

INSTRUCTIONS FOR REMOTE E-VOTING

Registered Folio No. / DP ID No. / Client ID No.	Number of shares held:
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Dear Member,

Sub: Instructions for e-voting

Pursuant to provisions of section 108 of the Companies Act, 2013 and Regulation 44 of SEBI (LODR) Regulation, 2015 read with rule 20 of the Companies (Management and Administration) Rules, 2014 as amended on 19.03.2015, the Company is pleased to offer e-voting facility for the members to cast their votes using an electronic system from a place of their choice other than the venue of AGM, on all resolutions set forth in the Notice convening the 21st Annual General Meeting to be held on Wednesday, 21st September 2016 at 10.00 a.m. IST. The Company has engaged the services of National Securities Depository Limited (NSDL) to provide the e-voting facility.

The e-voting facility is available at the link <https://www.evoting.nsdl.com>

The electronic voting particulars are set out below:

EVEN (e-voting event number)	User ID	Password

The e-voting facility will be available during the following voting period:

Commencement of e-voting	End of e-voting
September 18, 2016 at 9.00 a.m. IST	September 20, 2016 at 5.00 p.m. IST E-voting module will be disabled by NSDL for voting after 5.00 p.m. IST

The cut-off date for determining the eligibility of Members for e-voting has been fixed as 16th day of September 2016.

Please read the instructions printed below before exercising your vote.

Steps for e-voting

- ❖ Open the internet browser and type the following URL: <https://www.evoting.nsdl.com>
- ❖ Click on Shareholder-Login
- ❖ If you are already registered with NSDL for e-voting, then you can use your existing User ID and Password for Login.
- ❖ If you are logging in for the first time, please enter the User ID and Password provided in this document.
- ❖ The Password Change Menu will appear on your screen. Change to a new Password of your choice, making sure that it contains a minimum of 8 digits or characters or a combination of the two. Please take utmost care to keep your Password confidential.
- ❖ Once the e-voting home page opens, click on e-voting>Active Voting Cycles.
- ❖ Select the EVEN (E-voting Event Number) of K.C.P.Sugar and Industries Corporation limited (the number is provided in this document). Once you enter the number, the Cast Vote page will open. Now you are ready for e-voting.
- ❖ Cast your vote by selecting your favoured option and click Submit. Also click Confirm when prompted. Please note that once your vote is cast on the selected resolution, it cannot be modified.
- ❖ Institutional shareholders (i.e. members other than individuals, HUF, NRIs, etc) are required to send a scanned copy (PDF / JPG format) of the relevant board resolution / authority letter, etc, together with the attested specimen signature(s) of the duly authorized signatory(ies) who are authorised to vote, to the Scrutinizer via email at: maheshvenki@vmacs.co.in with a copy marked to evoting@nsdl.co.in.
- ❖ In case of any queries, please refer to the Frequently Asked Questions (FAQs) for members and the e-voting user manual for members available in the 'Downloads' section of <https://www.evoting.nsdl.com>. You can also contact NSDL via e-mail at evoting@nsdl.co.in.

B. VOTING BY BALLOT FORM AT THE AGM VENUE:

- ❖ The Company also offers facility for voting through polling paper at the venue of the Annual General Meeting.
- ❖ The members as on the cut-off date (16th September 2016), attending the Annual General Meeting are entitled to exercise their voting rights in case they had not already cast their vote through remote e-voting.

- ❖ Members who have cast their vote through e-voting are entitled to attend the Annual General Meeting if they so desire, but cannot cast their vote at the venue of AGM.
- ❖ The Chairman of the AGM will fix the time for voting at the meeting. The shareholders present in person or by proxy can vote at the venue of the meeting.

C. GENERAL INSTRUCTIONS:

- ❖ The e-voting period commences on 18th September 2016 (9.00 a.m.IST) and ends on 20th September 2016 (5.00 p.m.IST). During this period, shareholders of the Company holding shares either in physical form or in dematerialised form, as on the cut-off date (record date) - 16th September 2016, may cast their vote electronically. The e-voting module shall also be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- ❖ The cut-off date for remote e-voting has been fixed as Friday, the 16th day of September 2016. Members holding shares as on this cut-off date can cast their vote in any one of the two modes (Remote E-voting / Voting by ballot at AGM venue).
- ❖ In case of shareholders who have acquired shares and become members of the Company after the despatch of AGM Notice, the Company would be despatching the 21st Annual Report for the Financial Year 2015-16 to them as and when they become members. In addition, the Annual Report is also available in the Company's website. The said members may also follow the same procedure for voting.
- ❖ Voting rights of shareholders shall be in proportion to their shareholding in the Company as on the cut-off date (16th September 2016).
- ❖ In case a shareholder by an inadvertence or otherwise has voted under more than one option, his voting by only one mode through remote E-voting, or voting at the AGM venue will be considered in that seriatim.
- ❖ M/s.V.Mahesh & Associates, Practicing Company Secretaries, Chennai, have been appointed as Scrutinizer for both the two options for voting (Remote E-voting / Voting at AGM venue by ballot paper).
- ❖ The Scrutinizer will after conclusion of voting at the AGM venue –
 - First count the votes cast at the meeting through polling paper.
 - Then unblock the votes cast through remote E-voting.

All the above will be done in the presence of two witnesses not in the employment of the Company.

The Scrutinizer will make a consolidate report (integrating the votes cast at the meeting, through remote e-voting) of the total votes cast in favour or against, if any, to the Chairman of the Meeting, not later than three days from the conclusion of the meeting.

- ❖ Voting Results: The Chairman or a person authorised by him in writing, shall declare the result of the voting based on the Scrutinizer's report.
- ❖ The results declared along with the Scrutinizer Report will be placed on the Company's website www.kcpsugar.com and on the website of NSDL immediately on declaration of result and also communicated to NSE and BSE.
- ❖ Subject to receipt of requisite number of votes, the resolution shall be deemed to have been passed on the date of AGM.
- ❖ These details and instructions form an integral part of the Notice for the Annual General meeting to be held on 21st September 2016.

All documents referred to in the accompanying Notice and the Statement pursuant to Section 102(1) of the Companies Act, 2013, will be available for inspection at the Registered office of the Company during business hours on all working days upto the date of declaration of the result of the 21st Annual General meeting of the Company.

Registered Office
'Ramakrishna Buildings'
No.239, Anna Salai,
Chennai 600006.

By order of the Board of Directors
for K.C.P.SUGAR AND INDUSTRIES
CORPORATION LIMITED

Chennai
May 26, 2016

Vinod R. Sethi
Executive Chairman