



Ref: KCP: CS : BSE : RB : 19-20 : 85202

May 8, 2020

National Stock Exchange of India Limited (NSE)
BandraKurla Complex,
Bandra (E)
Mumbai-400 051
Scrip : KCP

Bombay Stock Exchange Ltd (BSE)
Floor No.25, P J Towers
Dalal Street,
Mumbai 400 001
Scrip - 590066

Dear Sir,

Sub: Result of the Postal Ballot

Ref : Regulation 30 and 44 of the SEBI (LODR) Regulations, 2015.

Pursuant to the provisions of Regulation 30 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we wish to inform you that following resolutions have been passed by the Members of the Company with requisite majority on May 6, 2020, being the last date of receiving Postal Ballot and E-voting:

1. Special Resolution for Appointment of Dr. V.L. Indira Dutt as Chairperson & Managing Director of the Company.
2. Special Resolution for Re-appointment of Smt. V. Kavitha Dutt as Joint Managing Director of the Company.
3. Ordinary Resolution for Appointment of Smt. Janaki Pillai as Independent Woman Director of the Company.

Please find enclosed herewith the following:

1. Voting Results as required under Regulation 44 of the Listing Regulations.
2. Report of Scrutinizer dated May 8, 2020, pursuant to the provisions of Section 108 and Section 110 of the Companies Act, 2013 and read with Companies (Management and Administration) Rules, 2014.

The voting results along with the Scrutinizer's Report will also be available on the Company's Website: www.kcp.co.in.

Thanking you,
Yours faithfully,
For THE KCP LIMITED,

Y. VIJAYAKUMAR
COMPANY SECRETARY

THE KCP LIMITED

Registered Office: Ramakrishna Buildings, 2, Dr. P. V. Cherian Crescent, Egmore, Chennai 600 008. INDIA


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www.kcp.co.in

CIN : L65991TN1941PLC001128

THE KCP LIMITED

A) DETAILS OF THE VOTING RESULT BY POSTAL BALLOT PROCESS PURSUANT TO REGULATION 44(3) OF SEBI LODR		
Sr. No.	Particulars	Details
1.	Date of the Notice of Postal Ballot	29th February 2020
2.	Total number of shareholders as on cut-off date 28/02/2020	22662
3.	Special Resolutions	<ol style="list-style-type: none"> 1. Resolution for Appointment of Dr. V.L. Indira Dutt as Chairperson & Managing Director of the Company. 2. Resolution for Re-appointment of Smt. V. Kavitha Dutt as Joint Managing Director of the Company.
4.	Ordinary Resolution	Resolution for Appointing Smt. Janaki Pillai as an Independent Woman Director of the Company.
5.	Mode of voting	Through Physical Postal Ballot Form and e-voting process.

For THE K.C.P. LIMITED

 COMPANY SECRETARY

B) RESULTS OF THE POSTAL BALLOT PROCESS				
S.No	Business	Resolution required (Ordinary / Special)	Mode of Voting	Remarks
1.	Resolution for Appointment of Dr. V.L. Indra Dutt as Chairperson & Managing Director of the Company	Special	e-voting and Physical Postal Ballot	Passed with requisite majority.
2.	Resolution for Re-appointment of Smt. V. Kavitha Dutt as Joint Managing Director of the Company	Special	e-voting and Physical Postal Ballot	Passed with requisite majority.
3.	Resolution for Appointing Smt. Janaki Pillai as an Independent Woman Director of the Company	Ordinary	e-voting and Physical Postal Ballot	Passed with requisite majority.

For THE K.C.P. LIMITED

 COMPANY SECRETARY



SCRUTINIZER REPORT

To
The Chairperson,
M/s. THE K C P LIMITED,
"Ramakrishna Buildings",
No.2, Dr. P.V. Cherian Crescent,
Egmore, Chennai – 600008

Dear Madam,

Sub: Scrutinizer's Report on e-voting and Postal Ballot process conducted pursuant to the provisions of Section 108 and 110 of the Companies Act 2013 ('the Act') read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014

- 1) The Board of Directors of **M/s. THE K C P LIMITED** at its meeting held on 29th February, 2020 had appointed us as a Scrutinizer for scrutinizing the postal ballot including e-voting process in a fair and transparent manner pursuant to Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 and as amended from time to time for resolutions set out in the Postal Ballot Notice dated 29th February, 2020.
- 2) We hereby submit our report as under:
 - (i). The company had completed on 14th March, 2020 the dispatch of postal ballot forms along with postage prepaid business reply envelope to its Members whose name(s) appeared on the Register of Members / List of Beneficiaries as on 28th February, 2020.
 - (ii). The Company published advertisements relating to dispatch of postal ballot forms / e-mails in Dinamalar (Tamil) and Business Line (English) newspapers on 15th March, 2020 and 16th March, 2020 respectively.
 - (iii). The members of the Company as on the "cut-off" date i.e. 28th February, 2020 were entitled to vote on the resolutions through physical postal ballot forms or E-Voting platform provided by National Securities Depository Limited (NSDL).
 - (iv). The Postal Ballot voting (including e-voting) commenced on Saturday, 14th March, 2020 (9.00 A.M) and was initially scheduled to end on Monday, 13th April, 2020 (5.00 P.M) and the result of Postal Ballot was scheduled to be announced by the Company on Wednesday, 15th April, 2020. However, due to nationwide lock down on account of COVID-19 pandemic and to enable the shareholders to vote and to receive postal ballots in transit, the Company had extended the voting period for voting through e-voting platform and through Postal Ballot forms up to 06th May, 2020. Accordingly, the date of announcement of result of Postal Ballot was also extended up to 08th May, 2020.



B. Sridhar

- (v). The Company has sent email and published advertisements relating to extension of voting period and declaration of result of Postal Ballot in Dinamalar (Tamil) and Business Line (English) newspapers on 18th April, 2020.
- (vi). The votes cast through e-voting were unblocked after the completion of E-voting process on Wednesday, 06th May, 2020 at 6.20 P.M., in the presence of 2 witnesses, Mr. Anil Kumar Jain and Ms. Jyothi B, who are not in the employment of Company.
- (vii). The Postal Ballot forms received from the Members, which were kept in a locked and tamper proof ballot box, was opened on 06th May, 2020 after the closing hours in the presence of two witnesses as mentioned in (vi) above.
- (viii). The particulars of all the postal ballot forms received from the Members have been entered in an electronic register separately maintained for the purpose.
- (ix). The votes cast through Postal Ballot forms and e-voting platform were scrutinized and the shareholdings were reconciled with the Register of Members of the Company / List of Beneficiaries as on 28th February, 2020.
- (x). All postal ballot forms received up to the close of working hours i.e. 05.00 P.M on 06th May, 2020, the last date and time fixed by the company for receipt of the forms were considered for our scrutiny.
- (xi). Envelopes containing postal ballot forms received after closing hours on 06th May, 2020 were not considered for our scrutiny. Such envelopes aggregate to Nil.
- (xii). Envelopes containing postal ballot forms returned undelivered were not opened and are kept separately.
- (xiii). We did not find any defaced or mutilated postal ballot forms.

3) The summary of votes cast through e-voting & postal ballot forms is given below:

Resolution 1: (Special)		Appointment of Dr. V.L. Indira Dutt as Chairperson & Managing Director of the Company					
		E-voting		Postal ballot forms		Total	
		Nos.	No. of shares	Nos.	No. of shares	Nos.	No. of shares
1.	Total votes cast	124	5,48,07,449	341	76,32,370	465	6,24,39,819
2.	Less: Invalid votes	0	0	9	2,52,253	9	2,52,253
3.	Net valid votes	124	548,07,449	332	73,80,117	456	6,21,87,566
4.	Total votes favoring the resolution.	116	5,47,90,588	291	73,29,565	407	6,21,20,153
5.	Total votes against the resolution.	8	16,861	41	50,552	49	67,413

**Note: (a) In postal ballot Seven shareholders holding 3750, 21000, 29000, 1900, 9, 1120 and 70 shares as on the cut-off date had casted their vote for 3000, 2100, 2900, 1500, 5, 400 and 30 shares respectively*



A. Anil

(b) In postal ballot 20 shareholders holding cumulatively 80,131 shares as on the cut-off date had abstained from voting

% of votes in favor of the resolution : 99.892%
 % of votes against the resolution : 0.108%

Resolution 2: (Special)		Re-appointment of Smt. V. Kavitha Dutt as Joint Managing Director of the Company.					
		E-voting		Postal ballot forms		Total	
		Nos.	No. of shares	Nos.	No. of shares	Nos.	No. of shares
1.	Total votes cast.	123	5,48,07,374	334	76,26,050	457	6,24,33,424
2.	Less: Invalid votes	0	0	9	2,52,253	9	2,52,253
3.	Net valid votes	123	5,48,07,374	325	73,73,797	448	6,21,81,171
4.	Total votes favoring the resolution.	109	5,47,89,053	283	73,22,440	392	6,21,11,493
5.	Total votes against the resolution.	14	18,321	42	51,357	56	69,678

*Note: (a) In postal ballot Seven shareholders holding 3750, 21000, 29000, 1900, 9, 1120 and 70 shares as on the cut-off date had casted their vote for 500, 2100, 2900, 400, 2, 400 and 20 shares respectively.

(b) In e-voting One share holder holding 75 shares as on the cut-off date had abstained from voting

(c) In postal ballot 27 shareholders holding cumulatively 82,838 shares as on the cut-off date had abstained from voting

% of votes in favor of the resolution : 99.888%
 % of votes against the resolution : 0.112%

Resolution 3: (Ordinary)		Appointment of Smt. Janaki Pillai as an Independent Woman Director of the Company					
		E-voting		Postal ballot forms		Total	
		Nos.	No. of shares	Nos.	No. of shares	Nos.	No. of shares
1.	Total votes cast.	122	5,48,06,874	329	75,82,431	451	6,23,89,305
2.	Less: Invalid votes	0	0	9	2,52,253	9	2,52,253
3.	Net valid votes	122	5,48,06,874	320	73,30,178	442	6,21,37,052
4.	Total votes favoring the resolution.	108	5,47,72,708	281	72,66,676	389	6,20,39,384
5.	Total votes against the resolution.	14	34,166	39	63,502	53	97,668

*Note: (a) In postal Six shareholders holding 3750, 21000, 29000, 9, 1120 and 70 shares as on the cut-off date had casted their vote for 250, 2100, 2900, 2, 320 and 20 shares respectively



A. R. Srinivasan

(b) In e-voting Two share holders holding 75 and 500 shares as on the cut-off date had abstained from voting respectively

(c) In postal ballot 32 shareholders holding cumulatively 1,27,627 shares as on the cut-off date had abstained from voting

% of votes in favor of the resolution : 99.843%

% of votes against the resolution : 0.157%

4) Reasons for invalid and grounds for rejection:

S. No	Grounds for Rejection	No. of Ballot Papers	No. of Equity Shares
1.	Ballot paper not signed	4	1,904
2.	Signature Mismatch	1	10,100
3.	Duplicate voting	4	2,40,249
	TOTAL	9	2,52,253

5) The postal ballot forms and other related papers / registers and records will be handed over for safe custody to the Managing Director/ Joint Managing Director authorized by the Board to supervise the postal ballot process.

6) You may accordingly declare the result of the voting by Postal ballot.

Thanking you,

Place: Chennai
Date: 08.05.2020



For A. K. JAIN & ASSOCIATES
Company Secretaries

A handwritten signature in blue ink, appearing to read "B. Srividhar".

BALU SRIVIDHAR
Partner
M.No.F5869
C.P.No.3550
UDIN: F005869B000213802