

September 07, 2018

The Manager  
Department of Corporate Services,  
BSE Limited  
Phiroze Jeejeebhoy Towers, Dalal Street,  
Mumbai - 400 001  
**Scrip Code: 540775**

The Manager  
The Listing Department,  
National Stock Exchange of India Limited  
C-1, G-Block, Bandra-Kurla Complex  
Bandra, (E), Mumbai - 400 0051  
**Scrip Symbol: KHADIM**

Dear Sir/Madam,

**Ref: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')**

**Sub: proceedings of the 37<sup>th</sup> Annual General Meeting of the Company**

Pursuant to the provisions of Regulation 30, Part A of Schedule - III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Summary of the proceedings of the 37<sup>th</sup> Annual General Meeting (AGM) of the Company held on Thursday, September 06, 2018 at 'Kala Mandir', 48, Shakespeare Sarani, Kolkata - 700 017 at 11.30 a.m.

Kindly take the same on record.

Thanking you,

Yours faithfully,  
For Khadim India Limited



**Abhijit Dan**  
**Company Secretary & Head - Legal**  
Membership No.:A21358

Encl: As above

**KHADIM INDIA LIMITED**

REGD. OFFICE : 'KANKARIA ESTATE', 5TH FLOOR, 6, LITTLE RUSSELL STREET  
KOLKATA-700 071, INDIA, Tel No. + 91-33-4009 0501, Fax No. + 91-33-4009 0500  
E-mail : frontoffice@khadims.com; Website : www.khadims.com  
CIN : L19129WB1981PLC034337

**SUMMARY OF PROCEEDINGS OF THE 37<sup>TH</sup> ANNUAL GENERAL MEETING OF KHADIM INDIA LIMITED**

The 37<sup>th</sup> Annual General Meeting (AGM) of the Members of Khadim India Limited ('the Company') was held at 'Kalamandir', 48, Shakespeare Sarani, Kolkata-700017 on Thursday, September 06, 2018, which commenced at 11:30 a.m. and concluded at 2:30 p.m.

Mr. Siddhartha Roy Burman, Chairman and Managing Director of the Company, chaired the AGM. He introduced his co-directors and other Officials on the dais to the Members present at the Meeting. As the requisite quorum being present, the meeting was called to order by the Chairman. The Chairman informed that the Statutory Registers under the Companies Act, 2013 and other documents as referred to in the AGM Notice are available for inspection by the members of the Company. Total 403 members attended the AGM either in person or through proxy including representative of seven body corporates.

The Chairman delivered his speech highlighting inter alia the economic scenario and with reference to the Indian footwear sector and the business of the Company. Thereafter, the Television Campaigns highlighting the Women's Footwear and Sports / Fitness Brand were presented to the Members. Thereafter, with the consent of the shareholders, the Notice convening the 37<sup>th</sup> AGM and the Auditors' Report were taken as read.

Thereafter, the following Resolutions (Ordinary / Special) as set out in the Notice dated May 11, 2018 convening the 37<sup>th</sup> AGM were transacted:

**Ordinary Business**

1. Adoption of Audited Financial Statements of the Company for the financial year ended March 31, 2018 including the reports of the Board of Directors and the Auditors thereon
2. Declaration of Dividend of ₹ 1/- per equity share of face value of ₹ 10/- each for the financial year ended March 31, 2018
3. Re-appointment of Mr. Siddhartha Roy Burman (DIN: 00043715) as a Director of the Company liable to retire by rotation
4. Re-appointment of M/s. Deloitte Haskins & Sells, Chartered Accountants (Firm Registration No. 302009E) as Statutory Auditors of the Company for a Second term of 5 (Five) consecutive years

**Special Business**

5. Appointment of Mr. Ritoban Roy Burman (DIN: 08020765) as a Director (Non-Executive, Non-Independent) of the Company
6. Appointment of Ms. Namrata Ashok Chotrani (DIN: 00390845) as a Director (Non-Executive, Non-Independent) of the Company
7. Appointment of Mr. Alok Chauthmal Churiwala (DIN: 02043221) as an Independent Director of the Company
8. Payment of Commission of ₹ 1,00,000/- ( Rupees One Lakh only) to each of the Non-Executive Directors of the Company for the financial year ended March 31, 2018

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9. Payment of commission @ 0.50% of the net profit for the financial year ended March 31, 2018 to Mr. Siddhartha Roy Burman, Chairman & Managing Director of the Company
10. Ratification of Khadim Employee Stock Option Plan 2017 ("ESOP 2017"/ "Plan")
11. Ratification for Grant of Employee Stock Options to the employees of the existing / future Subsidiary Company(ies) and / or Holding Company(ies) under ESOP 2017
12. Alteration of Main Object Clause of the Memorandum of Association of the Company

The Chairman informed the Members that in compliance with the provisions of the Companies Act, 2013 read with Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility through the services of National Securities Depository Limited (NSDL), which commenced on Monday, September 03, 2018 at 09:00 a.m. and ended on Wednesday, September 05, 2018 at 05:00 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialised form, as on the Cut-off Date i.e., August 30, 2018 had casted their votes electronically. The Company through the services of NSDL had provided the facility of voting through electronic means at the AGM venue to the Members, who for any reason could not cast their votes through remote e-voting.

Mr. Atul Kumar Labh of M/s. A.K. Labh & Co., Company Secretaries, was appointed for the purpose of scrutinizing the remote e-voting process as well as for voting through electronic voting system conducted at the AGM venue.

The Chairman then invited the Members present to raise queries, if any, on the Reports and Financial Statements of the Company for the financial year ended March 31, 2018 and share their views, comments and suggestions. Ms. Ishani Ray, CEO and Mr. Indrajit Chaudhuri, CFO of the Company responded to the queries raised and provided clarifications to the Members up to their satisfaction.

The Chairman announced that the final voting report will be submitted by the Scrutinizer on or before 8th September, 2018 and the results of voting shall be declared immediately on receipt of the report of the Scrutinizer. The combined results of the votes cast by the Members through remote e-voting and the e-voting at the meeting, on all resolutions, based on the report of the Scrutinizer, once finalized, will be informed to BSE Ltd. and National Stock Exchange of India Ltd. and also uploaded on Company's website [www.khadims.com](http://www.khadims.com).

Post the conclusion of voting at the venue, the consolidated Scrutinizer's Report was received. All the Resolutions had been passed with requisite majority.

The Chairman then expressed his gratitude towards all the stakeholders of the Company for their valuable contribution, interest and involvement.

The AGM concluded with a vote of thanks to the Chair.

Thanking you,

Yours faithfully,  
For **Khadim India Limited**



**Abhijit Dan**  
**Company Secretary & Head - Legal**

**KHADIM INDIA LIMITED**  
Membership No. AZ1358

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CIN : L19129WB1981PLC034337