

# K.P.R. MILL LIMITED

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

30.08.2019

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 in respect of the 16<sup>th</sup> Annual General Meeting of the members of the company held on 28.08.2019.

**Ref:** Regulation 44 of the Listing Regulation

This is to inform that the 16<sup>th</sup> Annual General Meeting (AGM) of the members of the company was held on Wednesday, 28<sup>th</sup> August, 2019 at 11.30 A.M. at Hotel The Residency 1076, Avinashi road, Coimbatore – 641 018, to transact the business mentioned in the notice of the Annual General Meeting dated 29.07.2019.

As required by the provision of the Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2016 and Regulation 44 of the Listing Regulations, facility of **remote e-voting and voting by physical ballot** at the AGM venue for those who have not casted their vote through e-voting on all the proposals contained in the AGM notice was provided to the members. A scrutinizer was appointed to conduct the voting process in a fair and transparent manner, the e-voting was held between 9.00 A.M., 25<sup>th</sup> August 2019 to 27<sup>th</sup> August 2019, 5.00 P.M.

All the items of business as mentioned in the 16<sup>th</sup> Annual General Meeting notice have been transacted based on the report of the scrutinizer. All the resolutions indicated in the notice have been passed with requisite majority. The Scrutinizers report is enclosed for your kind reference.

This is for your kind information

Thanking you,

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



**P. Kandaswamy**  
**Company Secretary**

Encl. as above

CC: Farvy Fintech Private Limited – with request to upload the voting results in your website.



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,  
16<sup>th</sup> Annual General Meeting,  
K.P.R. Mill Limited,  
(CIN: L17111TZ2003PLC010518)  
Held on Wednesday, the 28<sup>th</sup> August 2019 at 11.30 AM at  
Ball Room, Hotel The Residency, 1076, Avinashi Road,  
Coimbatore – 641 018, Tamil Nadu, India

**Sub: Consolidated Scrutinizer's Report on remote E-Voting and Voting through Ballot in the AGM Venue conducted in pursuance to the provisions of Section 108 of the Companies Act, 2013 ("The Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2015, the applicable Listing Regulations and Secretarial Standards issued by the Institute of Company Secretaries of India.**

Dear Sir,

At the outset, I would like to thank you for appointing me as the Scrutinizer for the remote e-Voting, voting by the members at the 16<sup>th</sup> Annual General Meeting of the Company held on Wednesday, 28<sup>th</sup> August, 2019 at 11:30 AM at Ball Room, Hotel The Residency, 1076, Avinashi Road, Coimbatore - 641 018, Tamil Nadu, India.

I, A. Vetrivel, Practising Chartered Accountant, having membership No. 025028 have been appointed as the scrutinizer by the Board of Directors of the Company vide resolution passed on 29.04.2019, for the purpose of scrutinizing the results of remote e-voting and voting through Ballot papers at AGM venue in a fair and transparent manner and ascertaining the requisite majority for passing of a special resolution 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 thereunder and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to remote e-voting and Physical Ballot voting on the resolutions contained in the notice of the Sixteenth Annual General Meeting of the members of the Company dated 28.08.2019. My responsibility is to scrutinize and ensure that the voting done through remote e-voting and physical ballot 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 29.07.2019 based on the reports generated from the remote e-voting system provided by M/s. Karvy Fintech Private Limited, the authorized agency to provide e-voting facility and voting conducted at the venue of 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	16 <sup>th</sup> Annual General Meeting
Date & Time	Wednesday, 28 <sup>th</sup> August 2019 at 11.30 AM
Venue	Ball Room, Hotel The Residency, 1076, Avinashi Road, Coimbatore - 641 018, Tamil Nadu, India.

I was appointed as Scrutinizer for the remote e-Voting and Ballot Voting conducted at the 16<sup>th</sup> Annual General Meeting (AGM) of M/s. K.P.R. Mill Limited hereinafter referred to as The Company held on Wednesday, August 28, 2019 at 11:30 AM at Ball Room, Hotel The Residency, 1076, Avinashi Road, Coimbatore - 641 018, Tamil Nadu, India.



## 1. Dispatch of Notice convening the Meeting:

The Company has informed that, on the basis of the Register of Members and the List of Beneficiary Owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Company completed dispatch of the Notice of the Meeting along with all the required documents referred therein to those members holding shares in the Company as on 19<sup>th</sup> July 2019.

- I. By E-Mail on 31<sup>st</sup> July 2019 to 12746 Members who had registered their E-Mail IDs with Depositories/the Company.
- II. In physical form by way of Registered Parcel to 2108 Members, on 31<sup>st</sup> July 2019.

## 2. Cut - off date

The Voting rights were reckoned as on Tuesday the 21<sup>st</sup> August, 2019, being the cut-off date for the purpose of deciding the entitlements of members for the remote e-Voting and Ballot voting at the Annual General Meeting.

## 3. Remote E- Voting

### 3.1 Agency:

The Company had appointed KARVY FINTECH PRIVATE LIMITED hereinafter referred as (KARVY) as the Agency for providing the remote e-voting platform.

### 3.2 Remote e-Voting:

Remote e-Voting was kept open for Three days from 09.00 AM on Sunday, 25<sup>th</sup> August, 2019 to 5.00 PM on Tuesday, 27<sup>th</sup> August, 2019 and members were required to cast their votes electronically, conveying their assent or dissenter abstain in respect of all the Resolutions, on e-Voting platform provided by KARVY.



#### 4. Voting at the AGM:

4.1 As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015 for the purposes of ensuring that members who have cast their votes through remote e-voting not vote again at the general meeting, I had access after closure of period of remote e-Voting and before the start of general meeting, to only such details relating to members who have cast their votes through remote e-voting, such as their names, folios, number of shares held but not the manner in which they have voted.

4.2 The Company had kept two ballot boxes for polling that were locked and sealed in my presence and in the presence of members with due identification marks placed by me.

4.2 The Company had provided Ballots to those who had not cast vote earlier by e-voting under my and Registrar & Transfer Agent's supervision at the Annual General Meeting.

#### 5. Counting Process

##### 5.1 On completion of voting at the Meeting.

A) The KARVY provided us with the List of Members who has cast their votes through poll, with their holding details and details of vote on each of the Resolution.

B) The Physical Ballot Forms received at the AGM were reconciled with the records maintained by the Company and KARVY with respect to the authorisations / proxies lodged with the Company.

5.2 I unblocked the remote e-voting results on the KARVY e-voting platform in the presence of Mr.T.A.Krishna, Annurand Mr.C. Kanagaraj, Coimbatore and downloaded the e-voting details.



## 6. Results

6.1 - I, Observed that

- a) 79 members had cast their votes at the meeting.
- b) 92 members had cast their votes through remote e –voting.
- c) Invalid Votes are indicated against each item in the table

6.2 The Consolidated Results with respect to each item of the agenda as set out in the Notice of the 16<sup>th</sup>AGM dated 29.07.2019 is enclosed.

6.3 Based on the aforesaid results, four Ordinary Resolutions and One Special Resolution as contained in Item No. 5 of the notice dated 29.07.2019 have been passed with requisite majority.

Thanking You,

Yours faithfully



**A Vetrivel**  
**Chartered Accountant**  
**M.No. 25028**

**Encl:** Consolidated Report  
UDIN: 19025028AAAFZ3212  
Date: 29.08.2019  
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 31<sup>st</sup> March, 2019

Particulars	Number of			Number of Votes contained in			Percentage
	Polling Papers	E- Votes	Total	Polling Papers	E- Votes	Total	
IN FAVOUR OF THE RESOLUTION	67	88	155	3291	66994774	66998065	99.84
AGAINST THE RESOLUTION	0	2	2	0	25	25	0.00
INVALID / ABSTAIN VOTES	12	2	14	335	105844	106179	0.16

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
	Polling Papers	E- Votes	Total	Polling Papers	E- Votes	Total	
IN FAVOUR OF THE RESOLUTION	66	89	155	3290	67011321	67014611	99.87
AGAINST THE RESOLUTION	1	2	3	5	25	30	0.00
INVALID / ABSTAIN VOTES	12	1	13	331	89297	89628	0.13



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. P. Selvakumar, Director retires by rotation

Particulars	Number of			Number of Votes contained in			Percentage
	Polling Papers	E- Votes	Total	Polling Papers	E- Votes	Total	
IN FAVOUR OF THE RESOLUTION	66	85	151	3290	67001455	67004745	99.85
AGAINST THE RESOLUTION	1	6	7	5	9891	9896	0.02

INVALID / ABSTAIN VOTES	12	1	13	331	89297	89628	0.13
-------------------------	----	---	----	-----	-------	-------	------

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
	Polling Papers	E- Votes	Total	Polling Papers	E- Votes	Total	
IN FAVOUR OF THE RESOLUTION	66	88	154	3290	67011305	67014595	99.87
AGAINST THE RESOLUTION	1	3	4	5	41	46	0.00

INVALID / ABSTAIN VOTES	12	1	13	331	89297	89628	0.13
-------------------------	----	---	----	-----	-------	-------	------





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)**

**Review and Drop Buyback proposal**

Particulars	Number of			Number of Votes contained in			Percentage
	Polling Papers	E- Votes	Total	Polling Papers	E- Votes	Total	
IN FAVOUR OF THE RESOLUTION	65	75	140	3170	61982588	61985758	92.37
AGAINST THE RESOLUTION	1	16	17	120	5028758	5028878	7.50
INVALID / ABSTAIN VOTES	13	1	14	336	89297	89633	0.13

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

