

Date: 01.10.2019

To

The Manager, BSE Limited, P J Towers, Dalal Street, Mumbai	The Manager, Department of Corporate Services, National Stock Exchange of India Ltd. Exchange Plaza, Plot no. C/1, G Block Bandra-Kurla Complex, Bandra (E) Mumbai - 400 051
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Scrip Code: BSE: 590041
M/s. KAVVERI TELECOM PRODUCTS LIMITED

Dear Sir,

Sub: Submission of Scrutinizer and E-voting Results under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Annual General Meeting of the Company held on 30th September 2019

With reference to the subject cited, we hereby furnish the Scrutinizer and E-voting Results under Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, **for the Annual General Meeting of the Company held on 30th September 2019**

This is for your information and record

Thanking you.

Yours truly,

For Kavveri Telecom Products Limited

C Shivakumar Reddy
Chairman & Managing Director





FORM NO. MGT-13

REPORT OF SCRUTINIZER

Pursuant to section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) (Amendment) Rules, 2015 and voting by electronic voting system at the 24th Annual General Meeting of the Members of KAVVERI TELECOM PRODUCTS LIMITED held on Monday, the 30th September, 2019 at 10.00 A.M at No. 31-36, I Main, II Stage, Arekere MICO Layout, Bannerghatta Road, Bangalore 560 076

To

The Chairman, of 24th Annual General Meeting of the Members of KAVVERI TELECOM PRODUCTS LIMITED held on Monday, the 30th September, 2019 at 10.00 A.M at No. 31-36, I Main, II Stage, Arekere MICO Layout, Bannerghatta Road, Bangalore 560 076

Sir,

I, Sarada Putcha, Practicing Company Secretary, have been appointed as Scrutinizer by the Board of Directors, M/s. KAVVERI TELECOM PRODUCTS LIMITED (herein referred to as "the company") for the purpose scrutinizing the poll taken on the below mentioned resolutions, at the 24th Annual General Meeting of the Members of KAVVERI TELECOM PRODUCTS LIMITED held on Monday, the 30th September, 2019 at 10.00 A.M at No. 31-36, I Main, II Stage, Arekere MICO Layout, Bannerghatta Road, Bangalore 560 076

I submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, the ballot boxes were opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
2. The poll papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.





3. The result of the Poll is as under:

RESOLUTION 1

Ordinary Resolution to receive, consider and adopt the Financial Statements of the Company for the year ended 31st March 2019 including the Audited Balance Sheet and Statement of Profit & Loss Account for the year ended on that date and Reports of Directors and Auditors thereon for the said year.

i. VOTED IN FAVOUR OF RESOLUTION

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of the Total number of valid votes cast
3	3045931	100

ii. VOTED AGAINST THE RESOLUTION

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of the Total number of valid votes cast
NIL	NIL	NIL

iii. INVALID VOTES: NIL

RESOLUTION 2

Ordinary Resolution for the appointment of Mrs. R H Kasturi, who retires by rotation and being eligible offers herself for reappointment.

i. VOTED IN FAVOUR OF RESOLUTION

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of the Total number of valid votes cast
3	3045931	100





ii. VOTED AGAINST THE RESOLUTION

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of the Total number of valid votes cast
NIL	0	0

iii. INVALID VOTES: NIL

RESOLUTION 3

Ordinary Resolution for - appointment of for the re-appointment of M/s P. Murali & Co., (FRN: 007257S) Chartered Accountants, Hyderabad, as the statutory Auditors of the company for a period of Three Years to hold the office from the conclusion of this Annual General Meeting till the conclusion of the 27th Annual General Meeting to be held in the calendar year 2022 and that the Board of Directors be and is hereby authorized to fix the remuneration payable to them

i. VOTED IN FAVOUR OF RESOLUTION

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of the Total number of valid votes cast
3	3045931	100

ii. VOTED AGAINST THE RESOLUTION

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of the Total number of valid votes cast
NIL	0	0

iii. INVALID VOTES: NIL





RESOLUTION 4

Special Resolution for - re-appoint Mr. B.S. Shankarnarayan (DIN 00269705), as an Independent Director of the Company for another period of five years

i. VOTED IN FAVOUR OF RESOLUTION

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of the Total number of valid votes cast
3	3045931	100

ii. VOTED AGAINST THE RESOLUTION

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of the Total number of valid votes cast
NIL	0	0

iv. INVALID VOTES: NIL





RESOLUTION 5

Special Resolution for - re-appoint Mr. L.R.Venugopal (DIN 01058716), as an Independent Director of the Company for another period of five years

ii. VOTED IN FAVOUR OF RESOLUTION

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of the Total number of valid votes cast
3	3045931	100

ii. VOTED AGAINST THE RESOLUTION

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of the Total number of valid votes cast
NIL	0	0

v. INVALID VOTES: NIL





4. The 'Annexure' containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
5. The poll papers and all other relevant records were sealed and handover to the Director authorized by the Board for safe keeping.
6. The consolidated results of the votes cast (by e-voting and by poll) is provided as Annexure-I to this report.

Thanking you,
Yours faithfully,

P. Sarada

PUTCHA SARADA
PRACTISING COMPANY SECRETARIES
M. No. : 21717
C. P. No. :8735



PUTCHA SARADA
Practising Company Secretary
Membership No: ACS 21717
COP: 8735

Place: Hyderabad
Date: 1st October 2019



ANNEXURE-1

Consolidated results of voting (by e-voting and poll) for resolution numbers 1 to 5 of the notice of the 24th Annual General Meeting of M/s. KAVVERI TELECOM PRODUCTS LIMTIED.

Resolution No.	Total Valid Votes Cast		
	E-voting	Poll	Total
1	621	3045931	3046552
2	621	3045931	3046552
3	621	3045931	3046552
4	621	3045931	3046552
5	621	3045931	3046552

Resolution No.	Voted in favor of Resolution				Voted against Resolution			
	E-voting	Poll	Total	%	E-voting	Poll	Total	%
1	619	3045931	3046552	100	0	0	0	0
2	619	3045931	3046552	100	0	0	0	0
3	619	3045931	3046552	100	0	0	0	0
4	619	3045931	3046550	99.9999	2	0	2	0.00001
5	619	3045931	3046550	99.9999	2	0	2	0.0001

Thanking you,
Yours faithfully,

P. Sarada

PUTCHA SARADA
PRACTISING COMPANY SECRETARIES
M. No. : 21717
C. P. No. :8735



PUTCHA SARADA
Practising Company Secretary
Membership No: ACS 21717
COP: 8735
Place: Hyderabad
Date: 1st October 2019



SCRUTINIZER'S REPORT

[Pursuant to section 108 of the Companies Act, 2013 and rule 20 (3) (xi) of the Companies (Management and Administration) Rules, 2014]as amended by Companies (Management and Administration) Amendment) Rules, 2015

To

The Chairman of the 24th Annual General Meeting of the Members of KAVVERI TELECOM PRODUCTS LIMITED held on Monday, the 30th September, 2019 at 10.00 A.M at No. 31-36, I Main, II Stage, Arekere MICO Layout, Bannerghatta Road, Bangalore 560 076

Dear Sir,

I, Sarada Putcha, Company Secretary in Practice have been appointed by the Board of Directors of M/s. KAVVERI TELECOM PRODUCTS LTD, (the Company) as a Scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) as amended by Companies (Management and Administration) Amendment) Rules, 2015 on the Resolutions contained in the Notice to the 24th Annual General Meeting (AGM) of the members of the Company, held on the Monday, 30th day of September, 2019 at the registered office of the Company at No. 31-36, I Main, II Stage, Arekere MICO Layout, Bannerghatta Road, Bangalore 560 076

1. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means on the resolutions contained in the notice to the 24th Annual General Meeting (AGM) of the Members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolutions stated above, based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited, the authorised agency to provide e-voting facilities, engaged by the Company.
2. Further to the above, I submit my report as under:-
 - i. The e-voting period remained open from 10.00 a.m. on 27th September 2019 and end at 5.00 p.m. on 29th September 2019.
 - ii. The Members of the Company as on the 'cut-off' date i.e. 21st September, 2019 were entitled to vote on the resolutions (items no 1 to 5 as set out in the notice of the 24th AGM of the Company).
 - iii. The votes cast were unblocked on 1st October 2019 after 05.30 PM in the presence of two witnesses Mr Moulali Shaikand Mr G Trinath Rao who were not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.
 - iv. Thereafter, the details containing *inter-alia*, list of equity share holders, who voted 'for', 'against' each of the resolutions that were put to vote, were generated from the e-voting website of the Central Depository Services (India) Limited i.e. www.evotingindia.com and based on such reports generated, the result of the e-voting is as under:





Item No. 1:-

Ordinary Resolution to receive, consider and adopt the Financial Statements of the Company for the year ended 31st March 2019 including the Audited Balance Sheet and Statement of Profit & Loss Account for the year ended on that date and Reports of Directors and Auditors thereon for the said year.

(i) Voted **infavour** of the Resolution

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast (Favour and Against)
4	621	0

(ii) Voted **against** the Resolution

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast (Favour and Against)
0	0	0

(iii) **Invalid** votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Item No. 2:-

Ordinary Resolution for the appointment of Mrs. R H Kasturi, who retires by rotation and being eligible offers herself for reappointment.

(i) Voted **infavour** of the Resolution

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast (Favour and Against)
4	621	0

(ii) Voted **against** the Resolution

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast (Favour and Against)
0	0	0

(iii) **Invalid** votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil





Item No. 3:-

Ordinary Resolution for - appointment of for the re-appointment of M/s P. Murali & Co., (FRN: 007257S) Chartered Accountants, Hyderabad, as the statutory Auditors of the company for a period of Three Years to hold the office from the conclusion of this Annual General Meeting till the conclusion of the 27th Annual General Meeting to be held in the calendar year 2022 and that the Board of Directors be and is hereby authorized to fix the remuneration payable to them

(i) Voted **in favour** of the Resolution

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast (Favour and Against)
4	621	0

(ii) Voted **against** the Resolution

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast (Favour and Against)
0	0	0

(iii) **Invalid** votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Item No. 4:-

Special Resolution for - re-appoint Mr. B.S. Shankarnarayan (DIN 00269705), as an Independent Director of the Company for another period of five years

(i) Voted **in favour** of the Resolution

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast (Favour and Against)
3	619	99.68

(ii) Voted **against** the Resolution

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast (Favour and Against)
1	2	0.32

(iii) **Invalid** votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil





Item No. 5:-

Special Resolution for - re-appoint Mr. L.R.Venugopal (DIN 01058716), as an Independent Director of the Company for another period of five years

(iv) Voted **in favour** of the Resolution

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast (Favour and Against)
3	619	99.68

(v) Voted **against** the Resolution

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast (Favour and Against)
1	2	0.32

(vi) **Invalid** votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

Thanking you,

Yours faithfully,

P. Sarada

PUTCHA SARADA
PRACTISING COMPANY SECRETARIES
M. No. : 21717
C. P. No. :8735



PUTCHA SARADA
Practising Company Secretary
Membership No: ACS 21717
COP: 8735

Place: Hyderabad
Date: 1st October 2019