



Ref: KCP / SHARE / RB/ 19-20 /88191

8th August, 2019

National Stock Exchange of India Limited (NSE) **Bombay Stock Exchange Ltd (BSE)**
Scrip : KCP **Scrip - 590066**
Bandra Kurla Complex, Floor No.25, P J Towers
Bandra (E) Dalal Street,
Mumbai-400 051 Mumbai 400 001

Dear Sir /Madam,

Sub: Declaration of Voting results and Summary of the Proceedings of 78th Annual General Meeting of the Company held on 7th August, 2019.

Ref: Regulation 44 and Regulation 30(6) read with Schedule III – Part A of the SEBI (LODR) Regulations, 2015 as amended.

In continuation to our Letter dated 16th July 2019, the 78th Annual General Meeting of the Company was held on 7th August, 2019 at 10.00 am at "Ramakrishna Buildings, No.2, Dr. P.V. Cherian Crescent, Egmore, Chennai 600 008.

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. 7th August 2019.

In this regard, please find enclosed the following:

1. Annexure I – Summary of proceedings of the 78th 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 conducted at the AGM).
3. Consolidated Report of the Scrutinizer dated 7th August, 2019.

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

CIN : L65991TN1941PLC001128

Annexure 1

Summary of the Proceedings of the 78th Annual General Meeting of the Company

The 78th Annual General Meeting (AGM) of the Members of the Company was held on Wednesday, 7th August, 2019 at 10.00 A.M. at "Ramakrishna Buildings", 2, Dr. P.V. Cherian 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 10.00 A.M. and concluded at around 11.30 A.M

1723 Members attended the AGM in person or through proxy.

The Chairman further announced that the Company has received 11 proxies representing 9.44 % of the total issued and paid-up share capital of the Company.

The Chairman informed the members that Sri. P.S. Kumar, Chairman of the Audit 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 78th Annual general meeting of the company was taken as read.

Dr. V.L. Dutt informed the members that Sri. O. Swaminatha Reddy, one of the esteemed Director of the company has retired as Director and he placed on record his sincere appreciation and recognition of the valuable contribution and services rendered by Sri. O. Swaminatha Reddy as Director, Chairman/Member of the committees of the company.

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, 2019. He also provided an insight on the major developments during the FY 2018-19.

In his speech he also 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.

For THE K.C.P. LIMITED

COMPANY SECRETARY

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THE **k c p** LIMITED

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 Saturday 3rd August 2019 and ended at 5.00 p.m. on Tuesday 6th August 2019 and Sri R. Balasubramaniam, Practising Company Secretary, Chennai was appointed as the Scrutinizer by the Board for scrutinizing the e-voting process.

He further informed that pursuant to the revised Secretarial Standard on General Meetings issued by ICSI, it is not mandatory to propose and second the resolutions 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 10(Ten) 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.

A Proxy can vote in the ballot process.

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 29/05/2019 are taken as read.

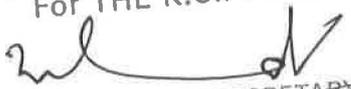
Thereafter, he invited questions from the members on the financials and the business listed in the Notice to be transacted at the AGM.

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 29, 2019 convening this AGM were transacted at the meeting:

Ordinary Business:

1. Resolution for Adoption of the audited financial statements of the Company (Standalone and Consolidated) for the financial year ended 31st March, 2019 together with the reports of the Board of Directors and Auditors thereon.
2. Resolution for Declaration of dividend on equity shares of the Company for the financial year 2018-19.
3. Resolution for re-appointment of Dr. V. L. Dutt (DIN: 00143013) as Director liable to retire by rotation.

For THE K.C.P. LIMITED

COMPANY SECRETARY

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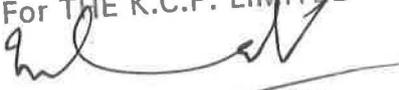
Special Business:

4. Resolution for ratification of remuneration of Cost Auditors of the company for the year 2019-20.
5. Resolution for re-appointment of Sri. V H Ramakrishnan (DIN: 00143948) as an Independent Director of the Company.
6. Resolution for re-appointment of Sri. Vijay Sankar (DIN: 00007875) as an Independent Director of the Company.
7. Resolution for re-appointment of Sri. P.S Kumar (DIN: 00267280) as an Independent Director of the Company.
8. Resolution for re-appointment of Sri. M Narasimhappa (DIN: 03319847) as an Independent Director of the Company.
9. Resolution for approval of remuneration of Dr. V. L. Dutt Executive Chairman, Dr. V. L. Indira Dutt, Managing Director and Smt. V. Kavitha Dutt, Joint Managing Director, Promoters of the Company.
10. Resolution for approval of Transactions with Related Parties under section 188 of the Companies Act, 2013.

Thereafter Dr. V.L. Dutt, Chairman of the meeting ordered for a Poll to be taken place for all the above resolutions 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

R. BALASUBRAMANIAM
B.A., B.L., F.C.S
Company Law Consultant
Email id: balu_comsec@yahoo.com
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"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 78th Annual General Meeting of the Shareholders of **M/s. THE K C P LIMITED**, held on
07.08.2019 at "Ramakrishna Buildings" 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 78th Annual General Meeting of M/s. THE K C P LIMITED on August 07, 2019.

The Board of Directors of the Company, at its meeting held on May 29, 2019 had appointed me as the Scrutinizer for e-voting held between Saturday, August 03, 2019 (09.00 A.M) to Tuesday, August 06, 2019 (05.00 P.M) and for the poll conducted at the 78th Annual General Meeting of the Company held on August 7, 2019.

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 Saturday, August 03, 2019 (09.00 A.M) to Tuesday, August 06, 2019 (05.00 P.M). The e-voting results were unblocked by me after the conclusion of Annual General Meeting held on August 7, 2019 at 11.35. A.M.

At the 78th Annual General Meeting of the Company held on August 7, 2019, 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.

A shareholder holding 67,000 shares as on the cut - off date had abstained from E-voting for Resolution No. 1.

A shareholder holding 773 shares as on the cut - off date had abstained from E-voting for Resolution No. 5.

A shareholder holding 500 shares as on the cut - off date had abstained from E-voting for Resolution No. 8.

Six Promoter shareholders holding together 62,32,027 shares as on the cut - off date had abstained from e-voting for Resolution No. 10 and Three Promoters holding 4,50,75,395 shares as on the cut-off date and who have voted for Resolution No.10 is considered as invalid, since the resolution pertains to approval of related party transactions.

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, 2019, 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, 2019 and the Report of the Auditors thereon.
2	Ordinary	Resolution for declaration of dividend @ Re.1/- per share on the Equity share capital of the Company for the year 2018-2019.
3	Ordinary	Resolution for re-appointment of Dr. V. L. Dutt (DIN: 00143013) as Director liable to retire by rotation.
4	Ordinary	Resolution for ratification of remuneration of Cost Auditors of the company for the year 2019-20.
5	Special	Resolution for re-appointment of Sri. V H Ramakrishnan (DIN: 00143948) as an Independent Director of the Company.
6	Special	Resolution for re-appointment of Sri. Vijay Sankar (DIN: 00007875) as an Independent Director of the Company.
7	Special	Resolution for re-appointment of Sri. P.S Kumar (DIN: 00267280) as an Independent Director of the Company.
8	Special	Resolution for re-appointment of Sri. M Narasimhappa (DIN: 03319847) as an Independent Director of the Company.
9	Special	Resolution for approval of remuneration of Dr. V. L. Dutt Executive Chairman, Dr. V. L. Indira Dutt, Managing Director and Smt. V. Kavitha Dutt, Joint Managing Director, Promoter of the Company.
10	Ordinary	Resolution for approval of Transactions with Related Parties under section 188 of the Companies Act, 2013.

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	61834314	12877	61847191	61846341	99.999	850	0.001
2	61901314	12877	61914191	61914191	100.000	0	0.000
3	61901314	12877	61914191	61910211	99.994	3980	0.006
4	61901314	12877	61914191	61909611	99.993	4580	0.007
5	61900541	12877	61913418	61900066	99.978	13352	0.022
6	61901314	12877	61914191	61906641	99.988	7550	0.012
7	61901314	12877	61914191	61906641	99.988	7550	0.012
8	61900814	12877	61913691	61906165	99.988	7526	0.012
9	61901314	12877	61914191	61899590	99.976	14601	0.024
10	10593892	12877	10606769	9751127	91.933	855642	8.067

Place: Chennai
Date: 07.08.2019


R. BALASUBRAMANIAM
Company Secretary in Practice

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

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

SCRUTINIZER REPORT

To,
The Chairman
of the 78th Annual General Meeting of the Shareholders of **M/s. THE K C P LIMITED**, held on 07.08.2019 at "Ramakrishna Buildings" No.2, Dr. P.V. Cheriaan Crescent, Egmore, Chennai – 600008.

Dear Sir,

The Board of Directors of the Company, at their meeting held on May 29, 2019 had, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules 2014 and as amended from time to time, appointed me as the Scrutinizer for the e-voting process to be held for passing of resolutions as set out in the Notice dated May 29, 2019 convening the 78th Annual General Meeting.

In this connection, I hereby submit my report as under:

1. The members of the Company as on the "cut-off" date i.e., July 31, 2019 were entitled to vote on the resolutions (Item No. 1 to 10 as set out in the Notice of the 78th Annual General Meeting of the Company).
2. The period for e-voting remained open from Saturday, August 03, 2019 (09.00 A.M) to Tuesday, August 06, 2019 (05.00 P.M) as mentioned in the Notice convening Annual General Meeting.
3. The votes cast were unblocked after the conclusion of voting at the Annual General Meeting at 11.35 A.M. on Wednesday, August 07, 2019 in the presence of 2 witnesses, Mr. Pankaj Mehta and Mr. Ritesh Sharda who are not in the employment of Company.
4. A shareholder holding 67,000 shares as on the cut - off date had abstained from voting for Resolution No. 1.
5. A shareholder holding 773 shares as on the cut - off date had abstained from voting for Resolution No. 5.
6. A shareholder holding 500 shares as on the cut - off date had abstained from voting for Resolution No. 8.
7. Six Promoter shareholders holding together 62,32,027 shares as on the cut - off date had abstained from voting for Resolution No. 10 and Three Promoters holding 4,50,75,395 shares as on the cut-off date and who have voted for Resolution No.10 is considered as invalid, since the resolution pertains to approval of related party transactions
8. The details viz., the list of Equity Shareholders, who voted "For", "Against" each of the resolutions that were put to vote, were generated from the e-voting Website of National Securities Depository Limited (NSDL) which is <https://www.evoting.nsdl.com/> and based on such report, I am enclosing the report for each of the items contained in the Notice.



E-VOTING RESULTS

Item No.	1
Particulars of the Business	Resolution to receive, consider and adopt (a) the Audited Financial Statements for the year ended March 31, 2019, 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, 2019 and the Report of the Auditors thereon.
Type of Resolution	Ordinary

Particulars	No. of members voted	No of votes cast	Total Votes (in %)
Received	61	6,18,34,314	100
Assent	59	6,18,33,464	99.999
Dissent	2	850	0.001

Item No.	2
Particulars of the Business	Resolution for declaration of dividend @ Re.1/- per share on the Equity share capital of the Company for the year 2018-2019.
Type of Resolution	Ordinary

Particulars	No. of members voted	No of votes cast	Total Votes (in %)
Received	62	6,19,01,314	100
Assent	62	6,19,01,314	100
Dissent	0	0	0

Item No.	3
Particulars of the Business	Resolution for re-appointment of Dr. V. L. Dutt (DIN: 00143013) as Director liable to retire by rotation.
Type of Resolution	Ordinary

Particulars	No. of members voted	No of votes cast	Total Votes (in %)
Received	62	6,19,01,314	100
Assent	59	6,18,97,334	99.994
Dissent	3	3,980	0.006

Item No.	4
Particulars of the Business	Resolution for ratification of remuneration of Cost Auditors of the company for the year 2019-20.
Type of Resolution	Ordinary


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Particulars	No of members voted	No of votes cast	Total Votes (in %)
Received	62	6,19,01,314	100
Assent	58	6,18,96,734	99.993
Dissent	4	4,580	0.007

Item No.	5
Particulars of the Business	Resolution for re-appointment of Sri. V H Ramakrishnan (DIN: 00143948) as an Independent Director of the Company.
Type of Resolution	Special

Particulars	No of members voted	No of votes cast	Total Votes (in %)
Received	61	6,19,00,541	100
Assent	54	6,18,87,189	99.978
Dissent	7	13,352	0.022

Item No.	6
Particulars of the Business	Resolution for re-appointment of Sri. Vijay Sankar (DIN: 00007875) as an Independent Director of the Company.
Type of Resolution	Special

Particulars	No of members voted	No of votes cast	Total Votes (in %)
Received	62	6,19,01,314	100
Assent	56	6,18,93,764	99.988
Dissent	6	7,550	0.012

Item No.	7
Particulars of the Business	Resolution for re-appointment of Sri. P.S Kumar (DIN: 00267280) as an Independent Director of the Company.
Type of Resolution	Special

Particulars	No of members voted	No of votes cast	Total Votes (in %)
Received	62	6,19,01,314	100
Assent	56	6,18,93,764	99.988
Dissent	6	7,550	0.012

Item No.	8
Particulars of the Business	Resolution for re-appointment of Sri. M Narasimhappa (DIN: 03319847) as an Independent Director of the Company.
Type of Resolution	Special

Handwritten signature/initials

Particulars	No of members voted	No of votes cast	Total Votes (in %)
Received	61	6,19,00,814	100
Assent	56	6,18,93,288	99.988
Dissent	5	7,526	0.012

Item No.	9
Particulars of the Business	Resolution for approval of remuneration of Dr. V. L. Dutt Executive Chairman, Dr. V. L. Indira Dutt, Managing Director and Smt. V. Kavitha Dutt, Joint Managing Director, Promoter of the Company.
Type of Resolution	Special

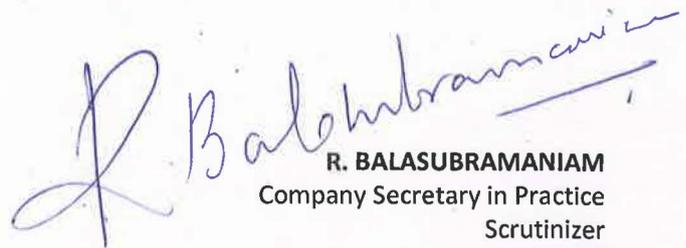
Particulars	No of members voted	No of votes cast	Total Votes (in %)
Received	62	6,19,01,314	100
Assent	54	6,18,86,713	99.976
Dissent	8	14,601	0.024

Item No.	10
Particulars of the Business	Resolution for approval of Transactions with Related Parties under section 188 of the Companies Act, 2013.
Type of Resolution	Ordinary

Particulars	No of members voted	No of votes cast	Total Votes (in %)
Received	53	1,05,93,892	100
Assent	40	97,38,250	91.923
Dissent	13	8,55,642	8.077

9. All relevant records of e-voting will remain in my safe custody until the Chairman 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.

Place: Chennai
Date: 07.08.2019



R. BALASUBRAMANIAM
Company Secretary in Practice
Scrutinizer
M.No, F2397
C.P. No. 1340

R. BALASUBRAMANIAM
B.A., B.L., F.C.S
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"J", Block, Second Street,
Door No 27, Flat No A2,
Anna Nagar East,
Chennai- 600102

FORM No. MGT-13

Report of Scrutinizer

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

To,
The Chairman
of the 78th Annual General Meeting of the Shareholders of M/s. THE K C P LIMITED, held on
07.08.2019 at "Ramakrishna Buildings" No.2, Dr. P.V. Cherian Crescent, Egmore, Chennai – 600
008.

Dear Sir,

I, R. Balsubramaniam, Company Secretary in Practice, appointed as Scrutinizer for the purpose
of the poll taken on the below mentioned resolutions at the Annual General Meeting of the
shareholders of **M/s. THE K.C.P. LIMITED**, held on August 7, 2019 at 10.00 A.M. at
"Ramakrishna Buildings" No.2, Dr. P.V. Cherian Crescent, Egmore, Chennai – 600008, submit my
report as under:

1. After the time fixed for closing of the poll by the Chairman, ONE (1) ballot box kept for
polling was locked by me in the presence of members and proxies.
2. The locked ballot box was subsequently opened in the presence of two members Mr. B.
Rangan and Mr. R. Mohan and the poll papers were diligently scrutinized. The poll papers
were reconciled with the records maintained by Registrar and Transfer Agents of the
Company and the authorizations / proxies lodged with the Company.
3. I did not find any poll paper as invalid.
4. The result of the Poll is as under:



Item No.1

Resolution– Ordinary

Resolution to receive, consider and adopt

(a) the Audited Financial Statements for the year ended March 31, 2019, 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, 2019 and the Report of the Auditors thereon.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
14	12877	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
0	0

Item No.2:

Resolution –Ordinary

Resolution for declaration of dividend @ Re.1/- per share on the Equity share capital of the Company for the year 2018-2019

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
14	12877	100



(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
0	0

Item No.3

Resolution – Ordinary

Resolution for re-appointment of Dr. V. L. Dutt (DIN: 00143013) as Director liable to retire by rotation.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
14	12877	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
0	0

Item No.4

Resolution – Ordinary

Resolution for ratification of remuneration of Cost Auditors of the company for the year 2019-20



(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
14	12877	100

ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
0	0

Item No.5

Resolution – Special

Resolution for re-appointment of Sri. V H Ramakrishnan (DIN: 00143948) as an Independent Director of the Company.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
14	12877	100

ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
0	0



Item No.6**Resolution – Special**

Resolution for re-appointment of Sri. Vijay Sankar (DIN: 00007875) as an Independent Director of the Company.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
14	12877	100

ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
0	0

Item No.7**Resolution – Special**

Resolution for re-appointment of Sri. P.S Kumar (DIN: 00267280) as an Independent Director of the Company.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
14	12877	100

ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
0	0

Item No.8

Resolution – Special

Resolution for re-appointment of Sri. M Narasimhappa (DIN: 03319847) as an Independent Director of the Company.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
14	12877	100

ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
0	0

Item No.9

Resolution – Special

Resolution for approval of remuneration of Dr. V. L. Dutt Executive Chairman, Dr. V. L. Indira Dutt, Managing Director and Smt. V. Kavitha Dutt, Joint Managing Director, Promoter of the Company.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
14	12877	100

ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
0	0

Item No.10

Resolution – Ordinary

Resolution for approval of Transactions with Related Parties under section 188 of the Companies Act, 2013

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
14	12877	100

ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

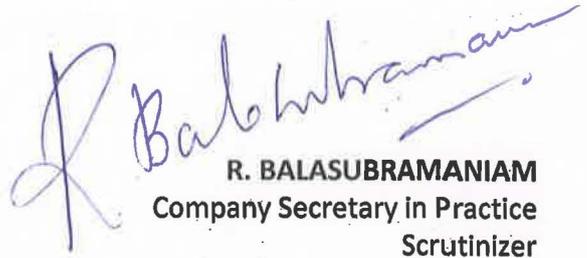
(iii) Invalid votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
0	0

5. An Electronic Data containing a list of equity shareholders who voted "FOR" and "AGAINST" for each resolution is enclosed.

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

Place: Chennai
Date: 07.08.2019



R. BALASUBRAMANIAM
Company Secretary in Practice
Scrutinizer
M.No. F2397
C.P. No. 1340