

**ಕೆಎಐಒಸಿಎಲ್ ಅಮಿಟೆಡ್**

(ಭಾರತ ಸರ್ಕಾರದ ಉದ್ಯಮ)

ನೋಂದಾಯಿತ ಕಾರ್ಯಾಲಯ :
 ೨ನೇ ವಿಭಾಗ, ಕೋರಮಂಗಲ
 ಬೆಂಗಳೂರು - ೫೬೦ ೦೩೪.

ದೂರವಾಣಿ : ೦೮೦-೨೫೫೩೧೪೬೧ ರಿಂದ ೬೬
 ಫ್ಯಾಕ್ಸ್ : ೦೮೦-೨೫೫೩೨೧೫೩-೫೯೪೧
 ವೆಬ್ ಸೈಟ್ : www.kioclltd.in

के आई ओ सी एल लिमिटेड

(भारत सरकार का उद्यम)

पंजीकृत कार्यालय :
 II ब्लॉक, कोरमंगला,
 बेंगलूर - 560 034.

कार्यालय : 080-25531461 - 66
 फेक्स : 080-25532153-5941
 वेबसाइट : www.kioclltd.in

KIOCL LIMITED

(A Government of India Enterprise)

Registered Office :
 II Block, Koramangala,
 Bengaluru - 560 034.

Telephone : 080-25531461 - 66
 Fax : 080-25532153-5941
 Website : www.kioclltd.in
 CIN : L13100KA1976GOI002974

No. S/BC/1(18-5)/2025/150

September 29, 2025

National Stock Exchange of India Limited

Scrip Code: KIOCL

Through: NEAPS

BSE Limited

Scrip Code: 540680, Scrip Name: KIOCL

Through: BSE Listing Centre

Metropolitan Stock Exchange of India Limited

Scrip Code: KIOCL

Through: mylisting

Dear Sir / Madam,

Sub: Regulation 30 of SEBI (LODR) Regulations, 2015 – Proceedings of 49th Annual General Meeting (AGM) of KIOCL Limited held on Friday September 29, 2025 at 11:00 A.M

The 49th Annual General Meeting of KIOCL Limited was held on today i.e., Monday, September 29, 2025. As per the requirement of Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the proceedings of 49th AGM of the Company is enclosed herewith for information and record.

You are requested to take the same on record.

Thanking You,

Yours faithfully,
 For KIOCL Limited,

(Clifton Siddharth)
 Company Secretary & Compliance Officer
 Email: cs@kioclltd.in

Encl: as above

PROCEEDINGS OF THE FORTY-NINTH ANNUAL GENERAL MEETING OF THE MEMBERS OF KIOCL LIMITED HELD ON MONDAY, 29th SEPTEMBER, 2025 AT 11:00 AM AT II BLOCK, KORAMANGALA, BENGALURU THROUGH VC/OAVM

The following Directors were present in the 49th Annual General Meeting: -

PRESENT:

I. BOARD OF DIRECTORS:		
1	G.V. Kiran	Chairman-cum-Managing Director, Director (Production & Projects)- Addl. Charge and Director (Finance)- Addl. Charge
2	B.K. Mahapatra	Director (Commercial)
3	Changdev S. Kamble	Independent Director, Chairperson of Corporate Social Responsibility Committee, Stakeholders Relationship Committee, Risk Management Committee and Investment, Project Appraisal & Monitoring Committee
II. PRESIDENTIAL NOMINEE:		
1	Ravi Shekhar	Under Secretary, Government of India
III. COMPANY SECRETARY:		
1	Clafon Siddharth	Company Secretary
IV. AUDITORS:		
1	Ravishankar	Partner of M/s G Balu Associates LLP, Chartered Accountants, Statutory Auditor.
2	J K Das	M/s J K Das & Associates, Practicing Company Secretary, the Scrutinizer for e-voting at Annual General Meeting.
3	P S Bathla	M/s P S Bathla & Associates, Practicing Company Secretary Secretarial Auditor
V. SHAREHOLDERS:		
No. of shareholders		49 (Including Presidential Nominee)

The requisite quorum for the AGM was present. Accordingly, Company Secretary welcomed the shareholders to the 49th AGM and confirmed that all feasible efforts were made to enable the shareholders to join the AGM through VC/OAVM and vote thereat.

Shareholders were informed that the Notice of 49th Annual General Meeting and Annual Report for the Financial Year 2024-25 was e-mailed to the members on 6th September 2025.

Chairman:

In pursuance to Article 65 of the Articles of Association of the Company, Shri G V Kiran, Chairman-cum-Managing Director (Chairman) chaired the 49th Annual General Meeting of the Company and introduced the Directors present. He welcomed all shareholders to the Meeting. The Chairman called the Meeting to order and informed that notice of the Annual General Meeting along with Annual Report for the year 2024-25 was sent through email to members on 6th September 2025 and the same was taken as read.

Instructions for Attending the AGM:

Company Secretary apprised the shareholders about the general instructions for attending the AGM through VC/OAVM. He informed that, in compliance with the circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI), the Annual General Meeting of KIOCL Limited was held through Video Conference or any other Audio-Visual means.

Chairman Speech:

Chairman addressed the Shareholders and outlined the performance of the Company for FY 2024-25.

Auditors Report/Secretarial Audit Report:

Company Secretary read out the Independent Auditor's Report, Secretarial Audit Report, Corporate Governance Compliance Certificate, C&AG comments. He informed that, the Statutory Auditors had given an 'unmodified' Audit report. The Comptroller & Auditor General of India had given 'NIL' comments on the Audited Financial Statements of the Company for the Financial Year 2024-25. The Secretarial Audit Report and Corporate Governance Compliance Certificate forming part of Annual Report 2024-25 were also taken as read.

Voting:

Company Secretary informed members that in compliance with the applicable statutory provisions, the Company had provided remote e-voting facility from Friday, September 26, 2025 at 09:00 A.M. (IST) to Sunday, September 28, 2025 at 05:00 P.M. (IST) to all the shareholders holding shares as on cut-off date i.e., Monday, September 22, 2025, to enable them to cast their votes electronically on the items mentioned in the Notice of the AGM. It was informed that the shareholders, who have not cast their vote through remote e-voting, can cast their vote during the AGM by using the e-voting facility provided by CDSL and that the Company had appointed Shri. J K Das of M/s J K Das & Associates, Practicing Company Secretary, as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

Following items of business as set out in the Notice of 49th AGM were transacted at the Meeting: -

ORDINARY BUSINESS & ORDINARY RESOLUTION:

1. Adoption of Financial Statements for the year ended March 31st, 2025 and the Reports of the Board of Directors and the Auditors thereon and Comments of the C&AG.
2. Re-appointment of Shri Binay Krushna Mahapatra (DIN: 09613777), as a director, who retires by rotation.
3. Fixing the remuneration of Statutory Auditors.

SPECIAL BUSINESS & ORDINARY RESOLUTION:

1. Appointment of Shri. Gopalakrishnan Ganesan (DIN: 11163002) as Govt. Nominee Director, liable to retire by rotation.

2. Appointment of Secretarial Auditor.
3. Ratification of Remuneration of the Cost Auditor.

SPECIAL BUSINESS & SPECIAL RESOLUTION:

1. Re- Appointment of Shri. Changdev Sukhadev Kamble (DIN: 09351638) as Independent Director.

Shareholder Participation:

Three (3) shareholders had requested to speak at the AGM; however, they did not join the meeting.

One of the shareholders sought certain information relating to the performance of the Company, to which the Company has provided the necessary clarification.

Concluding Remarks:

Chairman thanked the shareholders for their continued support and participation in the Meeting and informed that e-voting on the proposed 7 (Seven) resolutions would be kept open for 30 minutes after conclusion of the Meeting, to enable the members to cast their votes. The Consolidated Scrutinizer's report on the votes cast through remote e-voting and e-voting during the AGM would be intimated to the Stock Exchanges and be uploaded on the website of the Company and CDSL on or before October 01st, 2025.

There being no other business to transact, the Chairman declared closure of the Meeting at 11:35 P.M. (IST). The e-voting module was kept open for further 30 minutes for voting for members who had not casted their votes during the remote e-voting period.

For KIOCL Limited,

Date: 29.09.2025
Place: Bengaluru

(Clifton Siddharth)
Company Secretary & Compliance Officer
[Email: cs@kioclltd.in](mailto:cs@kioclltd.in)