

K.P.R. MILL LIMITED

Corporate Office : 1st Floor Srivari Shrimat, 1045, Avinashi Road, Coimbatore - 641018. India ☎ : 0422-2207777 Fax : 0422-2207778

26.09.2020

The Listing Department
Bombay Stock Exchange Ltd.
1st Floor, Rotunda Buildings,
Phiroze Jeejeebhoy Towers,
Mumbai - 400 001.
SCRIP CODE: 532889

The Listing Department,
National Stock Exchange of India Ltd
Exchange Plaza, Plot: C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051.
SYMBOL: KPRMILL

Dear Sir/Madam,

Subject: Submission of Voting Results and Scrutinizer Report in respect of the 17th Annual General Meeting of the members of the company held on 24.09.2020

Ref: Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements)

This is to inform that the 17th Annual General Meeting (AGM) of the Members of the Company was held on Thursday, 24th September, 2020 at 02.30 PM via Video Conference ('VC') / Other Audio Visual Means ('OAVM'), to transact the business mentioned in the Notice of the Annual General Meeting dated 27.06.2020.

All the items of business mentioned in the 17th Annual General Meeting notice of the Company have been transacted therein. All the Resolutions indicated in the notice were also passed with requisite majority. The Voting Results and the Scrutinizers report is enclosed for your kind reference and dissemination.

For **K.P.R. Mill Limited**



P. Kandaswamy
Company Secretary



Encl: as above

K.P.R. MILL LIMITED

Voting Results as per Regulation 44 of SEBI (Listing obligations and disclosure requirements) 2015.

	KPR MILL LIMITED
Date of the AGM	24-09-2020 (through Video Conferencing / Other Audio Visual Means)
Total number of shareholders on record date	12143
No. of shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group including Panel Members	8
Public - Shareholder	56



Resolution Required: (Ordinary)				1. Adoption of Annual Financial Statement for the year ended 31st March 2020				
Whether the Promoter or Promoter groups are interested in the agenda/ resolution?				No				
Category	Mode of Voting	No of shares held	No of votes polled	% of voted polled on outstanding shares	No of votes in favour	No of votes against	% of votes in favour on votes polled	% votes against on votes polled
		(1)	(2)	(3) = $\frac{[(2)/(1)]}{100}$	(4)	(5)	(6) = $\frac{[(4)/(2)]}{100}$	$\frac{[(7)-(5)/(2)]}{100}$
Promoter and promoter group	E-voting	51604751	51604751	100.00	51604751	0	100.00	0
	Poll		0	0	0	0	0	0
	Sub Total		51604751	100.00	51604751	0	100.00	0
Public institutions	E-voting	12477541	11644055	93.32	11628265	0	99.86	0
	Poll		0	0	0	0	0	0
	Sub Total		11644055	93.32	11628265	0	99.86	0
Public Non-institutions	E-voting	4727708	521919	11.04	521862	57	99.99	0.01
	Poll		0	0	0	0	0	0
	Sub Total		521919	11.04	521862	57	99.99	0.01
TOTAL		68810000	63770725	92.68	63754878	57	99.98	0

Note: Two Shareholders holding in aggregate 15796 equity shares have abstained from Voting through remote e-voting and e-voting during the AGM.



Resolution Required: (Ordinary)				2. Declaration of Dividend				
Whether the Promoter or Promoter groups are interested in the agenda/ resolution?				Yes , to the extent of their Shareholding				
Category	Mode of Voting	No of shares held	No of votes polled	% of voted polled on outstanding shares	No of votes in favour	No of votes against	% of votes in favour on votes polled	% votes against on votes polled
		(1)	(2)	(3) = $\frac{[(2)/(1)]}{100}$	(4)	(5)	(6) = $\frac{[(4)/(2)]^*}{100}$	$\frac{[(7)=(5)/(2)]}{* 100}$
Promoter and promoter group	E-voting	51604751	51604751	100.00	51604751	0	100.00	0
	Poll		0	0	0	0	0	0
	Sub Total		51604751	100.00	51604751	0	100.00	0
Public institutions	E-voting	12477541	11644055	93.32	11644055	0	100.00	0
	Poll		0	0	0	0	0	0
	Sub Total		11644055	93.32	11644055	0	100.00	0
Public Non-institutions	E-voting	4727708	521919	11.04	521875	44	99.99	0.01
	Poll		0	0	0	0	0	0
	Sub Total		521919	11.04	521875	44	99.99	0.01
TOTAL		68810000	63770725	92.68	63770681	44	100.00	0

Note: One Shareholder holding 6 equity shares has abstained from e-voting through during the AGM.



Resolution Required: (Ordinary)				3. Re-appointment of Mr. C.R. Anandakrishnan, Director retires by rotation				
Whether the Promoter or Promoter groups are interested in the agenda/ resolution?				Yes				
Category	Mode of Voting	No of shares held	No of votes polled	% of voted polled on outstanding shares	No of votes in favour	No of votes against	% of votes in favour on votes polled	% votes against on votes polled
		(1)	(2)	(3) = $\frac{[(2)/(1)]}{100}$	(4)	(5)	(6) = $\frac{[(4)/(2)]^*}{100}$	$[(7)=(5)/(2)] * 100$
Promoter and promoter group	E-voting	51604751	51604751	100.00	51604751	0	100.00	0
	Poll		0	0	0	0	0	0
	Sub Total		51604751	100.00	51604751	0	100.00	0
Public institutions	E-voting	12477541	11644055	93.32	11615676	28379	99.76	0.24
	Poll		0	0	0	0	0	0
	Sub Total		11644055	93.32	11615676	28379	99.76	0.24
Public Non-institutions	E-voting	4727708	521919	11.04	521855	64	99.99	0.01
	Poll		0	0	0	0	0	0
	Sub Total		521919	11.04	521855	64	99.99	0.01
TOTAL		68810000	63770725	92.68	63742282	28443	99.96	0.04

Note: One Shareholder holding 6 equity shares has abstained from e-voting through during the AGM.



Resolution Required: (Ordinary)				4. Ratification of remuneration of Cost Auditor				
Whether the Promoter or Promoter groups are interested in the agenda/ resolution?				No				
Category	Mode of Voting	No of shares held	No of votes polled	% of voted polled on outstanding shares	No of votes in favour	No of votes against	% of votes in favour on votes polled	% votes against on votes polled
		(1)	(2)	(3) = [(2)/(1)] * 100	(4)	(5)	(6) = [(4)/(2)] * 100	[(7)=(5)/(2)] * 100
Promoter and promoter group	E-voting	51604751	51604751	100.00	51604751	0	100.00	0
	Poll		0	0	0	0	0	0
	Sub Total		51604751	100.00	51604751	0	100.00	0
Public institutions	E-voting	12477541	11644055	93.32	11644055	0	100.00	0
	Poll		0	0	0	0	0	0
	Sub Total		11644055	93.32	11644055	0	100.00	0
Public Non-institutions	E-voting	4727708	521919	11.04	521862	54	99.99	0.01
	Poll		0	0	0	0	0	0
	Sub Total		521919	11.04	521862	54	99.99	0.01
TOTAL		68810000	63770725	92.68	63770668	54	100.00	0.00

Note: Two Shareholders holding aggregate 9 equity shares have abstained Voting through remote e-voting and e-voting during the AGM.



Resolution Required: (Special)				5. Re-appointment of Dr. S. Ranganayaki as Woman Independent Director				
Whether the Promoter or Promoter groups are interested in the agenda/ resolution?				No				
Category	Mode of Voting	No of shares held	No of votes polled	% of voted polled on outstanding shares	No of votes in favour	No of votes against	% of votes in favour on votes polled	% votes against on votes polled
		(1)	(2)	(3) = [(2)/(1)] 100	(4)	(5)	(6) = [(4)/(2)]* 100	[(7)=(5)/(2)] * 100
Promoter and promoter group	E-voting	51604751	51604751	100.00	51604751	0	100.00	0
	Poll		0	0	0	0	0	0
	Sub Total		51604751	100.00	51604751	0	100.00	0
Public institutions	E-voting	12477541	11644055	93.32	11642298	1757	99.98	0.02
	Poll		0	0	0	0	0	0
	Sub Total		11644055	93.32	11642298	1757	99.98	0.02
Public Non-institutions	E-voting	4727708	521919	11.04	521872	47	99.99	0.01
	Poll		0	0	0	0	0	0
	Sub Total		521919	11.04	521872	47	99.99	0.01
TOTAL		68810000	63770725	92.68	63768921	1804	100.00	0.00

Note: One Shareholder holding 6 equity shares has abstained from e-voting through during the AGM.



Resolution Required: (Special)				6. Re-appointment of Mr. P. Selvakumar as Whole-Time Director with remuneration				
Whether the Promoter or Promoter groups are interested in the agenda/ resolution?				No				
Category	Mode of Voting	No of shares held	No of votes polled	% of voted polled on outstanding shares	No of votes in favour	No of votes against	% of votes in favour on votes polled	% votes against on votes polled
		(1)	(2)	(3) = $\frac{[(2)/(1)]}{100}$	(4)	(5)	(6) = $\frac{[(4)/(2)]^*}{100}$	$\frac{[(7)=(5)/(2)]}{* 100}$
Promoter and promoter group	E-voting	51604751	51604751	100.00	51604751	0	100.00	0
	Poll		0	0	0	0	0	0
	Sub Total		51604751	100.00	51604751	0	100.00	0
Public institutions	E-voting	12477541	11644055	93.32	11618210	25845	99.78	0.22
	Poll		0	0	0	0	0	0
	Sub Total		11644055	93.32	11618210	25845	99.78	0.22
Public Non-institutions	E-voting	4727708	521919	11.04	521862	54	99.99	0.01
	Poll		0	0	0	0	0	0
	Sub Total		521919	11.04	521862	54	99.99	0.01
TOTAL		68810000	63770725	92.68	63744823	25899	99.96	0.04

Note: One Shareholder holding 3 equity shares has abstained from e-voting through remote e-voting.



Resolution Required: (Special)				7. Re-appointment of Mr. C.R. Anandkrishnan as Executive Director with remuneration				
Whether the Promoter or Promoter groups are interested in the agenda/ resolution?				Yes				
Category	Mode of Voting	No of shares held	No of votes polled	% of voted polled on outstanding shares	No of votes in favour	No of votes against	% of votes in favour on votes polled	% votes against on votes polled
		(1)	(2)	(3) = [(2)/(1)] * 100	(4)	(5)	(6) = [(4)/(2)] * 100	[(7)=(5)/(2)] * 100
Promoter and promoter group	E-voting	51604751	51604751	100.00	51604751	0	100.00	0
	Poll		0	0	0	0	0	0
	Sub Total		51604751	100.00	51604751	0	100.00	0
Public institutions	E-voting	12477541	11644055	93.32	11618210	25845	99.78	0.22
	Poll		0	0	0	0	0	0
	Sub Total		11644055	93.32	11618210	25845	99.78	0.22
Public Non-institutions	E-voting	4727708	521919	11.04	521405	514	99.90	0.10
	Poll		0	0	0	0	0	0
	Sub Total		521919	11.04	521405	514	99.90	0.10
TOTAL		68810000	63770725	92.68	63744366	26359	99.96	0.04

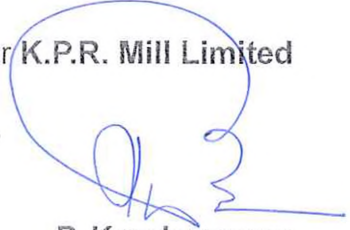
Note: One Shareholder holding 6 equity shares has abstained from e-voting through during the AGM.



Resolution Required: (Special)				8. Re-appointment of Mr. E.K. Sakhivel as Executive Director with remuneration				
Whether the Promoter or Promoter groups are interested in the agenda/ resolution?				Yes				
Category	Mode of Voting	No of shares held	No of votes polled	% of voted polled on outstanding shares	No of votes in favour	No of votes against	% of votes in favour on votes polled	% votes against on votes polled
		(1)	(2)	(3) = $\frac{[(2)/(1)]}{100}$	(4)	(5)	(6) = $\frac{[(4)/(2)]^*}{100}$	$\frac{[(7)-(5)]}{(2)} * 100$
Promoter and promoter group	E-voting	51604751	51604751	100.00	51604751	0	100.00	0
	Poll		0	0	0	0	0	0
	Sub Total		51604751	100.00	51604751	0	100.00	0
Public institutions	E-voting	12477541	11644055	93.32	11618210	25845	99.78	0.22
	Poll		0	0	0	0	0	0
	Sub Total		11644055	93.32	11618210	25845	99.78	0.22
Public Non-institutions	E-voting	4727708	521919	11.04	521435	484	99.91	0.09
	Poll		0	0	0	0	0	0
	Sub Total		521919	11.04	521435	484	99.91	0.09
TOTAL		68810000	63770725	92.68	63744396	26329	99.96	0.04

Note: One Shareholder holding 6 equity shares has abstained from e-voting through during the AGM.

For K.P.R. Mill Limited


P. Kandaswamy
Company Secretary

26th September 2020
Coimbatore



No. 1/1, Seth Narayandas Layout-II, Tatabad,
Coimbatore - 641 012. Phone : 2495760, 4378813
E-mail : vetrivelfca@gmail.com

Date :

To,

Mr. K.P.Ramasamy
The Chairman,
17th Annual General Meeting,
K.P.R. Mill Limited,
(CIN: L17111TZ2003PLC010518)
Held on Thursday, the 24th September 2020 at 02.30 PM (IST)
Through Video Conferencing (VC) / Other Audio Visual Means (OAVM)

Sub: Consolidated Scrutinizer's Report on remote E-Voting and through e-voting conducted during the 17th Annual General Meeting of K.P.R. Mill Limited held on 24th September 2020.

Dear Sir,

At the outset, I would like to thank you for appointing me as the Scrutinizer for the remote e-Voting and thee-voting Conducted at the 17th Annual General Meeting of the Company held on Thursday, the 24th September, 2020 at 02:30 PM through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Circular No.14/2020 dated 8th April 2020 read with Circular No.17/2020 dated 13th April 2020 and Circular No. 20/2020 dated 5th May 2020 issued by the Ministry of Corporate Affairs ("MCA Circulars").



I, A. Vetrivel, Practicing Chartered Accountant, having membership No. 025028 have been appointed as the scrutinizer by the Board of Directors of the Company vide resolution passed on 27.06.2020, for the purpose of scrutinizing the results of remote e-voting and e-voting conducted during the AGM in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as set out in the notice.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made there under and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to remote e-voting and e-voting during the AGM, on the resolutions contained in the notice of the 17th Annual General Meeting of the members of the Company dated 27.06.2020. My responsibility is to scrutinize and ensure that the voting done through remote e-voting and e-voting during the AGM is done in a fair and transparent manner and to make a Consolidated scrutinizer's report of the votes cast "**in favour**" or "**against**" on the resolutions as specified in the Notice of the AGM dated 27.06.2020 based on the reports generated from the remote e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facility and voting conducted during the AGM.

I hereby submit my Scrutinizer's Report which is comprehensive and self-explanatory in all respects.

SCRUTINIZER'S REPORT

Name of the Company	K.P.R. MILL LIMITED
Meeting	17 th Annual General Meeting through VC/OAVM
Date & Time	Thursday, 24 th September 2020 at 02.30 PM



I was appointed as Scrutinizer for the remote e-Voting and e-voting conducted during the 17th Annual General Meeting('AGM') of M/s. K.P.R. Mill Limited hereinafter referred to as ('the Company') held on Thursday, September 24, 2020 at 02:30 PM through Video Conference (VC) / Other Audio Visual Means (OAVM).

1. Remote E- Voting

1.1 Agency:

The Company had appointed Central Depository Services (India) Limited hereinafter referred as (CDSL) as the Agency for providing the remote e-voting platform and e-voting conducted during the AGM.

1.2 Remote e-Voting:

Remote e-Voting was kept open for Three days from Monday, 21thSeptember, 2020 at 09.00 AM to Wednesday, 23rd September, 2020 at 5.00 PM and members were required to cast their votes electronically, conveying their assent or dissent or abstain in respect of all the Resolutions, on e-Voting platform provided by CDSL.

2. Voting during the AGM:

Upon the Commencement of the 17th AGM, the e-voting platform was made available to the shareholders, who were present at the 17th AGM through VC / OAVM and who had not cast their vote through remote e-voting, to cast their vote through e-voting facility during the said 17th AGM. The e-voting facility provided at the meeting was disabled after 45 minutes from the conclusion of the Annual General Meeting.

3. Counting Process

I unblocked the remote e-voting process on the CDSL e-voting platform in the presence of Mr.T.A.Krishna, Annur and Mr.S.Kanthaperumal, Coimbatore and downloaded the e-voting details.



4. Results

4.1 - I, Observed that

- a) 7 members had cast their votes through e-voting during the meeting.
- b) 176 members had cast their votes through remote e -voting.
- c) Invalid Votes are indicated against each item in the table

4.2 The Consolidated Results with respect to each item of the agenda as set out in the Notice of the 17th AGM dated 27.06.2020 is enclosed.

4.3 Based on the reports generated from the e-voting portal of Central Depository Services (India) Limited, I hereby submit my Combined Report on the results of the votes cast by the Shareholders of the Company through remote e-voting and e-voting during the meeting on the resolution(s) as set out under Item No.1 to Item No.8 in the Notice convening the 17th Annual General Meeting of K.P.R. Mill Limited as per the enclosure.

Thanking You,

Yours faithfully



A Vetrivel
Chartered Accountant
M.No. 25028

Encl: Consolidated Report

UDIN : 20025028AAAIIH5547

Date : 26.09.2020

Place: Coimbatore



SCRUTINIZER CONSOLIDATED REPORT

I) Item No 1 of the Notice (As an Ordinary Resolution)

Adoption of Annual Financial Statement for the year ended 31st March 2020

Particulars	Number of			Number of Votes contained in			Percentage
	E-Votes during the AGM	Remote E- Votes	Total	E-Votes during the AGM	Remote E- Votes	Total	
IN FAVOUR OF THE RESOLUTION	6	158	164	331	63754547	63754878	99.98
AGAINST THE RESOLUTION	1	17	18	3	54	57	0.00
INVALID / ABSTAIN VOTES	1	1	2	6	15790	15796	0.02

Thus the Ordinary Resolution as contained in Item No.1 passed with Requisite majority.

II) Item No 2 of the Notice (As an Ordinary Resolution)

Declaration of Dividend

Particulars	Number of			Number of Votes contained in			Percentage
	E-Votes during the AGM	Remote E- Votes	Total	E-Votes during the AGM	Remote E- Votes	Total	
IN FAVOUR OF THE RESOLUTION	7	160	167	334	63770347	63770681	100.00
AGAINST THE RESOLUTION	0	16	16	0	44	44	0.00
INVALID /ABSTAINVOTES	1	-	1	6	-	6	0.00

Thus the Ordinary Resolution as contained in Item No.2 passed with Requisite majority.



III) Item No 3 of the Notice (As an Ordinary Resolution)

Re-appointment of Mr. C.R. Anandkrishnan, Director retires by rotation

Particulars	Number of			Number of Votes contained in			Percentage
	E-Votes during the AGM	Remote E- Votes	Total	E-Votes during the AGM	Remote E- Votes	Total	
IN FAVOUR OF THE RESOLUTION	7	148	155	334	63741948	63742282	99.96
AGAINST THE RESOLUTION	0	28	28	0	28443	28443	0.04

INVALID / ABSTAIN VOTES	1	-	1	6	-	6	0.00
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Thus the Ordinary Resolution as contained in Item No.3 passed with Requisite majority.

IV) Item No 4 of the Notice (As an Ordinary Resolution)

Ratification of remuneration of Cost Auditor

Particulars	Number of			Number of Votes contained in			Percentage
	E-Votes during the AGM	Remote E- Votes	Total	E-Votes during the AGM	Remote E- Votes	Total	
IN FAVOUR OF THE RESOLUTION	6	159	165	331	63770337	63770668	100.00
AGAINST THE RESOLUTION	0	17	17	0	54	54	0.00

INVALID / ABSTAIN VOTES	1	1	2	6	3	9	0.00
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Thus the Ordinary Resolution as contained in Item No. 4 passed with Requisite majority.



V) Item No 5 of the Notice (As a Special Resolution)

Re-appointment of Dr. S. Ranganayaki as Woman Independent Director

Particulars	Number of			Number of Votes contained in			Percentage
	E-Votes during the AGM	Remote E- Votes	Total	E-Votes during the AGM	Remote E- Votes	Total	
IN FAVOUR OF THE RESOLUTION	6	159	165	331	63768590	63768921	100.00
AGAINST THE RESOLUTION	1	17	18	3	1801	1804	0.00
INVALID / ABSTAIN VOTES	1	-	1	6	-	6	0.00

Thus the Special Resolution as contained in Item No. 5 passed with Requisite majority.

VI) Item No 6 of the Notice (As an Ordinary Resolution)

Re-appointment of Mr. P. Selvakumar as Whole-Time Director with remuneration

Particulars	Number of			Number of Votes contained in			Percentage
	E-Votes during the AGM	Remote E- Votes	Total	E-Votes during the AGM	Remote E- Votes	Total	
IN FAVOUR OF THE RESOLUTION	7	150	157	337	63744486	63744823	99.96
AGAINST THE RESOLUTION	0	25	25	0	25899	25899	0.04
INVALID / ABSTAIN VOTES	-	1	1	-	3	3	0.00

Thus the Ordinary Resolution as contained in Item No.6 passed with Requisite majority.



VII) Item No 7 of the Notice (As an Ordinary Resolution)

Re-appointment of Mr. C.R.Anandkrishnan as Executive Director with remuneration

Particulars	Number of			Number of Votes contained in			Percentage
	E-Votes during the AGM	Remote E- Votes	Total	E-Votes during the AGM	Remote E- Votes	Total	
IN FAVOUR OF THE RESOLUTION	7	149	156	334	63744032	63744366	99.96
AGAINST THE RESOLUTION	0	27	27	0	26359	26359	0.04
INVALID / ABSTAIN VOTES	1	-	1	6	-	6	0.00

Thus the Ordinary Resolution as contained in Item No.7 passed with Requisite majority.

VIII) Item No 8 of the Notice (As an Ordinary Resolution)

Re-appointment of Mr. E.K. Sakthivel as Executive Director with remuneration

Particulars	Number of			Number of Votes contained in			Percentage
	E-Votes during the AGM	Remote E- Votes	Total	E-Votes during the AGM	Remote E- Votes	Total	
IN FAVOUR OF THE RESOLUTION	7	150	157	334	63744062	63744396	99.6
AGAINST THE RESOLUTION	0	26	26	0	26329	26329	0.04
INVALID / ABSTAIN VOTES	1	-	1	6	-	6	0.00

Thus the Ordinary Resolution as contained in Item No.8 passed with Requisite majority.

