



# K.C.P. SUGAR AND INDUSTRIES CORPORATION LTD.

**Regd. Office :** "Ramakrishna Buildings", Post Box No. 727, No.239, (Old No.183), Anna Salai, Chennai - 600 006.  
Ph : 044 2855 5171 to 5176, 6551 4966 Fax : 044 2854 6617 / 2855 5863 E-mail : kcpsugar@vsnl.com  
CIN - L15421TN1995PLC033198

**Ref: KSICL/STK.EX/XIX AGM /2014-15**

**13.09.2014**

**THE VICE PRESIDENT  
CAPITALMARKET( OPERATIONS )  
THE NATIONAL STOCK EXCHANGE  
OF INDIA LIMITED**

Exchange Plaza, 5<sup>th</sup> floor  
Plot No.C/1, G Block  
Bandra-Kurla Complex, Bandra (E)  
**Mumbai 400 051.**

**KCPSUGIND -EQ**

**MANAGER  
CORPORATE RELATIONSHIP  
DEPT OF CORP.SERVICES  
BOMBAY STOCK EXCHANGE LTD.**

Floor 25, P.J.Towers  
Dalal Street  
**Mumbai 400001.**

**Scrip ID: KCPSUGIND**

Dear Sir,

**Sub: Compliance of Clause 35-A of the Listing Agreement – Details regarding Voting results of 19<sup>th</sup> AGM held on 11.09.2014 – reg:**

Pursuant to clause 35A of the Listing Agreement, we wish to inform that at the Nineteenth Annual General Meeting of the Shareholders which was held on 11<sup>th</sup> September 2014 at "Sathguru Gnanananda Hall", Narada Gana Sabha, No.314, TTK Road, Alwarpet, Chennai 600018, all items of the business contained in the notice, as detailed below, were considered and approved by the shareholders through E-voting and physical ballot:

E-Voting Period: From 05.09.2014 9.00 AM to 07.09.2014 6.00 PM.

Physical Ballot ordered by the Chairman of the Meeting at the AGM venue, in pursuance of clause 35-B of the Listing Agreement.

## **ORDINARY BUSINESS:**

1. Adoption of the audited financial statements including Balance Sheet as at 31.03.2014 and Profit & Loss Account for the year ended on that date alongwith the Reports of the Auditors and Directors thereon.
2. Declaration of dividend on Equity Shares at 85% per share, i.e., Re.1.00 per share.
3. Appointment of M/s. B.Purushottam & Co., Chartered Accountants, Chennai, as Statutory Auditors of the Company.

## **SPECIAL BUSINESS:**

4. Appointment of Shri. Ranvir R.Shah (DIN: 00041398), as an Independent Director of the Company;
5. Appointment of Dr.Vithal Rajan (DIN: 00021571), as an Independent Director of the Company.



◇ Leading Manufacturers of Premium Grade Sugars, Rectified Spirit, Anhydrous Alcohol, Extraneutral Alcohol, Co2, Calcium Lactate, Bio-Fertilizers, Bio-Compost and Mycorrhiza Inoculum.

Factories at	- Vuyyuru,	Krishna Dist., A.P. - 521 165.	Tel : 08676 232001	Fax : 08676 232640
	- Lakshmipuram,	Krishna Dist., A.P. - 521 131.	Tel : 08671 222046	Fax : 08671 222640

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6. Appointment of Shri. M.S.V.M. Rao (DIN: 00432640), as an Independent Director of the Company.
7. Appointment of Shri. Prathap K. Moturi (DIN: 00020630), as as an Independent Director of the Company.
8. Ratification of Remuneration of Cost Auditor.
9. Acceptance / Renewal of Deposits from public / members.

The details of the E-voting and physical ballot results of the said Annual General Meeting are **enclosed** in the prescribed format.

Thanking you,

Yours faithfully,

**For K.C.P.SUGAR AND INDUSTRIES CORPORATION LTD.**

*S. Chidambaram*

**S. CHIDAMBARAM  
GENERAL MANAGER (FIN) & COMPANY SECRETARY**

**Encl: a/a**



**K.C.P.SUGAR AND INDUSTRIES CORPORATION LIMITED**

**DETAILS OF VOTING RESULTS OF THE 19<sup>TH</sup> ANNUAL GENERAL MEETING HELD ON 11<sup>TH</sup> SEPTEMBER 2014.**

<b>Sl.No.</b>	<b>Description</b>	<b>Particulars</b>
A.	Date of the 19 <sup>th</sup> AGM	11 <sup>th</sup> September 2014.
B.	Book Closure Period	From 04.09.2014 to 11.09.2014 (both days inclusive).
C.	Total No. of shareholders on Record Date	24,803
D.	No. of shareholders present either in person or through Proxy	736
	Promoters and Promoters Group	3
	Public	733
E.	No. of shareholders attended the meeting through Video Conferencing	No Video Conferencing facility was made available.

Contd...



**K.C.P.SUGAR AND INDUSTRIES CORPORATION LIMITED**

Resolution No.1 - Ordinary Resolution - Adoption of Audited Financial Statements							
MODE OF VOTING - E-VOTING							
Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares - 3 = $[(2)/(1)]*100$	No. of votes in favour	No. of votes against	% of votes in favour on votes polled (6) = $[(4)/(2)]*100$	% of votes against on votes polled (7) = $[(5)/(2)]*100$
	1	2	3	4	5	6	7
Promoter & Promoter Group	45428956	45428956	100.00	45428956	0	100.00	0.00
Public - Institutional Holders	16997383	0	0.00	0	0	0.00	0.00
Public - Others	50958711	80789	0.16	80789	0	100.00	0.00
TOTAL (A)	113385050	45509745	40.14	45509745	0	100.00	0.00
MODE OF VOTING - POLL							
Promoter & Promoter Group	45428956	0	0	0	0	0	0
Public - Institutional Holders	16997383	0	0	0	0	0	0
Public - Others	50958711	254593	0.50	251593	3000	98.82	1.18
TOTAL (B)	113385050	254593	0.22	251593	3000	98.82	1.18
Result (A+B)	113385050	45764338	40.36	45761338	3000.00	99.99	0.01
Resolution No.2 - Ordinary Resolution - Declaration of Dividend							
MODE OF VOTING - E-VOTING							
Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares - 3 = $[(2)/(1)]*100$	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled (7) = $[(5)/(2)]*100$
	1	2	3	4	5	6	7
Promoter & Promoter Group	45428956	45428956	100.00	45428956	0	100.00	0.00
Public - Institutional Holders	16997383	0	0.00	0	0	0.00	0.00
Public - Others\	50958711	80789	0.16	80789	0	100.00	0.00
TOTAL (A)	113385050	45509745	40.14	45509745	0	100.00	0.00
MODE OF VOTING - POLL							
Promoter & Promoter Group	45428956	0	0	0	0	0	0
Public - Institutional Holders	16997383	0	0	0	0	0	0
Public - Others	50958711	254593	0.50	251593	3000	98.82	1.18
TOTAL (B)	113385050	254593	0.22	251593	3000	98.82	1.18
Result (A+B)		45764338	40.36	45761338	3000.00	99.99	0.01



**K.C.P.SUGAR AND INDUSTRIES CORPORATION LIMITED**

Resolution No.3 - Ordinary Resolution - Appointment of Statutory Auditors							
MODE OF VOTING - E-VOTING							
Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares - 3 = $[(2)/(1)]*100$	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled (7)=[(5)/(2)]*100
	1	2	3	4	5	6	7
Promoter & Promoter Group	45428956	45428956	100.00	45428956	0	100.00	0.00
Public - Institutional Holders	16997383	0	0.00	0	0	0.00	0.00
Public - Others	50958711	80789	0.16	63269	17520	78.31	21.69
TOTAL (A)	113385050	45509745	40.14	45492225	17520	99.96	0.04
MODE OF VOTING - POLL							
Promoter & Promoter Group	45428956	0	0	0	0	0	0
Public - Institutional Holders	16997383	0	0	0	0	0	0
Public - Others	50958711	254593	0.50	251593	3000	98.82	1.18
TOTAL (B)	113385050	254593	0.22	251593	3000	98.82	1.18
Result (A+B)		45764338	40.36	45743818	20520.00	99.96	0.04
Resolution No.4 - Ordinary Resolution - Appointment of Shri.Ranvir R.Shah as an Independent Director							
MODE OF VOTING - E-VOTING							
Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares - 3 = $[(2)/(1)]*100$	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled (7)=[(5)/(2)]*100
	1	2	3	4	5	6	7
Promoter & Promoter Group	45428956	45428956	100.00	45428956	0	100.00	0.00
Public - Institutional Holders	16997383	0	0.00	0	0	0.00	0.00
Public - Others	50958711	80554	0.16	63034	17520	78.25	21.75
TOTAL (A)	113385050	45509510	40.14	45491990	17520	99.96	0.04
MODE OF VOTING - POLL							
Promoter & Promoter Group	45428956	0	0	0	0	0	0
Public - Institutional Holders	16997383	0	0	0	0	0	0
Public - Others	50958711	254593	0.50	248783	5810	97.72	2.28
TOTAL (B)	113385050	254593	0.22	248783	5810	97.72	2.28
Result (A+B)		45764103	40.36	45740773	23330.00	99.95	0.05



**K.C.P.SUGAR AND INDUSTRIES CORPORATION LIMITED**

Resolution No.5 - Ordinary Resolution - Appointment of Dr.Vithal Rajan as an Independent Director							
MODE OF VOTING - E-VOTING							
Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares - 3 = $[(2)/(1)]*100$	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled (7)=[(5)/(2)]*100
	1	2	3	4	5	6	7
Promoter & Promoter Group	45428956	45428956	100.00	45428956	0	100.00	0.00
Public - Institutional Holders	16997383	0	0.00	0	0	0.00	0.00
Public - Others	50958711	80754	0.16	60734	20020	75.21	24.79
TOTAL (A)	113385050	45509710	40.14	45489690	20020	99.96	0.04
MODE OF VOTING - POLL							
Promoter & Promoter Group	45428956	0	0	0	0	0	0
Public - Institutional Holders	16997383	0	0	0	0	0	0
Public - Others	50958711	254593	0.50	248783	5810	97.72	2.28
TOTAL (B)	113385050	254593	0.22	248783	5810	97.72	2.28
Result (A+B)		45764303	40.36	45738473	25830	99.94	0.06
Resolution No.6 - Ordinary Resolution - Appointment of Shri.M.S.V.M.Rao as an Independent Director							
MODE OF VOTING - E-VOTING							
Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares - 3 = $[(2)/(1)]*100$	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled (7)=[(5)/(2)]*100
	1	2	3	4	5	6	7
Promoter & Promoter Group	45428956	45428956	100.00	45428956	0	100.00	0.00
Public - Institutional Holders	16997383	0	0.00	0	0	0.00	0.00
Public - Others	50958711	80754	0.16	63234	17520	78.30	21.70
TOTAL (A)	113385050	45509710	40.14	45492190	17520	99.96	0.04
MODE OF VOTING - POLL							
Promoter & Promoter Group	45428956	0	0	0	0	0	0
Public - Institutional Holders	16997383	0	0	0	0	0	0
Public - Others	50958711	254593	0.50	248783	5810	97.72	2.28
TOTAL (B)	113385050	254593	0.22	248783	5810	97.72	2.28
Result (A+B)		45764303	40.36	45740973	23330.00	99.95	0.05



**K.C.P.SUGAR AND INDUSTRIES CORPORATION LIMITED**

Resolution No.7 - Ordinary Resolution - Appointment of Shri.Prathap K.Moturi as an Independent Director							
MODE OF VOTING - E-VOTING							
Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares - 3 = $[(2)/(1)]*100$	No.of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled (7)=[(5)/(2)]*100
	1	2	3	4	5	6	7
Promoter & Promoter Group	45428956	45428956	100.00	45428956	0	100.00	0.00
Public - Institutional Holders	16997383	0	0.00	0	0	0.00	0.00
Public - Others	50958711	80379	0.16	62859	17520	78.20	21.80
<b>TOTAL (A)</b>	<b>113385050</b>	<b>45509335</b>	<b>40.14</b>	<b>45491815</b>	<b>17520</b>	<b>99.96</b>	<b>0.04</b>
MODE OF VOTING - POLL							
Promoter & Promoter Group	45428956	0	0	0	0	0	0
Public - Institutional Holders	16997383	0	0	0	0	0	0
Public - Others	50958711	254593	0.50	248783	5810	97.72	2.28
<b>TOTAL (B)</b>	<b>113385050</b>	<b>254593</b>	<b>0.22</b>	<b>248783</b>	<b>5810</b>	<b>97.72</b>	<b>2.28</b>
<b>Result (A+B)</b>	<b>113385050</b>	<b>45763928</b>	<b>40.36</b>	<b>45740598</b>	<b>23330.00</b>	<b>99.95</b>	<b>0.05</b>
Resolution No.8 - Ordinary Resolution - Ratification of Remuneration of Cost Auditor							
MODE OF VOTING - E-VOTING							
Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares - 3 = $[(2)/(1)]*100$	No.of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled (7)=[(5)/(2)]*100
	1	2	3	4	5	6	7
Promoter & Promoter Group	45428956	45428956	100.00	45428956	0	100.00	0.00
Public - Institutional Holders	16997383	0	0.00	0	0	0.00	0.00
Public - Others	50958711	80789	0.16	63269	17520	78.31	21.69
<b>TOTAL (A)</b>	<b>113385050</b>	<b>45509745</b>	<b>40.14</b>	<b>45492225</b>	<b>17520</b>	<b>99.96</b>	<b>0.04</b>
MODE OF VOTING - POLL							
Promoter & Promoter Group	45428956	0	0	0	0	0	0
Public - Institutional Holders	16997383	0	0	0	0	0	0
Public - Others	50958711	254593	0.50	251593	3000	98.82	1.18
<b>TOTAL (B)</b>	<b>113385050</b>	<b>254593</b>	<b>0.22</b>	<b>251593</b>	<b>3000</b>	<b>98.82</b>	<b>1.18</b>
<b>Result (A+B)</b>		<b>45764338</b>	<b>40.36</b>	<b>45743818</b>	<b>20520.00</b>	<b>99.96</b>	<b>0.04</b>



**K.C.P.SUGAR AND INDUSTRIES CORPORATION LIMITED**

Resolution No.9 - Ordinary Resolution - Acceptance / Renewal of Deposits from public / members							
MODE OF VOTING - E-VOTING							
Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares - 3 = $[(2)/(1)]*100$	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled (7)=[(5)/(2)]*100
	1	2	3	4	5	6	7
Promoter & Promoter Group	45428956	45428956	100.00	45428956	0	100.00	0.00
Public - Institutional Holders	16997383	0	0.00	0	0	0.00	0.00
Public - Others	50958711	80789	0.16	80789	0	100.00	0.00
TOTAL (A)	113385050	45509745	40.14	45509745	0	100.00	0.00
MODE OF VOTING - POLL							
Promoter & Promoter Group	45428956	0	0	0	0	0	0
Public - Institutional Holders	16997383	0	0	0	0	0	0
Public - Others	50958711	254593	0.50	248783	5810	97.72	2.28
TOTAL (B)	113385050	254593	0.22	248783	5810	97.72	2.28
Result (A+B)		45764338	40.36	45758528	5810.00	99.99	0.01







**Form MGT - 13**

**Report of Scrutinizer (POLL)**

**[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of  
the Companies (Management and Administration) Rules, 2014]**

To,  
Mr. Vinod R Sethi  
The Chairman  
19<sup>th</sup> Annual General Meeting of the Shareholders of M/s. K.C.P. Sugars and  
Industries Corporation Limited held on 11<sup>th</sup> day of September 2014  
At Sathguru Gnanananda Hall" Narada Gana Sabha, 314, T.T.K.Road, Alwarpet,  
Chennai 600018

Dear Sir,

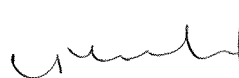
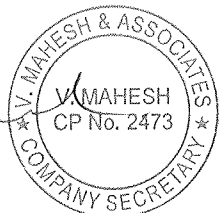
SUB : Scrutinizer's Report for the Poll demanded by the Chairman on the 19<sup>th</sup>  
Annual General Meeting of the Company.

I, V. Mahesh, Practising Company Secretary, have been appointed by the Board of  
Directors of M/s. K.C.P. Sugars and Industries Corporation Limited as a Scrutinizer  
for the purpose of the poll taken on the below mentioned resolution(s), at the 19<sup>th</sup>  
Annual General Meeting of Equity Shareholders of M/s. K.C.P. Sugars and Industries  
Corporation Limited, held on 11<sup>th</sup> day of September 2014 at Sathguru Gnanananda  
Hall" Narada Gana Sabha, 314, T.T.K.Road, Alwarpet, Chennai 600018:

My responsibility as a Scrutinizer for the poll process is restricted to make Scrutinizer  
report of the vote cast "in favour" or "against" and/or "Invalid" the resolutions stated  
above, based on the ballot papers handed over to us by the Company.

Further to the above, I submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, 1 (One) ballot box  
kept for polling were locked in my presence with due identification marks  
placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll  
papers were diligently scrutinized. The poll papers were reconciled with the  
records maintained by the Registrar and Transfer Agents of the Company (i.e.,  
Integrated Enterprises Limited) and the authorizations / proxies lodged with  
the Company.
3. The poll papers, which were incomplete and/or which were otherwise found  
defective have been treated as invalid and kept separately.

4. The results of the poll are as under:

**Item No.1**

**a) Ordinary Resolution:**

To receive, consider and adopt the financial statements of the Company for the year ended March 31, 2014 including the Audited Balance Sheet as at March 31, 2014, the statement of Profit and Loss Account for the year ended on that date, and the Reports of the Board of Directors and Auditors thereon.

i) Voted In **favour** of the Resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
31	251593	99%

ii) Voted **against** the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
1	3000	1%

iii) **Invalid** Votes:

Number of members whose votes were declared invalid	Total number of votes cast by them
6	11408

**Item No.2**

**b) Ordinary Resolution: To declare dividend on Equity Shares**

i) Voted In **favour** of the Resolution:



<b>Number of members voted</b>	<b>Number of Votes cast by them</b>	<b>% of total number of valid votes cast</b>
<b>32</b>	<b>259593</b>	<b>100%</b>

ii) Voted **against** the resolution:

<b>Number of members voted</b>	<b>Number of Votes cast by them</b>	<b>% of total number of valid votes cast</b>
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

i) **Invalid** Votes:

<b>Number of members whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
<b>6</b>	<b>11408</b>

Item No.3

## c) Ordinary Resolution:

To appoint Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the fourth consecutive Annual General Meeting, on such remuneration as shall be fixed by the Board of Directors, and to pass the following resolution:

i) Voted In **favour** of the Resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
31	251593	99%

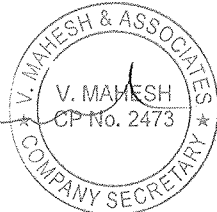
ii) Voted **against** the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
1	3000	1%

iii) **Invalid** Votes:

Number of members whose votes were declared invalid	Total number of votes cast by them
6	11408

*V. Mahesh*



**Item No.4**

**Ordinary Resolution: Appointment of Shri. Ranvir R.Shah (DIN 00041398) as an Independent Director:**

i) Voted In **favour** of the Resolution:

<b>Number of members voted</b>	<b>Number of Votes cast by them</b>	<b>% of total number of valid votes cast</b>
<b>30</b>	<b>248783</b>	<b>98%</b>

ii) Voted **against** the resolution:

<b>Number of members voted</b>	<b>Number of Votes cast by them</b>	<b>% of total number of valid votes cast</b>
<b>2</b>	<b>5810</b>	<b>2%</b>

iii) **Invalid** Votes:

<b>Number of members whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
<b>6</b>	<b>11408</b>



Item No.5

**Ordinary Resolution: Appointment of Dr. Vithal Rajan (DIN 00021571) as an Independent Director**

i) Voted In **favour** of the Resolution:

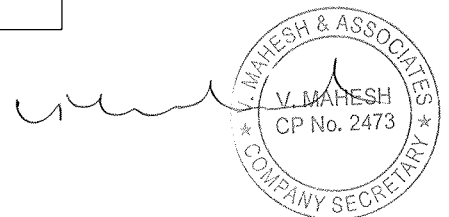
Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
30	248783	98%

ii) Voted **against** the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
2	5810	2%

iii) **Invalid** Votes:

Number of members whose votes were declared invalid	Total number of votes cast by them
6	11408



Item No.6

**Ordinary Resolution: Appointment of Shri. M.S.V.M.Rao (DIN 00432640) as an Independent Director**

i) Voted In **favour** of the Resolution:



Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
30	248783	98%

ii) Voted **against** the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
2	5810	2%

iii) **Invalid** Votes:

Number of members whose votes were declared invalid	Total number of votes cast by them
6	11408

**Item No.7**

**Ordinary Resolution: Appointment of Shri. Prathap K.Moturi (DIN 00020630) as an Independent Director**

i) Voted In **favour** of the Resolution:


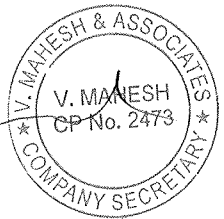
<b>Number of members voted</b>	<b>Number of Votes cast by them</b>	<b>% of total number of valid votes cast</b>
<b>30</b>	<b>248783</b>	<b>98%</b>

ii) Voted **against** the resolution:

<b>Number of members voted</b>	<b>Number of Votes cast by them</b>	<b>% of total number of valid votes cast</b>
<b>2</b>	<b>5810</b>	<b>2%</b>

iii) **Invalid** Votes:

<b>Number of members whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
<b>6</b>	<b>11408</b>



**Item No.8**

**Ordinary Resolution: Remuneration of Cost Auditor**

i) Voted In **favour** of the Resolution:


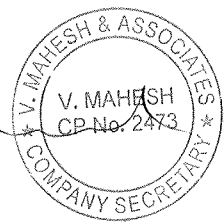
Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
31	251593	99%

ii) Voted **against** the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
1	3000	1%

iii) **Invalid** Votes:

Number of members whose votes were declared invalid	Total number of votes cast by them
6	11408

Item No.09

**Ordinary resolution: Acceptance / Renewal of Deposits from public / members**

iv) Voted In **favour** of the Resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
30	248783	98%

v) Voted **against** the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
2	5810	2%

vi) **Invalid** Votes:

Number of members whose votes were declared invalid	Total number of votes cast by them
6	11408

5. A Compact Disc (CD) containing a details of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

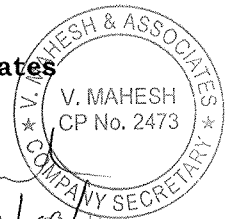
Thanking You,

For V. Mahesh & Associates



V. Mahesh

Practicing Company Secretary



11/09/14



08/09/2014

**Report of Scrutinizer (eVoting)**

**[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the  
Companies (Management and Administration) Rules, 2014]**

To,  
Mr. Vinod R Sethi  
The Chairman  
19<sup>th</sup> Annual General Meeting of the Shareholders of M/s.K.C.P. Sugars and  
Industries Corporation Limited to be held on 11<sup>th</sup> day of September 2014  
At Sathguru Gnanananda Hall" Narada Gana Sabha, 314, T.T.K.Road, Alwarpet,  
Chennai 600018

Dear Sir,

SUB : Scrutinizer's Report for the eVoting pertaining to 19<sup>th</sup> Annual General Meeting  
of the Company.

I, V. Mahesh, Practising Company Secretary, have been appointed by the Board of Directors of M/s. K.C.P. Sugars and Industries Corporation Limited 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 the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice to the 19<sup>th</sup> Annual General meeting of the Shareholders of M/s. K.C.P. Sugars and Industries Corporation Limited to be held on 11<sup>th</sup> day of September, 2014 at Sathguru Gnanananda Hall" Narada Gana Sabha, 314, T.T.K.Road, Alwarpet, Chennai 600 018.

The management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and the rules relating to voting through electronic means on the resolutions contained in the Notice to the 19<sup>th</sup> Annual General Meeting of the shareholders of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to make Scrutinizer report of the vote cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by M/s. Integrated Enterprises, the authorized agency to provide e-voting facilities, engaged by the Company.

**Branches at : • Bangalore • Tirupur**



Further to the above, I submit my report as under:

- i) The e-voting period was open from 5<sup>th</sup> September, 2014 (09.00 A.M) to 7<sup>th</sup> September, 2014 (06.00 P.M). We further confirm that eVoting option/facility was closed after 06.00 P.M on 07<sup>th</sup> September 2014.
- ii) The members of the Company as on the "Cut-off date" i.e. 8<sup>th</sup> August, 2014 were entitled to vote on resolutions (item No. 01 to 09) as set out in the Notice of the 19<sup>th</sup> AGM of the Company)
- iii) Thereafter the details containing inter-alia, list of Equity shareholders, who "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of Integrated Enterprises i.e., <https://www.evoting.nsdl.com> and based on such reports generated, the result of the e-voting are as under:


VMACS

Item No.1

## a) Ordinary Resolution:

To receive, consider and adopt the Financial statements of the Company for the year ended March 31, 2014 including the Audited Balance Sheet as at March 31, 2014, the statement of Profit and Loss Account for the year ended on that date, and the Reports of the Board of Directors and Auditors thereon.

## i) Voted In favour of the Resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
37	45509745	100%

## ii) Voted against the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

## iii) Invalid Votes:

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



Item No.2b) Ordinary Resolution: **To declare dividend on Equity Shares**i) Voted In **favour** of the Resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
37	45509745	100%

ii) Voted **against** the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

i) **Invalid** Votes:

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




Item No.3

c) Ordinary Resolution:

To appoint Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the fourth consecutive Annual General Meeting, on such remuneration as shall be fixed by the Board of Directors, and to pass the following resolution:

i) Voted In favour of the Resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
36	45492225	99.96%

ii) Voted against the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
1	17520	0.04%

iii) Invalid Votes:

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


**Item No.4**

**Ordinary Resolution: Appointment of Shri. Ranvir R.Shah (DIN 00041398) as an Independent Director:**

**i) Voted In favour of the Resolution:**

<b>Number of members voted</b>	<b>Number of Votes cast by them</b>	<b>% of total number of valid votes cast</b>
<b>34</b>	<b>45491990</b>	<b>99.96%</b>

**ii) Voted against the resolution:**

<b>Number of members voted</b>	<b>Number of Votes cast by them</b>	<b>% of total number of valid votes cast</b>
<b>1</b>	<b>17520</b>	<b>0.04%</b>

**iii) Invalid Votes:**

<b>Number of members whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
<b>NIL</b>	<b>NIL</b>

*(Handwritten signature)*





## Item No.5

**Ordinary Resolution: Appointment of Dr. Vithal Rajan (DIN 00021571)  
as an Independent Director**

## i) Voted In favour of the Resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
34	45489690	99.96%

## ii) Voted against the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
02	20020	0.04%

## iii) Invalid Votes:

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



**Item No.6**

**Ordinary Resolution: Appointment of Shri. M.S.V.M.Rao (DIN 00432640) as an Independent Director**

i) Voted In favour of the Resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
35	45492190	99.96%

ii) Voted against the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
1	17520	0.04%

iii) Invalid Votes:

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


## Item No.7

Ordinary Resolution: Appointment of Shri. Prathap K.Moturi (DIN 00020630) as an Independent Director

i) Voted In favour of the Resolution:

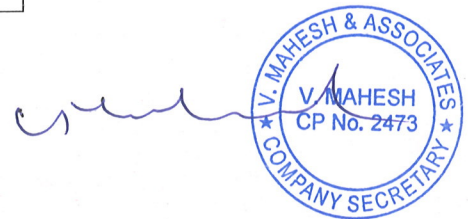
Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
33	45491815	99.96%

ii) Voted against the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
1	17520	0.04%

iii) Invalid Votes:

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



## Item No.8

## Ordinary Resolution: Remuneration of Cost Auditor

i) Voted In favour of the Resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
36	45492225	99.96%

ii) Voted against the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
1	17520	0.04%

iii) Invalid Votes:

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

*V. Mahesh*



Item No.09

Ordinary resolution: Acceptance / Renewal of Deposits from public / members

iv) Voted In favour of the Resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
37	45509745	100%

v) Voted against the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

vi) Invalid Votes:

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

The details containing list of equity shareholders who voted "FOR", "AGAINST" and those votes which were declared INVALID" for each resolution received from the Depository M/s. NSDL Services Limited is attached to this report.

Thanking You,

For V. Mahesh & Associates



V. MAHESH  
CP No. 2473  
PRACTISING COMPANY SECRETARY

V. Mahesh  
Practicing Company Secretary



**Form MGT - 13**

**Combined Report of Scrutinizer (E-voting & Poll)**

**[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of  
the Companies (Management and Administration) Rules, 2014]**

To,  
Mr. Vinod R Sethi  
The Chairman  
19<sup>th</sup> Annual General Meeting of the Shareholders of M/s. K.C.P. Sugars and  
Industries Corporation Limited held on 11<sup>th</sup> day of September 2014  
At Sathguru Gnanananda Hall" Narada Gana Sabha, 314, T.T.K.Road, Alwarpet,  
Chennai 600018

Dear Sir,

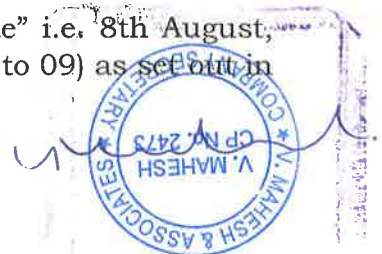
SUB : Scrutinizer's Report for the E-Voting & Poll on the 19<sup>th</sup> Annual General  
Meeting of the Company.

I, V. Mahesh, Practising Company Secretary, have been appointed by the Board of  
Directors of M/s. K.C.P. Sugars and Industries Corporation Limited as a  
Scrutinizer for the purpose of Scrutinizing the e-voting process and poll taken on  
the resolution(s) mentioned in the Notice to the AGM the 19<sup>th</sup> Annual General  
Meeting of Equity Shareholders of M/s. K.C.P. Sugars and Industries Corporation  
Limited, held on 11<sup>th</sup> day of September 2014 at Sathguru Gnanananda Hall"  
Narada Gana Sabha, 314, T.T.K.Road, Alwarpet, Chennai 600018:

My responsibility as a Scrutinizer for the e-voting and poll process is restricted to  
make Scrutinizer report of the vote cast "in favour" or "against" and/or "Invalid" the  
resolutions, based on the Ballot Papers handed over by the Company in a duly  
sealed/locked box and the reports generated from the e-voting system provided by  
M/s. Integrated Enterprises, the authorized agency to provide e-voting facilities,  
engaged by the Company and ballot papers handed over to us by the Company  
respectively.

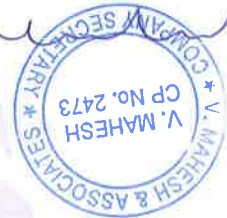
Further to the above, I submit my report as under:

- i) The e-voting period was open from 5th September, 2014 (09.00 A.M) to  
7th September, 2014 (06.00 P.M). We further confirm that eVoting  
option/facility was closed after 06.00 P.M on 07th September 2014.
- ii) The members of the Company as on the "Cut-off date" i.e. 8th August,  
2014 were entitled to vote on resolutions (item No. 01 to 09) as set out in  
the Notice of the 19th AGM of the Company)



- iii) Thereafter the details containing inter-alia, list of Equity shareholders, who “for”, “against” each of the resolutions that were put to vote, were generated from the e-voting website of Integrated Enterprises i.e., <https://www.evoting.nsdl.com> and based on such reports generated.
- iv) After the time fixed for closing of the poll by the Chairman, 1 (One) ballot box kept for polling were locked in my presence with due identification marks placed by me.
- v) The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company (i.e., Integrated Enterprises Limited) and the authorizations / proxies lodged with the Company.
- vi) The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

The combined results of the e-voting and poll are as follows:



VMACS

**Item No.1**

**a) Ordinary Resolution:**

To receive, consider and adopt the financial statements of the Company for the year ended March 31, 2014 including the Audited Balance Sheet as at March 31, 2014, the statement of Profit and Loss Account for the year ended on that date, and the Reports of the Board of Directors and Auditors thereon.

**i) Voted In favour of the Resolution:**

<b>Number of members voted</b>	<b>Number of Votes cast by them</b>	<b>% of total number of valid votes cast</b>
<b>68</b>	<b>45761338</b>	<b>99.98%</b>

**ii) Voted against the resolution:**

<b>Number of members voted</b>	<b>Number of Votes cast by them</b>	<b>% of total number of valid votes cast</b>
<b>1</b>	<b>3000</b>	<b>0.02%</b>

**iii) Invalid Votes:**

<b>Number of members whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
<b>6</b>	<b>11408</b>

*(Handwritten signature)*





**Item No.2**

**b) Ordinary Resolution: To declare dividend on Equity Shares**

**i) Voted In favour of the Resolution:**

<b>Number of members voted</b>	<b>Number of Votes cast by them</b>	<b>% of total number of valid votes cast</b>
<b>69</b>	<b>45769338</b>	<b>100</b>

**ii) Voted against the resolution:**

<b>Number of members voted</b>	<b>Number of Votes cast by them</b>	<b>% of total number of valid votes cast</b>
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**i) Invalid Votes:**

<b>Number of members whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
<b>6</b>	<b>11408</b>

*(Handwritten signature)*



**Item No.3**

**c) Ordinary Resolution:**

To appoint Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the fourth consecutive Annual General Meeting, on such remuneration as shall be fixed by the Board of Directors, and to pass the following resolution:

**i) Voted In favour of the Resolution:**


Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
67	45743818	99.94%

**ii) Voted against the resolution:**

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
2	20520	0.06%

**iii) Invalid Votes:**

Number of members whose votes were declared invalid	Total number of votes cast by them
6	11408

*[Handwritten Signature]*  


## Item No.4

**Ordinary Resolution: Appointment of Shri. Ranvir R.Shah (DIN 00041398) as an Independent Director:**

## i) Voted In favour of the Resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
64	45740773	99.93%

## ii) Voted against the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
3	23330	0.07%

## iii) Invalid Votes:

Number of members whose votes were declared invalid	Total number of votes cast by them
6	11408



**Item No.5**

**Ordinary Resolution: Appointment of Dr. Vithal Rajan (DIN 00021571) as an Independent Director**

**i) Voted In favour of the Resolution:**

<b>Number of members voted</b>	<b>Number of Votes cast by them</b>	<b>% of total number of valid votes cast</b>
<b>64</b>	<b>45738473</b>	<b>99.93%</b>

**ii) Voted against the resolution:**

<b>Number of members voted</b>	<b>Number of Votes cast by them</b>	<b>% of total number of valid votes cast</b>
<b>4</b>	<b>25830</b>	<b>0.07%</b>

**iii) Invalid Votes:**

<b>Number of members whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
<b>6</b>	<b>11408</b>



## Item No.6

**Ordinary Resolution: Appointment of Shri. M.S.V.M.Rao (DIN 00432640)  
as an Independent Director**

i) **Voted In favour of the Resolution:**

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
65	45740973	99.94%

ii) **Voted against the resolution:**

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
3	23330	0.06%

iii) **Invalid Votes:**

Number of members whose votes were declared invalid	Total number of votes cast by them
6	11408

  
 MAHESH & ASSOCIATES  
 V. MAHESH  
 CP No. 2473  
 COMPANY SECRETARY

**Item No.7**

**Ordinary Resolution: Appointment of Shri. Prathap K.Moturi (DIN 00020630) as an Independent Director**

**i) Voted In favour of the Resolution:**

<b>Number of members voted</b>	<b>Number of Votes cast by them</b>	<b>% of total number of valid votes cast</b>
<b>63</b>	<b>45740598</b>	<b>99.94%</b>

**ii) Voted against the resolution:**

<b>Number of members voted</b>	<b>Number of Votes cast by them</b>	<b>% of total number of valid votes cast</b>
<b>3</b>	<b>23330</b>	<b>0.06%</b>

**iii) Invalid Votes:**

<b>Number of members whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
<b>6</b>	<b>11408</b>

*(Handwritten Signature)*



## Item No.8

## Ordinary Resolution: Remuneration of Cost Auditor

## i) Voted In favour of the Resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
67	45743818	99.94%

## ii) Voted against the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
2	20520	0.06%

## iii) Invalid Votes:

Number of members whose votes were declared invalid	Total number of votes cast by them
6	11408



Item No.09

**Ordinary resolution: Acceptance / Renewal of Deposits from public / members**

iv) **Voted In favour of the Resolution:**

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
67	45758528	99.98%

v) **Voted against the resolution:**

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
2	5810	0.02%

vi) **Invalid Votes:**

Number of members whose votes were declared invalid	Total number of votes cast by them
6	11408

A Compact Disc (CD) containing a details of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is handed over to the Company.

The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking You,

**For V. Mahesh & Associates**

**V. Mahesh**  
Practicing Company Secretary



**Date : 11.09.2014**

**Place : Chennai**