



Ref: KCP / SHARE / RB/ 21-22 /3920

September 3, 2021

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

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

Dear Sir /Madam,

Sub: Proceedings of 80th Annual General Meeting held on 3rd September, 2021

This is further to our letter dated 11th August 2021 and pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith a summary of proceedings of 80th Annual General Meeting of the Company held on 3rd September, 2021 through Audio Video Means.

All the resolutions set out in the Notice calling the Annual General Meeting were passed with the requisite majority and are deemed to be passed on the date of Annual General Meeting, i.e. 3rd September 2021.

In this regard, please find enclosed the following:

1. Annexure I – Summary of proceedings of the 80th Annual General Meeting.
2. The details of the combined voting results (i.e. result of remote e-voting together with that of the e-voting during the AGM).
3. Consolidated Report of the Scrutinizer dated 3rd September 2021.

This is for your information and records.

Thanking you,

Yours faithfully,
For THE KCP LIMITED,

Y. VIJAYAKUMAR
COMPANY SECRETARY AND
COMPLIANCE OFFICER.

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



Annexure 1

SUMMARY OF PROCEEDINGS OF 80TH ANNUAL GENERAL MEETING

The 80th Annual General Meeting of the Members of the Company was held on 3rd September, 2021 at 10-15 AM (IST). through Video Conference (VC) / Other Audio-Visual Means (OAVM).

Dr.V.L.Indira Dutt, Chairperson & Managing Director, chaired the proceedings of the Meeting. The number of shareholders as on record date 27/08/2021, were 34167. The details of number of shareholders present in the meeting are as follows:

Category	Promoter and Promoter Group	Public	Total
In person	N.A	N.A	-
Through Authorised Representative	2	N.A	2
Video Conference	2	67	69
Total	2	67	69

The Chairperson called the meeting to order as requisite quorum was present. She introduced the Directors, Auditors and other invitees present at the meeting and joined over VC/OAVM.

All the Directors of the company attended the meeting.

The Chairperson informed that in view of the restrictions due to outbreak of COVID-19 and considering the social distancing norms, the AGM was conducted through VC / OAVM. This meeting has been convened and being conducted in accordance with the circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI), then the Chairperson delivered her speech

The Chairperson informed the Members that the Report of Board of Directors, the Accounts for the financial year ended 31st March, 2021 and the Notice convening the 80th AGM were taken as read as the same had already been circulated to the Members. As there were no qualifications in the Audit Report, it was not required to be read. The Chairperson informed the Members that pursuant to the provisions of the Companies Act, 2013, the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had extended the remote e-voting facility to the Members of the Company in respect of the resolutions to be passed at the Meeting.

For THE K.C.P. LIMITED

COMPANY SECRETARY

THE KCP LIMITED

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THE K C P LIMITED

The remote e-voting commenced at 9.00 AM (IST) on Tuesday, 31st August, 2021 and ended at 5.00 PM (IST) on Thursday, 2nd September, 2021. The Chairperson informed the Members that the facility for voting through e-voting system was made available during the Meeting for Members who had not cast their vote prior to the Meeting. The Company had appointed Sri. Balu Sridhar, Partner M/s A.K. Jain & Associates, Company Secretaries, Chennai, as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting held prior and e-voting during the AGM.

Thereafter, the following resolutions as set out in the Notice convening the 80th Annual General Meeting were passed by the Members:

No.	Resolutions	Type of Resolution
Ordinary Business:		
1.	Adoption of Audited Financial Statements (Standalone and Consolidated) together with the Report of Board of Directors and Auditors thereon for the Financial Year ended 31 st March, 2021.	Ordinary
2.	To consider, declaration of Dividend for the year 2020-2021	Ordinary
3.	Resolution for the appointment a Director in the place of Sri. V. Chandrakumar Prasad (DIN: 008744154), who retires by rotation and, being eligible, offers himself for re-appointment.	Ordinary
4.	Resolution for the appointment of Director in place of Dr. Subbarao Vallabhaneni (DIN: 008746927), who retires by rotation and being eligible, offers himself for re-appointment	Ordinary
5.	Resolution for the appointment of Director in place of Sri Ravi Chitturi (DIN: 00328364), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
Special Business		
6.	Ratification of the remuneration of the Cost Auditors for the financial year ending 31st March, 2022	Ordinary
7.	Resolution for Appointment of the Statutory Auditors of the Company.	Ordinary

On the invitation of the Chairperson, Members who had registered themselves as speakers, addressed the meeting through VC/OAVM and sought clarifications on the Company's accounts and businesses.

The Chairperson responded to the queries of the Members and provided clarifications.

Thereafter, the Chairperson informed the members that the Company has arranged for e-voting facility at the AGM for those, who have not exercised their vote through remote e-voting and requested the members who have not cast their votes through remote e-voting to cast their votes and the electronic voting facility will be open and available for the next 15 minutes enabling the members eligible to exercise their e-voting and thereafter the meeting will be deemed as concluded.

For THE K.C.P. LIMITED

COMPANY SECRETARY

The Chairperson further announced that the e-voting results along with the consolidated Scrutinizer's Report shall be informed to Stock Exchanges and also be placed on the website of the Company, NSDL and Stock Exchanges. The meeting concluded at 11.03 PM. after being open for 15 minutes for e-voting to be completed.

Post completion of the Annual General Meeting, after scrutiny of votes the Scrutinizer submitted his Report. As per the report submitted by the Scrutinizer considering the consolidated results of the remote e-voting held prior and e-voting during the AGM, all resolutions (Ordinary) proposed in the Notice of Annual General Meeting dated 25th June, 2021 were passed with requisite majority.

For THE K.C.P. LIMITED

COMPANY SECRETARY



CONSOLIDATED SCRUTINISER REPORT
[Pursuant to Section 108 of the Companies Act, 2013, and
Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairperson,
of the 80th Annual General Meeting of the Shareholders of **M/s. THE K.C.P. LIMITED**, held on Friday,
September 03, 2021 at 10.15 A.M IST through Video Conferencing ("VC")/ Other Audio Visual Means
("OAVM")

Dear Madam,

Sub: Consolidated Scrutinizer's Report on remote e-voting and e-voting at the AGM conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the 80th Annual General Meeting of M/s. THE K.C.P. LIMITED held on Friday, September 03, 2021 at 10.15 A.M (IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM')

We, M/s. A K JAIN & ASSOCIATES, Practising Company Secretaries, represented by BALU SRIDHAR, Partner, had been appointed as the Scrutinizer by the Board of Directors of M/s. THE K.C.P. Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 80th Annual General Meeting ("AGM") of M/s. THE K.C.P. Limited on Friday, September 03, 2021 at 10.15 A.M (IST) through VC / OAVM.

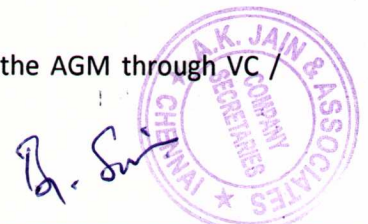
We were also appointed as Scrutinizer to scrutinize the e-voting at the AGM.

The notice dated June 25, 2021, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories, in compliance with MCA Circular dated January 13, 2021 (read with previous Circulars) and Securities and Exchange Board of India ("SEBI") vide circular dated January 15, 2021 (read with previous circulars)("collectively referred to as Applicable Circulars").

The Company had availed the e-voting facility offered by National Securities Depositories Limited (NSDL) for conducting remote e-voting and e-voting at the AGM by the Shareholders of the Company.

The period for remote e-voting remained open from August 31, 2021 (09.00 AM (IST)) to September 02, 2021 (05.00 PM (IST)) as mentioned in the Notice convening AGM.

The Company had provided e-voting facility to the shareholders attended the AGM through VC / OAVM and who had not cast their vote in remote e-voting.



The shareholders of the Company holding shares as on the "cut-off" date of August 27, 2021 were entitled to vote on the resolutions as contained in the Notice of the 80th AGM.

As prescribed in Applicable Circulars and in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company released an advertisement, which was published more than 21 days before the date of the AGM in English in "Business Line" newspaper having countrywide circulation dated August 12, 2021 and in Tamil in 'Dinamani' newspaper dated August 12, 2021. The notice published in the newspaper carried the required information as specified in Sub Rule 4(v)(a) to (h) of the said Rule 20.

In addition to sending notice of the AGM to the shareholders through electronic mode, the Company has also made available the full Annual report on the website of the Company viz., www.kcp.co.in besides notice of the AGM made available in the website of NSDL, BSE and NSE.

After the closure of voting at the AGM, the report on e-voting done at the AGM and the votes cast under remote e-voting facility prior to AGM were unblocked by us at 11.41 AM. on September 03, 2021 in the presence of Mr. Rathish and Mr. Ravindra who are not in the employment of Company.

Based on the data downloaded from the official website of NDSL, we submit the consolidated report as under on the result of the remote e-voting prior to AGM and E-voting at the AGM in respect of said resolutions;

Item No	Type of Resolution	Subject Matter
1	Ordinary	To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) for the financial year ended 31 st March 2021 and the Reports of the Directors' and Auditors' thereon
2	Ordinary	To consider, declaration of dividend for the year 2020-21.
3	Ordinary	To appoint a Director in place of Sri. V. Chandra Kumar Prasad (DIN: 008744154), who retires by rotation and being eligible, offers himself for re-appointment.
4	Ordinary	To appoint a Director in place of Dr. Subbarao Vallabhaneni (DIN: 008746927), who retires by rotation and being eligible, offers himself for re-appointment
5	Ordinary	To appoint a Director in place of Sri. Ravi Chitturi (DIN: 00328364), who retires by rotation and being eligible, offers himself for re-appointment
6	Ordinary	Ratification of the remuneration of the Cost Auditors viz. M/s. Narasimha Murthy & Co., Cost Accountants, Hyderabad and M/s. S. Mahadevan & Co, Cost Accountants, Chennai for the financial year ending 31 st March, 2022.
7	Ordinary	Appointment of the Statutory Auditors of the company



Item No.	Total valid Votes received through			Votes in favour of the resolution		Votes against the resolution	
	Remote E-voting prior to AGM	E-voting at the AGM	Total	No	% of votes	No	% of votes
1	6,10,41,970	54,93,581	6,65,35,551	6,65,33,373	99.997	2,178	0.003
2	6,10,90,183	54,93,581	6,65,83,764	6,65,81,586	99.997	2,178	0.003
3	6,10,89,708	54,93,581	6,65,83,289	6,53,84,715	98.200	11,98,574	1.800
4	6,10,89,708	54,93,581	6,65,83,289	6,53,82,370	98.196	12,00,919	1.804
5	6,10,89,708	54,93,581	6,65,83,289	6,56,29,009	98.567	9,54,280	1.433
6	6,10,89,508	54,93,581	6,65,83,089	6,65,80,911	99.997	2,178	0.003
7	6,10,90,283	54,93,581	6,65,83,864	6,65,28,460	99.917	55,404	0.083

- a) One shareholder holding 48,313 equity shares had abstained from voting on resolution no.1
- b) One shareholder holding 100 equity shares had abstained from voting on resolution no.2
- c) Three shareholders holding 75, 100 & 400 equity shares abstained from voting on resolution no.3, 4 & 5 respectively.
- d) Four shareholders holding 75, 100, 400 & 200 equity shares abstained from voting on resolution no.6
- e) Votes cast by two shareholders holding 17,073 & 16,273 equity shares respectively were considered invalid as the Authorization letter / Power of Attorney were not furnished.

All relevant records of e-voting will remain in my safe custody until the Chairperson considers, approves and signs the minutes of the Annual General Meeting and the same shall be handed over thereafter to the Company Secretary of the Company.

For A.K.JAIN & ASSOCIATES
Company Secretaries

Place: Chennai
Date: 03.09.2021



B. Sridhar

BALU SRIDHAR
Partner
M.No.F5869
C.P.No.3550
UDIN: F005869C000890137

Witness 1:

RA

Name : Mr. Rathish
Address: No.2, Raja Annamalai Road,
Purasawalkam, Chennai – 600 084
Occ : Service

Witness 2:

Ravindra

Name : Mr. Ravindra
Address: No.2, Raja Annamalai Road,
Purasawalkam, Chennai – 600 084
Occ : Service