

**Kore Foods Limited**  
(Formerly known as Phil Corporation Ltd.)

Registered Office: Vision House, Tivim Industrial Estate, Mapusa, Goa 403 526  
Tel No. (0832) 2257347 / 2257729

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CIN L33208GA1983PLC000520

To  
The Manager  
Corporate Relationship Department  
Bombay Stock Exchange Ltd.,  
P.J. Towers, 25<sup>th</sup> Floor,  
Dalal Street,  
Mumbai 400 001

Date: 17/09/2019

Dear Sir/ Madam,

**Sub: Submission of Proceedings of 36th Annual General Meeting.  
Script Code: 500458.**

Pursuant to Regulation 30 read with Para A of the Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed please find the Proceedings of the 36th Annual General Meeting of the Company held on 17th September, 2019.

Thankig you.

Yours faithfully  
for Kore Foods Limited



Puja Joshi  
Company Secretary-cum-Compliance Officer

**PROCEEDINGS OF THE 36TH ANNUAL GENERAL MEETING OF KORE FOODS LIMITED HELD ON TUESDAY, 17TH SEPTEMBER, 2019 AT 11.30 A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT VISION HOUSE, TIVIM INDUSTRIAL ESTATE, MAPUSA, GOA – 403526.**

**The following Directors were present:**

Mr. Sadashiv Shet	- Chairman and Member
Mr. A. Y. Fazalbhoy	- Director
Mr. Sayed Abbas	- Director
Mr. K. D. Bhat	- Director and Member
Mr. John Silveira	- Managing Director and Member
Mrs. Mona D'souza	- Director and Member

**In attendance:**

Mrs. Puja Joshi	- Company Secretary
Mrs. S. V. Shah	- Partner of Auditors Firm
Mr. Shivaram Bhat	- Scrutinizer (E-voting/Poll)

**Members Present:**

32 Members were present in person including representative of Body Corporates and no proxy was there at the Meeting.

Mr. Sadashiv Shet Chaired the proceedings of the Meeting.

The Company Secretary announced that the requisite quorum is present and the formal proceedings of the meeting could commence and thereafter, the Chairman called the Meeting to order.

The Chairman welcomed the Members to the 36th Annual General Meeting. The Chairman informed the Members that Register of Books as required under the Companies Act, 2013 have been placed on the table and shall remain open and available for inspection during the meeting. The Chairman also informed that the Company has not received any proxy in the concerned meeting.

The Notice convening the 36th Annual General Meeting together with the explanatory statement was taken as read with the unanimous consent of the members present at the meeting.

The Chairman informed the Members that there were no qualifications in the Auditors Report and the Auditors Report was read by the Company Secretary Mrs. Puja Joshi.

The Chairman informed the Members that the Company had arranged for the E-Voting facility from 13<sup>th</sup> September, 2019 to 16<sup>th</sup> September, 2019. Members who had participated in E-voting are not entitled to cast their vote in the meeting and Members who had not participated in the e-voting and who attended the meeting can cast their vote in the meeting.

The Chairman further informed that the Company has arranged for a poll on all the six resolutions proposed to be passed at the meeting. Thereafter all the six resolutions were proposed and seconded.

The Resolution voted for by the members through E-voting and Poll briefly relates to the following:



## **ORDINARY BUSINESS:**

### **Item No. 01 : Adoption of Financial Statements**

The Audited Financial Statements for the year ended 31st March, 2019 were placed before the Members for their adoption and approval. The Members considered the Audited Statement of Profit and Loss Account for the financial year ended 31st March, 2019 and the Balance Sheet as on that date together with notes thereto and Cash Flow Statement as on 31.03.2019 and other relevant information and the Auditors' Report and the Directors' Report thereto.

In this respect a resolution was put forward by the Chairman and accordingly the resolution was seconded by Mr. S. H. Kothari.

The Chairman invited queries from the Members on the resolution. Since there were no queries raised by the Members, the Chairman proceeded to take up the next matter on the agenda.

### **Item No. 02: Re-appointment of Director retiring by Rotation**

The Chairman informed that Mr. Abdullah Fazalbhoj being interested in this item of agenda cannot participate in the meeting. Mr. Abdullah Fazalbhoj did not participate in the meeting for this agenda item.

The matter concerning the Re-appointment of Mr. Abdullah Fazalbhoj (DIN:02120039), as a Director of the Company was placed before the Members for their consideration and approval. In this respect a resolution was put forward by the Chairman and accordingly, Mr. S. M. Shetty proposed the resolution. The resolution was seconded by Mr. G. P. Harmalkar.

The Chairman invited the queries from the Members on the resolution. Since there were no queries raised by the Members, the Chairman proceeded to take up the next matter on the agenda and requested Mr. Abdullah Fazalbhoj to participate the meeting for remaining items of Agenda. Mr. Abdullah Fazalbhoj participated the meeting for the remaining items of Agenda.

The Chairman informed that Mr. John Silveira being interested in next item of agenda cannot participate in the meeting. Mr. John Silveira did not participate in the meeting for next agenda item.

## **SPECIAL BUSINESS**

### **Item No. 03: Re-appointment of Mr. John Silveira as Managing Director of the Company**

The matter concerning the Re-appointment of Mr. John Silveira (DIN:06411293) as Managing Director of the Company was placed before the Members for their consideration and approval. In this respect a resolution was put forward by the Chairman and accordingly, Mr. Gireesh Pai proposed the resolution. The resolution was seconded by Mr. Bharat Tanavade.

The Chairman invited the queries from the Members on the resolution. Since there were no queries raised by the Members, the Chairman proceeded to take up the next matter on the agenda and requested Mr. John Silveira to participate the meeting for remaining items of Agenda. Mr. John Silveira participated the meeting for the remaining items of Agenda.

The Chairman informed that he being interested in the next Agenda Item requested Mr. Sayed



The Chairman informed that he being interested in the next Agenda Item requested Mr. Sayed Abbas to Chair the Meeting for the next Agenda Item and did not participated in the meeting for next agenda item.

Mr. Sayed Abbas took the Chair.

**Item No. 04: Re-appointment of Mr. Sadashiv Shet as an Independent Director for 5 years**

The matter concerning the Re-appointment of Mr. Sadashiv Shet (DIN:02227102) as an Independent Director of the Company was placed before the Members for their consideration and approval. In this respect a resolution was put forward by the Chairman and accordingly, Mr. John Silveira proposed the resolution. The resolution was seconded by Mrs. Pamela Dias.

The Chairman invited the queries from the Members on the resolution. Since there were no queries raised by the Members, the Chairman proceeded to take up the next matter on the agenda.

Mr. Sayed Abbas requested Mr. Sadashiv Shet to participate in the meeting and take the Chair for the remaining Agenda items of the Meeting.

Mr. Sadashiv Shet took the Chair.

Mr. Sadashiv Shet informed that Mrs. Mona D'Souza cannot participate for the next item of Agenda as she is interested in the agenda item.

Mrs. Mona D'Souza did not participated in the meeting for next agenda item.

**Item No. 05: Appointment of Mrs. Mona D'Souza as Non-Executive Director of the Company**

The matter concerning the Appointment of Mrs. Mona D'Souza (DIN:08459994) as Non-Executive Director of the Company was placed before the Members for their consideration and approval. In this respect a resolution was put forward by the Chairman and accordingly, Mrs. Philomena D Souza proposed the resolution. The resolution was seconded by Mr. Prasad Deshpabhu.

The Chairman invited the queries from the Members on the resolution. Since there were no queries raised by the Members, the Chairman proceeded to take up the next matter on the agenda.

The Chairman requested Mrs. Mona D'Souza to participate for the next agenda item.

Mrs. Mona D'Souza participated in the meeting for the next agenda item.

**Item No. 06: Approval on Related Party Transactions (RPT) under the Companies Act, 2013 and clause 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

The Chairman informed that Mr. Abdullah Fazalbhoy and his relatives as well as John Silveria being interested in this item cannot participate in the meeting for this item.

They did not participated for this item of Agenda.

The matter concerning the Approval on Related Party Transactions was placed before the Members for their consideration and approval. In this respect a resolution was put forward by the Chairman and accordingly, Mr. Khalid Mulla proposed the resolution. The resolution was seconded by Mrs. Shalini Lobo.

The Chairman invited the queries from the Members on the resolution. Since there were no queries raised by the Members, the Chairman then informed the members that all resolutions proposed and seconded.

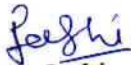
The Chairman then announced to the Members to proceed for the Poll process and informed that the Board has appointed Mr. Shivaram Bhat, a Company Secretary in Practice as a Scrutinizer to conduct the voting process in a fair and transparent manner. He also mentioned to the Members that Mr. Shivaram Bhat is neither an Officer nor an Employee of the Company.

The Chairman further requested Mr. Abdullah Fazalbhoj and his relatives and Mr. John Silveria to participate in the meeting. On request they participated in the Meeting.

**VOTE OF THANKS:**

There being no other business to transact, the meeting concluded at 12.45 P.M. with a vote of thanks by Mr. Abdullah Y Fazalbhoj, to the Board of Directors and Shareholders present at the meeting.

For Kore Foods Limited

  
Puja Joshi  
Company Secretary