

K G DENIM LIMITED

CIN : L17115TZ1992PLC003798

THEN THIRUMALAI

METTUPALAYAM.- 641 302.

COIMBATORE DISTRICT

TAMILNADU, INDIA.

GST No. : 33AAACK7940C1ZW

kg
Denim

Phone : 0091-4254-235240

Fax : 0091-4254-235400

Email : cskgdl@kgdenim.in



KGDL/SECTL/2019

28.09.2019

BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street
MUMBAI - 400 001.

Scrip Code : 500239

Dear Sirs,

Sub : Submission of Scrutinizer Report for the year ended 31st March, 2019.

We hereby inform you that at the 27th Annual General Meeting (AGM) of the Company held on 26th September, 2019 at 4.30 p.m. at the Registered Office of the Company i.e., Then Thirumalai, Jadayamapalayam, Coimbatore – 641 302, the shareholders of the Company have approved all the items set out in the Notice convening the Annual General Meeting.

We are herewith attaching Scrutinizer Report of Mr M.R.L.Narasimha, Practicing Company Secretary for Evoting and Ballot voting.

This is for your kind perusal and records.

Thanking you

Yours faithfully
for **K G DENIM LIMITED**


M BALAJI
COMPANY SECRETARY
Membership No.: 8575

Encl : As above

September 27, 2019

REPORT OF SCRUTINIZER

{Pursuant to the section 108 of the Companies Act, 2013 and rule 20 (4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015}

To

The Chairman

K G DENIM LIMITED

CIN: - L17115TZ1992PLC003798

THEN THIRUMALAI, JADAYAMPALAYAM

METTUPALAYAM – 641 302

Dear Sir,

I, M.R.L. Narasimha B.Com, FCS, Practicing Company Secretary, Coimbatore was appointed as Scrutinizer for the 27th (Twenty Seventh) Annual General Meeting of Equity Shareholders of K G DENIM LIMITED to be held on 26th September 2019 at 4.30 PM for the purpose of scrutinizing the E-Voting process and Physical Ballot Voting at the venue carried out as per section 108 of the Companies Act 2013, and Rule 20(4) (xii) of the companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the (Listing Obligations And Disclosure Requirements) Regulations, 2015 on the resolutions referred to this report.

I Submit my Report as under

1. The Notice was sent to all the Members, whose names appeared in the Register of Members as on 16th August 2019 to vote on the proposed 5 (Five) Resolutions as mentioned in the Notice of Annual General Meeting of K G DENIM LIMITED (Item No.1 (One) to Item No.5 (Five)) of the Notice of the Annual General Meeting of K G DENIM LIMITED. The members holding equity shares as on the cutoff date i.e. 18th September 2019 were only considered for E-voting and voting at the meeting of the venue.
2. The E-Voting period remained open from 09.00 AM on 23rd September 2019 up to 05.00 PM on 25th September 2019.

Report of Scrutinizer on remote E-voting & Voting by members of M/S. K G DENIM LIMITED at the 27th AGM

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3. The Chairman, at the Annual General Meeting, at the end of discussions on the Resolutions contained in the Notice, allowed voting at the venue of Annual General Meeting on the Ballot Forms provided at the meeting venue to all those members who were present at the meeting but have not cast their votes by availing the remote E-voting.
4. After the conclusion of the Meeting, the Ballot boxes were opened in my presence and the Physical Ballot forms were diligently scrutinized and reconciled with the records maintained by the Registrar and Transfer Agents of the Company. I thereafter first counted the votes cast at meeting through these Ballot Forms.
5. The votes cast through E-Voting were unblocked on 27th September 2019 at 07.21 AM in the presence of Mr. M.L. Adithya Sudharshan and Mr. G. Krishnakumar who is not in employment of the company.
6. In tune with the Instructions contained in the instructions given for E-voting sent along with the Notice dated on 05th August 2019, in respect of members who have voted in two modes (ie E-Voting, Physical Ballot form voted at the venue, I have considered only E-Voting by not reckoning the voting done through Ballot form at the venue of the meeting.
7. Nine (9) Ballot papers were rejected, for being incomplete and wrong marking.
8. I have collated the votes received through E-Voting process, Physical Ballot forms voted at venue and the same have been furnished hereunder: -

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Consolidated Results

- i. Consider and adopt audited Financial Statements, Reports of the Board of Directors and Auditors

Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage
	No of Folios	Number of Votes	No of Folios	Number of Votes	No of Folios	Number of Votes	
Assent	25	1,26,03,786	34	2,110	59	1,26,05,896	99.99*
Dissent	7	1,011	-	-	7	1,011	0.01
Abstain	-	-	-	-	-	-	-
Total	32	1,26,04,797	34	2,110	66	1,26,06,907	100

Based on the aforesaid results, I report that the **Ordinary Resolution** as contained in Item.No.1 of the Notice dated on 05th August,2019, has been passed with requisite majority



Consolidated Results


ii. To Declare Dividend

Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage
	No of Folios	Number of Votes	No of Folios	Number of Votes	No of Folios	Number of Votes	
Assent	29	1,26,03,793	34	2,110	63	1,26,05,903	99.99
Dissent	3	1,004	-	-	3	1,004	.01
Abstain	-	-	-	-	-	-	-
Total	32	1,26,04,797	34	2,110	66	1,26,06,907	100

Based on the aforesaid results, I report that the Ordinary Resolution as contained in Item.No.2 of the Notice dated on 05th August,2019, has been passed with requisite majority

Report of Scrutinizer on remote E-voting & Voting by members of M/S. K G DENIM LIMITED at the 27th AGM

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Consolidated Results

iii. Appointment of Smt T. Anandhi (DIN-00050786) who retires by rotation, as a Director

Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage
	No of Folios	Number of Votes	No of Folios	Number of Votes	No of Folios	Number of Votes	
Assent	14	32,81,419	33	2,056	47	32,83,475	26.05
Dissent	10	1,015	1	54	11	1,069	.01
Abstain	8	93,22,363	0	0	8	93,22,363	73.94
Total	32	1,26,04,797	34	2,110	66	1,26,06,907	100

Based on the aforesaid results, I report that the Ordinary Resolution as contained in Item.No.3 of the Notice dated on 05th August,2019, has been passed with requisite majority

Report of Scrutinizer on remote E-voting & Voting by members of M/S. K G DENIM LIMITED at the 27th AGM

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Consolidated Results

iv. Remuneration payable to **Smt. T. Anandhi (DIN-00050786)** Non-Executive Director

Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage
	No of Folios	Number of Votes	No of Folios	Number of Votes	No of Folios	Number of Votes	
Assent	14	32,81,419	34	2,110	48	32,83,529	26.05
Dissent	10	1,015	0	0	10	1,015	0.01
Abstain	8	93,22,363	-	-	8	93,22,363	73.94
Total	32	1,26,04,797	34	2,110	66	1,26,06,907	100

Based on the aforesaid results, I report that the **Special Resolution** as contained in Item.No.4 of the Notice dated on 05th August,2019, has been passed with requisite majority

Report of Scrutinizer on remote E-voting & Voting by members of M/S. K G DENIM LIMITED at the 27th AGM

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Consolidated Results

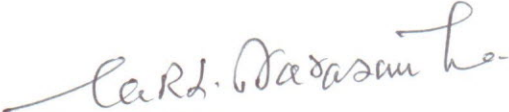
v. Ratification of remuneration to Cost Auditor

Particulars	Remote E-Voting		Voting at the AGM		Total		Percentage
	No of Folios	Number of Votes	No of Folios	Number of Votes	No of Folios	Number of Votes	
Assent	22	1,26,03,782	34	2,110	56	1,26,05,892	99.99
Dissent	10	1,015	-	-	10	1,015	.01
Abstain	-	-	-	-	-	-	-
Total	32	1,26,04,797	34	2,110	66	1,26,06,907	100

Based on the aforesaid results, I report that the Ordinary Resolution as contained in Item.No.5 of the Notice dated on 05th August,2019, has been passed with requisite majority

Thanking you,

Yours faithfully,

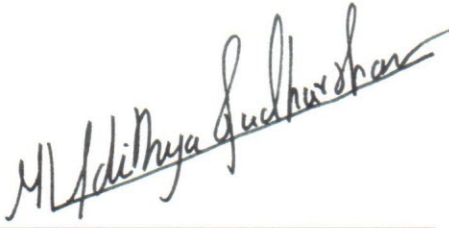

(M.R.L. NARASIMHA)

SCRUTINIZER

M.R.L. NARASIMHA, B.Com., FCS
Practising Company Secretary
M.No: 2851; C.P. 799,
Old No:34-C, New No: 8, IIIrd CROSS,
RAMALINGA NAGAR, K.K. PUDUR,
COIMBATORE - 641 038.

M.R.L. Narasimha BCom, FCS
PRACTISING COMPANY SECRETARY

We the undersigned have witnessed that the votes cast through remote e-voting and voting at the AGM Venue were unblocked from CDSL's e-voting website <https://www.evotingindia.com> in our presence on 27th September 2019 at 07.21 AM.



Name: - M.L. Adithya Sudharshan
Address: - Lotus 370-A
Alagesan Road
S.B. Mission Post
Coimbatore 641-011



Name: - G Krishnakumar
Address: - 18, Nanjappa Nagar
Singanallur
Coimbatore-641005

Report of Scrutinizer on remote E-voting & Voting by members of M/S. K G DENIM LIMITED at the 27th AGM