIN 00015384) retiring by rotation	Ordinary

The Chairman informed that the Members who have not casted their vote through remote e-voting, can cast their vote during the course of the meeting through the e-voting facility provided on NSDL and at the same time members can watch the proceedings of the meeting. The e-voting module will be kept open for 15 minutes after conclusion of the proceedings of the meeting. The combined results of remote e-voting and the e-voting done at the AGM will be announced and displayed on the website of the Company, website of NSE and BSE within two working days of conclusion of AGM.

The Chairman authorized Company Secretary to receive Scrutinizer's Report and communicate the results of voting to the Stock Exchanges.

46 Members were present at the virtual AGM.

For Kopran Limited

Sunil Sodhani
Company Secretary & Compliance Officer
Membership No. FCS 3897



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ANNEXURE 2

Voting results	
Record date	07-09-2023
Total number of shareholders on record date	54378
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	2
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	18
b) Public	26
No. of resolution passed in the meeting	4

For Kopran Limited




Sunil Sodhani

Company Secretary & Compliance Officer

Membership No. FCS 3897

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of the Annual Audited Financial Statement of the Company for the financial year ended March 31, 2023 together with the Reports of the Board of Directors and Auditors thereon				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	17080453	17080453	100.0000	17080453	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		17080453	17080453	100.0000	17080453	0	100.0000
Public-Institutions	E-Voting	102762	102762	100.0000	102762	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		102762	102762	100.0000	102762	0	100.0000
Public- Non Institutions	E-Voting	63062	63062	100.0000	62990	72	99.8858	0.1142
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		63062	63062	100.0000	62990	72	99.8858
Total		17246277	17246277	100.0000	17246205	72	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	

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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 together with the Reports of the Auditors thereon.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	17080453	17080453	100.0000	17080453	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	17080453	17080453	100.0000	17080453	0	100.0000	0.0000
Public-Institutions	E-Voting	102762	102762	100.0000	1695	101067	1.6494	98.3506
	Poll							
	Postal Ballot (if applicable)							
	Total	102762	102762	100.0000	1695	101067	1.6494	98.3506
Public-Non Institutions	E-Voting	63012	63012	100.0000	62940	72	99.8857	0.1143
	Poll							
	Postal Ballot (if applicable)							
	Total	63012	63012	100.0000	62940	72	99.8857	0.1143
Total		17246227	17246227	100.0000	17145088	101139	99.4136	0.5864
Whether resolution is Pass or Not.							Yes	

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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Declaration of Dividend on Equity Shares for the Financial Year ended March 31, 2023				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	17080453	17080453	100.0000	17080453	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		17080453	17080453	100.0000	17080453	0	100.0000
Public-Institutions	E-Voting	102762	102762	100.0000	102762	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		102762	102762	100.0000	102762	0	100.0000
Public-Non Institutions	E-Voting	63012	63012	100.0000	62640	372	99.4096	0.5904
	Poll							
	Postal Ballot (if applicable)							
	Total		63012	63012	100.0000	62640	372	99.4096
Total		17246227	17246227	100.0000	17245855	372	99.9978	0.0022
Whether resolution is Pass or Not.							Yes	

Sodhe

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Mr. Varun Somani (DIN 00015384) retiring by rotation				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	17080453	17080453	100.0000	17080453	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		17080453	17080453	100.0000	17080453	0	100.0000
Public-Institutions	E-Voting	102762	102762	100.0000	101308	1454	98.5851	1.4149
	Poll							
	Postal Ballot (if applicable)							
	Total		102762	102762	100.0000	101308	1454	98.5851
Public-Non Institutions	E-Voting	63012	63012	100.0000	49190	13822	78.0645	21.9355
	Poll							
	Postal Ballot (if applicable)							
	Total		63012	63012	100.0000	49190	13822	78.0645
Total		17246227	17246227	100.0000	17230951	15276	99.9114	0.0886
Whether resolution is Pass or Not.							Yes	

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ANNEXURE 3

CS MAYURI THAKKAR

F.C.S., L.L.B.,

Practicing Company Secretary

Membership No. F12337; COP No. 26189, Peer Review Certificate no. 2858/2022 Mobile No. +91-99203
04440, +91-86554 78170, Email Id: mayurithakkar2006@gmail.com;

The Chairman,
Kopran Limited,
CIN: L24230MH1958PLC011078
Parijat House, 1076,
Dr. E. Moses Road,
Worli, Mumbai-400018

Dear Sir,

I would like to thank you for appointing me as a Scrutinizer for remote e-voting and the voting by your members at the 64th Annual General Meeting (hereinafter referred to as "AGM") of your Company duly conducted on Thursday, September 14, 2023 at 11:30 AM through Video Conferencing / Other Audio-Visual Means.

I'm pleased to submit the Consolidated Scrutinizer's Report in regard to the e-voting done in regards to the AGM, the copy of which is attached herewith as annexure. It is submitted that the report in itself is comprehensive and self-explanatory.

MAYURI
BHARAT
THAKKAR

Digitally signed by MAYURI BHARAT
THAKKAR
DN: cn=N, o=PERSONAL,
pseudoym=64517759af6c39bcd81058
532e6e22395a0997958595c2366903c
2a1c6c, postalCode=400067,
st=MAHARASHTRA,
serialNumber=e98a23389676170e6db
9676559f9c260c1141399098a48a516
8569220617, cn=MAYURI BHARAT
THAKKAR
Date: 2023.09.15 12:33:57 +05'30'

Mayuri Bharat Thakkar
Practicing Company Secretary

UDIN: F012337E001015086

Membership No.: F12337

COP No.: 26189

PR No.: 2858/2022

Place: Mumbai

Date: September 15, 2023

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]

The Chairman of 64th Annual General Meeting of the Equity Shareholders of KOPRAN LIMITED, held on Thursday, September 14, 2023 at 11:30 A.M through Video Conferencing (hereinafter referred to as "VC")/Other Audio-Visual Means (hereinafter referred to as "OAVM") provided by National Securities Depository Limited (hereinafter referred to as "NSDL")

Dear Sir,

1. APPOINTMENT AS SCRUTINIZER

I, Mayuri Thakkar., Practicing Company Secretary, was appointed as scrutinizer by the Board of Directors of KOPRAN LIMITED (hereinafter referred to as the "Company") was appointed as a Scrutinizer, inter alia, for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) during the AGM carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended (Rules) on the resolutions contained in the notice dated May 25, 2023 (Notice) issued in accordance with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020 and subsequent circulars issued in this regard, the latest being 10/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs ('MCA') and Circular No. SEBI/HO/CFD/PoD2/P/CIR/2023/4 dated January 05, 2023 issued by SEBI (collectively referred to as 'Circulars'), calling the 64th Annual General Meeting (AGM) of Koprان Limited (Company) through VC / OAVM. The AGM was held on Thursday, September 14, 2023 at 11:30 a.m. through VC / OAVM during the AGM.

2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 (hereinafter referred to as the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (hereinafter referred to as the "Rules"). As the Scrutinizer, I have to scrutinize:
 - i. The process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM (hereinafter referred to as "remote e-voting"); and
 - ii. The process of e-voting at the AGM through electronic voting system.

3. DISPATCH OF NOTICE CONVENING THE AGM

The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by the Depositories viz. NSDL and Central Depository Services (India) Limited (hereinafter referred to as "CDSL") the Company commenced dispatch of the Notice of the 64th AGM through Electronic Mode on August 22, 2023, 40,974 members who had registered their email ids with the company/depositories were sent the Annual Report and the Notice of the AGM of the Company by email.

The Company had given public notice to its shareholders about the 64th AGM via "Business Standard" (English Newspaper) and "Tarun Bharat" (Marathi Newspaper) dated August 22, 2023.

4. MANAGEMENT'S RESPONSIBILITY

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, (hereinafter referred to as "LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

5. SCRUTINIZER'S RESPONSIBILITY

My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by NSDL authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers/documents furnished to me electronically by the Company and/or NSDL for my verification.

6. CUT-OFF DATE

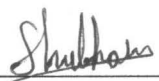
The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., September 07, 2023 were entitled to vote on the resolutions (item nos. 1 to 4 as set out in the Notice calling the AGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

7. E-VOTING PROCESS:

- i. The remote e-voting period remained open from Monday, September 11, 2023 (9:00 A.M) to Wednesday, September 13, 2023 (5:00 P.M).
- ii. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by NSDL under my instructions.
- iii. The e-voting system was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company/NSDL and the authorizations lodged with the Company/NSDL on test check basis.
- iv. The votes cast were unblocked on Thursday, September 14, 2023 after the conclusion of the AGM and was witnessed by two witnesses, Ms. Sayalee Gaikwad and Mr. Shubham Vishwakarma, who are not in the employment of the Company and/or NSDL. They have signed below in confirmation of the same.



Ms. Sayalee Gaikwad



Mr. Shubham Vishwakarma

8. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting, based on the reports generated by NSDL, scrutinized on test check basis and relied upon by me.
9. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Mr. Sunil Sodhani, Company Secretary and Compliance Officer, for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

10. **RESTRICTION ON USE**

This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) website of NSDL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

**MAYURI
BHARAT
THAKKAR**

Digitally signed by MAYURI BHARAT THAKKAR
DN: cn=IN, o=PERSONAL,
ou=uditymed651759a6fc79bdc830
58535e6a225f2a99497068549c4236
6603c2a1c1ef, postalCode=400067,
st=MAHARASHTRA,
serialNumber=8b253d9b76170eb
057673594c50c1141379e98b448
e5168569229612, cn=MAYURI
BHARAT THAKKAR
Date: 2023.09.15 12:48:54 +05'30'

Mayuri Bharat Thakkar

Practicing Company Secretary

UDIN: F012337E001015086

Membership No.: F12337

COP No.: 26189

PR No.: 2858/2022

Place: Mumbai

Date: September 15, 2023

Item No. of the Notice	Votes in favor of the Resolution			Votes against the Resolution			Total			Invalid Votes
	Number	Votes	As percentage of total no. of valid votes	Number	Votes	As percentage of total no. of valid votes	Number	Votes	Percentage	
Item 1: Consider and Approve Annual Audited Financial Statements and Report of Company thereon for the financial year ended March 31, 2023	135	1,72,46,205	100.000	3	72	0.000	138	1,72,46,277	100	0
Item 2: Consider and Approve Consolidated Financial Statements of the Company for financial year ended March 31, 2023	133	1,71,45,088	99.414	4	1,01,139	0.586	137	1,72,46,227	100	0
Item 3: To Declare Dividend on Equity Shares for the Financial Year ended March 31, 2023	133	1,72,45,855	99.998	4	372	0.002	137	1,72,46,227	100	0
Item 4: Re-appointment of of Mr. Varun Somani (DIN 00015384) who retires by rotation	131	1,72,30,951	99.911	6	15,276	0.089	137	1,72,46,227	100	0

**MAYURI
BHARAT
THAKKAR**

Digitally signed by MAYURI
BHARAT THAKKAR
DN: c=IN, o=PERSONAL,
pseudonym=6d517f59af6c39bcd
c83058535e9e225f92a094970685
49c42366b032a1c9d,
postalCode=400067,
st=MAHARASHTRA,
serialNumber=e8bb253d9b76170
eab5b9e7b5b494c560c11413f9b
988b448e51685d9222b617,
cn=MAYURI BHARAT THAKKAR
Date: 2023.09.15 13:32:19 +05'30'