



COMBINED REPORT OF SCRUTINIZER (E-VOTING & POLL)
[Pursuant to Section 108 & 109 of the Companies Act, 2013 read along with rule 20 of
Companies (Management and Administration) Amendment Rules, 2015 and Rule 21(2) of the
Companies (Management and Administration) Rules, 2014]

To,

The Chairman of the 23rd Annual General Meeting,
K.C.P. Sugar and Industries Corporation Limited,
Ramakrishna Building, New No.239 (Old No.183)
Anna Salai, Chennai-600 006

Dear Sir,

Sub: Scrutinizer's Report for the resolutions passed by e-Voting and Demand for poll.

I, V. Mahesh, Practicing Company Secretary of V. Mahesh & Associates, have been appointed by the Board of Directors of K.C.P. Sugar and Industries Corporation Limited as a Scrutinizer for the purpose of scrutinizing the e-voting process and to receive, scrutinise the polling process at the meeting through ballot papers as per the provisions of Section 108 and Section 109 of the Companies Act, 2013 read along with the respective rules for the resolutions mentioned in the notice calling the 23rd Annual General Meeting held on Friday, the 14th day of September, 2018 at 10.00 A.M.

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

- i) The e-voting period was kept open from Tuesday, the 11th day of September, 2018 (09.00 a.m. IST) to Thursday, the 13th day of September, 2018 (05.00 p.m. IST). We further confirm that e-voting facility was closed at 05.00 P.M on the 13th day of September, 2018.
- ii) The Members of the Company as on the "Cut-off date" (07th day of September, 2018) were entitled to vote on resolutions as set out in the notice.
- iii) Thereafter the details containing the list of Equity Shareholders, who voted "for", or "against" each of the resolutions were generated from the website of e-voting agency (NSDL) i.e., <https://www.evoting.nsdl.com> and based on the information generated, the result of the e-voting and poll are as under:



Ordinary Business

Item No.1

Ordinary Resolution:

To receive, consider and adopt the audited financial statements including audited consolidated 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.

Voted in favour of the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
57	47933966	99.98388

Voted against the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
7	7405	0.016118

Invalid Votes:

Number of Members whose votes were declared invalid
1



Item No.2

Ordinary Resolution:

To declare dividend on Equity Shares

Voted in favour of the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
56	45933812	99.98355

Voted against the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
8	7559	0.016454

Invalid Votes:

Number of Members whose votes were declared invalid
1



Item No.3

Ordinary Resolution:

To appoint a Director in place of Shri. Vinod R. Sethi (DIN: 00106598), who retires by rotation, and being eligible, offers himself for reappointment.

Voted in favour of the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
51	45908250	99.92791

Voted against the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
13	33121	0.072094

Invalid Votes:

Number of Members whose votes were declared invalid
1



Item No.4

Special Business:

Ordinary Resolution:

“RESOLVED that the Company do hereby confirm and ratify in terms of section 148 and other applicable provisions of the Companies Act, 2013 and Rule 14 of the Companies (Audit & Auditors) Rules, 2014 (including any statutory modifications) or re-enactment thereof, the remuneration of Rs.2,25,000 (Rupees Two lakhs and twenty five thousand only) plus GST as applicable and reimbursement of travel and out of pocket expenses, approved by the Board of Directors on the recommendations of the Audit Committee, to SRR Associates, Cost Accountants, Chennai (FRN 000992) for conducting the audit of cost records of the Company for the financial year ending 31st March, 2019.”

Voted in favour of the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
55	45933811	99.98354

Voted against the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
9	7560	0.016456

Invalid Votes:

Number of Members whose votes were declared invalid
1

Place: Chennai
Date: 14.09.2018

For V. Mahesh & Associates
Company Secretaries



V. Mahesh
Practising Company Secretary