

Ref: KCP / SHARE / RB/ 18-19 / 317181

July 31, 2018

National Stock Exchange of India Limited(NSE)
Scrip : KCP
BandraKurla 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: Declaration of Voting results and Summary of the Proceedings of 77th Annual General Meeting held on July 30, 2018.

Ref: Regulation 30, 34 and 44 of the SEBI (LODR) Regulations, 2015.

In continuation to our Letter dated 5th July 2018, the 77th Annual General Meeting of the Company was held on July 30, 2018 at 10.15 am at "Ramakrishna Buildings, No.2, Dr. P.V. Cherian Crescent, Egmore, Chennai 600 008 and the business items set out in the AGM Notice dated 28th May 2018 were transacted and approved.

In this regard, please find enclosed the following:

1. Annexure I - Summary of proceedings of the 77th Annual General Meeting.
2. Voting Results as required under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 as amended.
3. Report of the Scrutinizer dated 30th July 2018.

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

Phone: + 91-44-6677 2600 Fax: + 91-44-6677 2620 E-mail: corporate@kcp.co.in

www.kcp.co.in

Summary of the Proceedings of the 77th Annual General Meeting of the Company

The 77th Annual General Meeting (AGM) of the Members of the Company was held on Monday, July 30, 2018 at 10.15 A.M. at "Ramakrishna Buildings", 2, Dr. P.V. Cheriau Crescent, Egmore, Chennai - 600 008.

The requisite quorum being present, Dr.V.L.Dutt, Executive Chairman of the company called the meeting to order and welcomed the Members to the meeting. The meeting commenced at 10.15 A.M. and concluded at around 11.30 A.M

1590 Members attended the AGM in person or through proxy.

The Chairman further announced that the Company has received 9 proxies representing 0.10 % of the total issued and paid-up share capital of the Company.

The Chairman informed the members that Sri.O.Swaminatha Reddy, Chairman of the Audit committee, Nomination and Remuneration committee and Stakeholders relationship committee and Sri. P. Govardhana Reddy, Partner, M/s K.S.Rao & Co, Hyderabad Statutory Auditors of the Company and Smt. Sobana Pranesh, Secretarial auditor of the Company are present at the meeting in compliance with the provisions of the companies Act, 2013 and Rules made there under.

The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which Directors are interested were open for members' inspection throughout the meeting.

With the permission of the members the Notice convening the 77th Annual general meeting of the company was taken as read.

Dr. V.L.Dutt then commenced his speech and gave an overview of the operations and the financial performance of the Company for the financial year ended March 31, 2018. He also provided an insight on the major developments during the FY 2017-18.

In his speech he placed on record his profound gratitude to all the stakeholders for having reposed their confidence in the Company and to the employees of the Company for their hard work and dedication.

Thereafter, he informed the Members that Pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has extended the remote e-voting facility to the Members of the company in respect of the business to be transacted at the Annual General Meeting. The remote e-voting commenced at 9.00 a.m on Thursday 26th July 2018 and ended at 5.00 p.m.



A handwritten signature in black ink, appearing to be 'V.L.Dutt', written over a diagonal line.

on Sunday 29th July 2018, Sri R. Balasubramaniam. Practising Company Secretary, Chennai was appointed as the Scrutinizer by the Board for scrutinizing the e-voting process.

Pursuant to the Secretarial Standard on General Meetings issued by ICSI, All Resolutions shall be proposed by a Member and seconded by another Member and voting by show of hands would not be allowed as remote e-voting facility is being provided to the shareholders.

The company has arranged for poll at the end of the meeting on all 4(Four) resolutions set out in the Notice of Annual General Meeting,

He stated that any member, who has already exercised his/her votes through Remote e-voting, may attend the Meeting but is prohibited to vote at the Meeting and his/her vote, if any, cast at the Meeting shall be treated as invalid.

The chairman further informed that Pursuant to Section 145 of the Companies Act, 2013 as there are no qualifications, observations or comments on Financial Statements the Audit Report and the Secretarial Audit Reports dated 28/05/2018 are taken as read.

Thereafter, he invited questions from the members on the financials and the business listed in the Notice to be transacted at the AGM.

After listening to the queries, Dr.V.L. Dutt gave detailed response to some of the queries and instructed Sri.G.N. Murty, CFO of the company to reply the queries on financials with the permission of the members,

The following items of business as set out in the Notice dated May 28, 2018 convening this AGM were transacted at the meeting:

Ordinary Business:

- 1(a) Resolution for Adoption of the audited financial statements of the Company for the financial year ended March 31, 2018 together with the reports of the Board of Directors and Auditors thereon.
- 1(b) Adoption of the audited consolidated financial statements for the financial year ended March 31, 2018 together with the report of the Auditors thereon.
2. Resolution for Declaration of dividend on equity shares of the Company for the financial year 2017-18.
3. Resolution for Appointment of Smt. Kavitha Dutt Chitturi as Director (DIN : 00139274) liable to retire by rotation.



Special Business:

4. Resolution for Confirmation of the Remuneration of the Cost Auditors for the year 2018-19.

Thereafter Dr.V.L. Dutt Chairman of the meeting ordered for a Poll to be taken place for all the above resolutions duly proposed and seconded at the meeting and appointed Sri R. Balasubramaniam Practising Company Secretary, as the Scrutinizer for the poll process and requested him for an orderly conduct of the poll.

The Chairman further stated that:

The results shall be declared within 48 hours of the conclusion of the Annual General Meeting. The results declared along with the Scrutinizer's Report shall be available on the Company's website and will accordingly be communicated to the stock exchanges and concluded the meeting.

For THE K.C.P. LIMITED



COMPANY SECRETARY

THE K C P LIMITED

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				<p>Resolution to receive, consider and adopt(a) the Audited Financial Statements for the year ended March 31, 2018, together with the reports of the Board of Directors and the Auditors thereon.</p> <p>(b) the Audited Consolidated Financial Statements for the year ended March 31, 2018 and the Report of the Auditors thereon</p>				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – In favour	No. of votes – against	% of votes in favour on votes polled	% of 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		51315634	89.9058	51315634	0	100.0000	0.0000
	Poll	57077089	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	57077089	51315634	89.9058	51315634	0	100.0000	0.0000
Public-Institutions	E-Voting		5897134	73.1666	5897134	0	100.0000	0.0000
	Poll	8059877	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	8059877	5897134	73.1666	5897134	0	100.0000	0.0000
Public- Non Institutions	E-Voting		1379084	2.1621	1378984	100	99.9927	0.0073
	Poll	63784194	16063	0.0252	16063	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	63784194	1395147	2.1873	1395047	100	99.9928	0.0072
Total		128921160	58607915	45.4603	58607815	100	99.9998	0.0002



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THE K C P LIMITED

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Resolution for declaration of dividend @ Rs.1/- per share on the Equity share capital of the Company for the year 2017-2018				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – In favour	No. of votes – against	% of votes in favour on votes polled	% of 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		51315634	89.9058	51315634	0	100.0000	0.0000
	Poll	57077089	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	57077089	51315634	89.9058	51315634	0	100.0000	0.0000
Public-Institutions	E-Voting		5897134	73.1666	5897134	0	100.0000	0.0000
	Poll	8059877	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	8059877	5897134	73.1666	5897134	0	100.0000	0.0000
Public- Non Institutions	E-Voting		1379084	2.1621	1379084	0	100.0000	0.0000
	Poll	63784194	16063	0.0252	16063	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	63784194	1395147	2.1873	1395147	0	100.0000	0.0000
Total		128921160	58607915	45.4603	58607915	0	100.0000	0.0000



THE K C P LIMITED

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Resolution for re-appointment of Smt. Kavitha Dutt Chitturi (DIN: 00139274), Joint Managing Director of the Company as Director liable to retire by rotation.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – In favour	No. of votes – against	% of votes In favour on votes polled	% of 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		51315634	89.9058	51315634	0	100.0000	0.0000
	Poll	57077089	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	57077089	51315634	89.9058	51315634	0	100.0000	0.0000
Public-Institutions	E-Voting		5897134	73.1666	5111112	786022	86.6711	13.3289
	Poll	8059877	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	8059877	5897134	73.1666	5111112	786022	86.6711	13.3289
Public- Non Institutions	E-Voting		1379084	2.1621	1378556	528	99.9617	0.0383
	Poll	63784194	16063	0.0252	16063	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	63784194	1395147	2.1873	1394619	528	99.9622	0.0378
Total		128921160	58607915	45.4603	57821365	786550	98.6579	1.3421



THE K C P LIMITED

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Resolution for ratification of the Cost Auditors Remuneration for the year 2018-19.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – In favour	No. of votes – against	% of votes in favour on votes polled	% of 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	57077089	51315634	89.9058	51315634	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		57077089	51315634	89.9058	51315634	0	100.0000
Public-Institutions	E-Voting	8059877	5897134	73.1666	5897134	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		8059877	5897134	73.1666	5897134	0	100.0000
Public- Non Institutions	E-Voting	63784194	1379084	2.1621	1378904	180	99.9869	0.0131
	Poll		16063	0.0252	16063	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		63784194	1395147	2.1873	1394967	180	99.9871
Total		128921160	58607915	45.4603	58607735	180	99.9997	0.0003



R. BALASUBRAMANIAM
B.A., B.L., F.C.S
Company Law Consultant
Email id: balu_comsec@yahoo.com
Contact No: 044 - 26269826

"J" Block, Second Street,
Door No 27, Flat No A2,
Anna Nagar East,
Chennai- 600102

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 Chairman
of the 77th Annual General Meeting of the shareholders of THE K C P LIMITED, held on 30.07.2018
at "Ramakrishna Building" No.2, Dr. P.V. Cherian Crescent, Egmore, Chennai – 600 008.

Dear Sir,

Sub: Consolidated Scrutinizer Report on remote e-voting 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 and as amended from time to time and poll conducted at the 77th Annual General Meeting of THE K C P LIMITED on July 30, 2018.

The Board of Directors of the Company, at its meeting held on May 28, 2018 had appointed me as the Scrutinizer for e-voting held between 26th July, 2018 (9.00 A.M.) and 29th July, 2018 (5.00 P.M.) and for the poll conducted at the 77th Annual General Meeting of the Company held on July 30, 2018.

The Company had appointed National Securities Depository Limited, as the Service Provider, for extending the facility of e-voting to the shareholders of the Company from July 26, 2018 (09:00 A.M) till July 29, 2018 (05.00 P.M). The e-voting results were unblocked by me after the conclusion of Annual General Meeting held on July 30, 2018 at 11.17 A.M. For further details, refer Scrutinizer report on e-voting dated July 30, 2018.

At the 77th Annual General Meeting of the Company held on July 30, 2018, the Chairman of the Company had suo-moto called for a poll to facilitate the members present in the meeting, who could not participate in the e-voting, to record their votes through the poll process.

The results of voting through remote e-voting and ballot papers at the Annual General Meeting venue are as under:

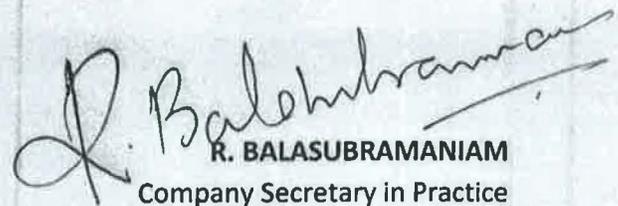


Item No	Type of Resolution	Subject Matter
1	Ordinary	Resolution to receive, consider and adopt (a) The Audited Financial Statements for the year ended March 31, 2018, together with the reports of the Board of Directors and the Auditors thereon. (b) The Audited Consolidated Financial Statements for the year ended March 31, 2018 and the Report of the Auditors thereon.
2	Ordinary	Resolution for declaration of dividend @ Rs.1/- per share on the Equity share capital of the Company for the year 2017-2018.
3	Ordinary	Resolution for re-appointment of Smt. Kavitha Dutt Chitturi (DIN: 00139274), Joint Managing Director of the Company as Director liable to retire by rotation.
4	Ordinary	Resolution for ratification of the Cost Auditors Remuneration for the year 2018-19.

Item No.	Total valid Votes received through			Votes in favour of the resolution		Votes against the resolution	
	E-voting	Ballot Paper	Total	No	% of votes	No	% of votes
1	5,85,91,852	16,063	5,86,07,915	5,86,07,815	99.9998	100	0.0002
2	5,85,91,852	16,063	5,86,07,915	5,86,07,915	100.0000	0	0
3	5,85,91,852	16,063	5,86,07,915	5,78,21,365	98.6579	7,86,550	1.3421
4	5,85,91,852	16,063	5,86,07,915	5,86,07,735	99.9997	180	0.0003

Two shareholders holding 100 (One Hundred) shares and 3 (Three) shares as on the Cut-off date i.e. July 23, 2018 had casted vote for 300 (Three Hundred) shares and 5 (Five) shares respectively in the poll taken at the 77th Annual General Meeting held on July 30, 2018. The number of votes for the purpose of this report had been restricted to 100 (One Hundred) shares and 3 (Three) shares respectively.

Place: Chennai
Date: 30.07.2018


R. BALASUBRAMANIAM
Company Secretary in Practice

Scrutinizer
M. No. F2397
C.P. No. 1340

