



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 Chairperson
of the 83rd Annual General Meeting of the Shareholders of **M/s. THE KCP LIMITED**, held on
Thursday, 22nd August, 2024 at 11.00 AM (IST) through Video Conferencing ("VC")/ Other Audio
Visual Means ("OAVM").

Dear Madam,

Sub: Consolidated Scrutinizer's Report on remote e-voting and e-voting during the AGM 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 including any statutory modifications thereof, for the 83rd Annual General Meeting of M/s. The KCP Limited held on Thursday, 22nd August, 2024 at 11.00 AM (IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').

We, M/s. A K JAIN & ASSOCIATES, Practising Company Secretaries, represented by Mr. BALU SRIDHAR, Partner, had been appointed as the Scrutinizer by the Board of Directors of M/s. THE KCP LIMITED pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 83rd Annual General Meeting ("AGM") of M/s. THE KCP LIMITED on Thursday, 22nd August, 2024 at 11.00 AM (IST) through VC / OAVM.

We were also appointed as Scrutinizer to scrutinize the venue e-voting conducted during the AGM.

The Notice dated 20th May, 2024, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories, in compliance with General Circular No. 09/2023 dated September 25, 2023 (read with previous Circulars) and Securities and Exchange Board of India ("SEBI") vide circular dated 07th October, 2023 (read with previous circulars) ("collectively referred to as Applicable Circulars").

The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting and e-voting during the AGM by the Shareholders of the Company.

B. Sridhar



The period for remote e-voting remained open from Monday, 19th August, 2024 (9.00 A.M. IST) to Wednesday, 21st August, 2024 (5.00 P.M. IST) as mentioned in the Notice convening the AGM.

The Company had provided e-voting facility to the shareholders who attended the AGM through VC / OAVM and who had not cast their vote in remote e-voting.

The shareholders of the Company holding shares as on the "cut-off" date 15th August, 2024 were entitled to vote on the resolutions as contained in the Notice of the 83rd AGM.

As prescribed in the applicable Circulars and in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company released an advertisement in English language in 'Business Line' and in Tamil language in 'Dinamani' on 30th July, 2024. The notice published in the newspaper carried the required information as specified in Sub Rule 4(v)(a) to (h) of the said Rule 20.

In addition to sending Notice of the AGM to the shareholders through electronic mode, the Company has also made available the full Annual Report on the website of the Company viz., www.kcp.co.in and also on the websites of the Stock Exchange including NSDL, the e-Voting Service Provider.

Dr. Subbarao Vallabhaneni (DIN: 008746927), retiring Director has expressed his unwillingness to continue as a Director of the company vide resignation letter dated 01st August, 2024. Accordingly, the resolution no. 4 is deleted.

The company proposed the appointment of Mr. C. Panduranga Rao (DIN: 10012716), as an Independent Director and issued a Corrigendum / Addendum dated 05th August, 2024 to the Notice of the 83rd Annual General Meeting for addition of item no.7.

The Corrigendum / Addendum was sent to the shareholders through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories and has released an advertisement in English language in 'Business Line' and in Tamil language in 'Dinamani' on 07th August, 2024. Hence, resolution no.7 is considered for e-voting.

After the closure of voting during the AGM, the report on e-voting done during the AGM and the votes cast under remote e-voting facility prior to AGM were unblocked by us at 12.36 P.M. on 22nd August, 2024 in the presence of Mr. Akshar Gulecha and Ms. Hemalatha who are not in the employment of the Company.

Based on the data downloaded from the official website of NSDL, we submit the consolidated report as under on the result of the remote e-voting prior to AGM and e-voting during the AGM in respect of said resolutions;



Item No.	Type of Resolution	Subject Matter
1	Ordinary	To receive, consider and adopt the Audited Annual Financial Statements of the Company for the financial year 2023-2024 including Balance Sheet as at 31st March 2024, the Statement of Profit and Loss and Cash Flow Statement for the financial year ended on that date and the Reports of the Board of Directors and Auditors thereon.
2	Ordinary	To consider, declaration of Dividend for the year 2023-24
3	Ordinary	To appoint a Director in place of Sri. V. Chandra Kumar Prasad (DIN: 008744154), who retires by rotation and being eligible, offers himself for re-appointment.
4*	Ordinary	To appoint a Director in place of Dr. Subbarao Vallabhaneni (DIN: 008746927), who retires by rotation and being eligible, offers himself for re-appointment.
5	Ordinary	To appoint a Director in place of Sri. Ravi Chitturi (DIN: 00328364), who retires by rotation and being eligible, offers himself for re-appointment.
6	Ordinary	Ratification of remuneration to Cost Auditors for Financial Year ended 31st March, 2025.
7	Special	Appointment of Sri. C.Panduranga Rao (DIN: 10012716) as a Non-Executive Independent Director of the Company.

* Not considered at the request of the appointee.

Item No.	Total valid Votes received through			Votes in favour of the resolution		Votes against the resolution	
	Remote E-voting prior to AGM	E-voting during the AGM	Total	No	% of votes	No	% of votes
1*	55383439	17	55383456	55383440	99.9997	16	0.0003
2**	55404423	17	55404440	55404424	99.9997	16	0.0003
3***	55404373	17	55404390	55374181	99.94548	30209	0.05452
4	Not considered at the request of the appointee.						
5***	55404373	17	55404390	55374181	99.94548	30209	0.05452
6***	55404373	17	55404390	55404374	99.9997	16	0.0003
7****	55310295	17	55310312	55310296	99.9997	16	0.0003

Votes cast by three shareholders holding 32998, 525 & 4203 equity shares as on the cut-off date were considered as invalid due to the non-availability of the Resolution/ Authorization Letter.

*Two share holders holding 50 & 21110 equity shares have abstained from voting on resolution no.1.

**One share holder holding 176 equity shares have abstained from voting on resolution no.2.

***Two share holders holding 50 & 176 equity shares have abstained from voting on resolution no.3, 5 & 6.

****Six share holders holding 176, 50, 17427, 53574, 21110 & 1967 equity shares have abstained from voting on resolution no.7.



All relevant records of e-voting will remain in our safe custody until the Chairperson considers, approves and signs the minutes of the Annual General Meeting and thereafter, the same shall be handed over to the Company Secretary.

Place: Chennai
Date: 23.08.2024

**For A.K.JAIN & ASSOCIATES
Company Secretaries**



BALU SRIVIDHAR
Partner
M.No.F3550
C.P.No.5869
UDIN: F005869F001027769
P R NO. 1201/2021

Witness 1:	Witness 2:
 Name : Mr. Akshar Gulecha Address: No.2, Raja Annamalai Road, Purasawalkam, Chennai – 600 084 Occ : Service	 Name : Ms. Hemalatha Address: No.2, Raja Annamalai Road, Purasawalkam, Chennai – 600 084 Occ : Service