

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



28.09.2021

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

Scrip Code : 500239

Dear Sir/Madam,

Sub : Result of voting and Scrutinizers Report – 29th Annual General Meeting (AGM) held on 27.09.2021.

Ref : K G Denim Limited

Disclosure of voting results of 29th Annual General Meeting of the Company.

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Please find attached herewith for voting results in respect of remote e-voting and voting at AGM of the resolutions Item Nos.1 to 6 as per the Notice dated 29th July, 2021, of the Annual General Meeting of the Company held on September, 27, 2021.

A copy of the Consolidated Scrutinizer's Report dated September 28, 2021 in respect of the votes cast through remote e-voting and voting at AGM is enclosed herewith.

Kindly take the above on record.

Thanking you

Yours faithfully
for **K G DENIM LIMITED**

M BALAJI
COMPANY SECRETARY
Membership No.: 8575

Encl : As above

REPORT OF SCRUTINIZER

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014)

To,

The Chairman,

29th (Twenty-Ninth) Annual General Meeting (AGM) of the Equity Shareholders of K G DENIM LIMITED held on Monday, September 27, 2021, at 03:30 p.m. through Video Conferencing (VC) or Other Audio-Visual Means (OAVM).

Dear Sir,

I, M.R.L. Narasimha, Practicing Company Secretary, residing at 34-C 3rd Cross Ramalinga Nagar K.K.Pudur Coimbatore 641-038, appointed as Scrutinizer by the Board of Directors of K G DENIM LIMITED (the Company) for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) during the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 29th Annual General Meeting of the Equity Shareholders of the Company held on Monday, September 27, 2021 at 03:30 p.m. through VC, submit my report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the AGM by the shareholders on the resolutions proposed in the Notice of the 29th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through e-voting (remote e-voting) and by electronic voting (e-voting) at the AGM are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favor or against if any, to the Chairman on the resolutions.
2. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by Central Depository Services (India) Limited (CDSL)

M.R.L. Narasimha

3. In accordance with the Notice of the 29th Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on September 9, 2021, the remote e-voting opened at 9:00 AM on September 24, 2021, and remained open up to 5:00 PM on September 26, 2021.
4. After declaration of voting by the Chairman, the shareholders present at the AGM through VC voted through e-voting facility provided by CDSL at the AGM.
5. The Equity Shareholders holding shares as on September 20, 2021, "cut off date", were entitled to vote electronically on the resolutions stated in the Notice of the 29th Annual General Meeting of the Company.
6. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by CDSL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
7. After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of Central Depository Services Limited ([https:// www.evotingindia.com](https://www.evotingindia.com)) in the presence of two witnesses, who are not in the employment of the company. The e-voting data/results downloaded from the e-voting system of CDSL were scrutinized and reviewed, the votes were counted, and the results were prepared.
8. Based on the data downloaded from CDSL e-voting system, the total votes cast in favor or against all the resolutions proposed in the Notice dated July 29, 2021 of the AGM are as under

M. R. L. Narasimha

Consolidated Results of Remote E-Voting and E-Voting at the AGM of K G Denim Limited

a) Ordinary Business

Resolution-1: Ordinary Resolution

To consider and adopt Standalone and Consolidated Annual Financial Statements including the Balance Sheet as at 31st March 2021, the Statement of Profit and Loss and Cash Flow Statements for the year ended 31st March 2021 and the Reports of the Directors and Auditors thereon

Particulars	Remote E-Voting and E-Voting at the AGM		Percentage
	No of Folios	Number of Votes	
Assent	63	1,31,15,840	99.9984
Dissent	9	212	.0016
Abstain	-	-	-
Rejections	-	-	-
Total	72	1,31,16,052	100

Based on the aforesaid result, I report that the **Ordinary Resolution** as set-out in, **item no-1** of the Notice of Annual General Meeting dated 29th July 2021 has been passed with requisite majority.

M.R.L. Narasimha

Consolidated Results of Remote E-Voting and E-Voting at the AGM of K G Denim Limited

b) Ordinary Business

Resolution-2: Ordinary Resolution

To appoint a Director in place of Shri B Srihari (DIN : 00002556), who retires by rotation and, being eligible, offers himself for reappointment.

Particulars	Remote E-Voting and E-Voting at the AGM		Percentage
	No of Folios	Number of Votes	
Assent	59	60,96,662	46.4824
Dissent	10	312	.0024
Abstain	3	70,19,078	53.5152
Rejections	-	-	-
Total	72	1,31,16,052	100

Based on the aforesaid result, I report that the **Ordinary Resolution** as set-out in, **item no-2** of the Notice of Annual General Meeting dated 29th July 2021 has been passed with **requisite majority**

M. R. L. Narasimha

Consolidated Results of Remote E-Voting and E-Voting at the AGM of K G Denim Limited

c) Special Business
Resolution-3: Special Resolution

To fix the remuneration of Shri KG Baal Krishnan (DIN : 00002174) as the Executive Chairman of the Company with effect from 01.04.2021 to 02.11.2023

Particulars	Remote E-Voting and E-Voting at the AGM		Percentage
	No of Folios	Number of Votes	
Assent	59	60,96,662	46.4824
Dissent	10	312	.0024
Abstain	3	70,19,078	53.5152
Rejections	-	-	-
Total	72	1,31,16,052	100

Based on the aforesaid result, I report that the **Special Resolution** as set-out in, **item no-3** of the Notice of Annual General Meeting dated 29th July 2021 has been passed with **requisite majority**

M.R.L. Narasimha

Consolidated Results of Remote E-Voting and E-Voting at the AGM of K G Denim Limited

d) Special Business

Resolution-4: Ordinary Resolution

To fix the remuneration of Shri B Sriramulu (DIN-00002560) as the Managing Director of the Company with effect from 01.04.2021 to 02.11.2023

Particulars	Remote E-Voting and E-Voting at the AGM		Percentage
	No of Folios	Number of Votes	
Assent	58	60,96,162	46.4786
Dissent	11	812	0.0062
Abstain	3	70,19,078	53.5152
Rejections	-	-	-
Total	72	1,31,16,052	100

Based on the aforesaid result, I report that the **Ordinary Resolution** as set-out in, **item no-4** of the Notice of Annual General Meeting dated 29th July 2021 has been passed with **requisite majority**

M.R.L. Narasimha

Consolidated Results of Remote E-Voting and E-Voting at the AGM of K G Denim Limited

e) Special Business

Resolution-5: Ordinary Resolution

To fix the remuneration of Shri B Srihari (DIN-00002556) as the Managing Director of the Company with effect from 01.04.2021 to 02.11.2023

Particulars	Remote E-Voting and E-Voting at the AGM		Percentage
	No of Folios	Number of Votes	
Assent	58	60,96,162	46.4786
Dissent	11	812	0.0062
Abstain	3	70,19,078	53.5152
Rejections	-	-	-
Total	72	1,31,16,052	100

Based on the aforesaid result, I report that the **Ordinary Resolution** as set-out in, item no-5 of the Notice of Annual General Meeting dated 29th July 2021 has been passed with **requisite majority**

M.R.L. Narasimha

Consolidated Results of Remote E-Voting and E-Voting at the AGM of K G Denim Limited

f) Special Business

Resolution-6: Ordinary Resolution

Ratification of Remuneration to be paid to Mr M Nagarajan, Cost Accountant, for the conduct of the cost audit of the Company's Textile manufacturing plant at Then Thirumalai, Jadayampalayam, Coimbatore 641 302

Particulars	Remote E-Voting and E-Voting at the AGM		Percentage
	No of Folios	Number of Votes	
Assent	62	1,31,15,740	99.9976
Dissent	10	312	0.0024
Abstain	-	-	-
Rejections	-	-	-
Total	72	1,31,16,052	100

Based on the aforesaid result, I report that the **Ordinary Resolution** as set-out in, **item no-6** of the Notice of Annual General Meeting dated 29th July 2021 has been passed with **requisite majority**

M. R. L. Narasimha

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

9. All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves, and signs the minutes of the 29th Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

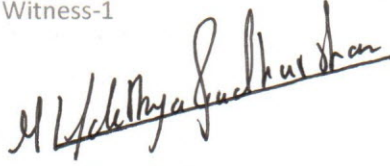
Place: - Coimbatore

Date: - 28-09-2021

UDIN: - F002851C001020230

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.

Witness-1



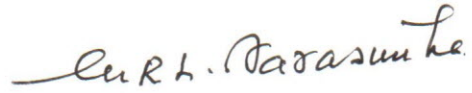
M.L. Adithya Sudharshan

Lotus 370-A

Alagesan Road

S.B. Mission Post

Coimbatore 641-011



M.R.L. Narasimha

Practising Company Secretary

FCS: - 2851

COP: - 799

PRC.No: -1420/2021

Witness-2



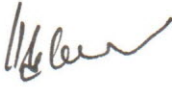
S. Padmavathy

599 Telegu Street

Coimbatore 641-001

Based on the Scrutinizer's report the resolutions 1 to 6 have been passed with requisite majority.

For K G Denim Limited



KGB x KG Baal Krishnan

Executive Chairman

DIN:-00002174