



08/09/2014

Report of Scrutinizer (eVoting)

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

To,

Mr. Vinod R Sethi

The Chairman

19th Annual General Meeting of the Shareholders of M/s.K.C.P. Sugars and
Industries Corporation Limited to be held on 11th day of September 2014

At Sathguru Gnanananda Hall" Narada Gana Sabha, 314, T.T.K.Road, Alwarpet,
Chennai 600018

Dear Sir,

SUB : Scrutinizer's Report for the eVoting pertaining to 19th Annual General Meeting
of the Company.

I, V. Mahesh, Practising Company Secretary, have been appointed by the Board of Directors of M/s. K.C.P. Sugars and Industries Corporation Limited as a Scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice to the 19th Annual General meeting of the Shareholders of M/s. K.C.P. Sugars and Industries Corporation Limited to be held on 11th day of September, 2014 at Sathguru Gnanananda Hall" Narada Gana Sabha, 314, T.T.K.Road, Alwarpet, Chennai 600 018.

The management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and the rules relating to voting through electronic means on the resolutions contained in the Notice to the 19th Annual General Meeting of the shareholders of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to make Scrutinizer report of the vote cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by M/s. Integrated Enterprises, the authorized agency to provide e-voting facilities, engaged by the Company.

Branches at : • Bangalore • Tirupur



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

- i) The e-voting period was open from 5th September, 2014 (09.00 A.M) to 7th September, 2014 (06.00 P.M). We further confirm that eVoting option/facility was closed after 06.00 P.M on 07th September 2014.
- ii) The members of the Company as on the "Cut-off date" i.e. 8th August, 2014 were entitled to vote on resolutions (item No. 01 to 09) as set out in the Notice of the 19th AGM of the Company)
- iii) Thereafter the details containing inter-alia, list of Equity shareholders, who "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of Integrated Enterprises i.e., <https://www.evoting.nsdl.com> and based on such reports generated, the result of the e-voting are as under:




VMACS

Item No.1

a) Ordinary Resolution:

To receive, consider and adopt the Financial statements of the Company for the year ended March 31, 2014 including the Audited Balance Sheet as at March 31, 2014, the statement of Profit and Loss Account for the year ended on that date, and the Reports of the Board of Directors and Auditors thereon.

i) Voted In favour of the Resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
37	45509745	100%

ii) Voted against the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

iii) Invalid Votes:

Number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL




Item No.2**b) Ordinary Resolution: To declare dividend on Equity Shares****i) Voted In favour of the Resolution:**

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
37	45509745	100%

ii) Voted against the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

i) Invalid Votes:

Number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



Item No.3

c) Ordinary Resolution:

To appoint Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the fourth consecutive Annual General Meeting, on such remuneration as shall be fixed by the Board of Directors, and to pass the following resolution:

i) Voted In favour of the Resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
36	45492225	99.96%

ii) Voted against the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
1	17520	0.04%

iii) Invalid Votes:

Number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL




Item No.4

Ordinary Resolution: Appointment of Shri. Ranvir R.Shah (DIN 00041398) as an Independent Director:

i) Voted In favour of the Resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
34	45491990	99.96%

ii) Voted against the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
1	17520	0.04%

iii) Invalid Votes:

Number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



Item No.5

**Ordinary Resolution: Appointment of Dr. Vithal Rajan (DIN 00021571)
as an Independent Director**

i) Voted In favour of the Resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
34	45489690	99.96%

ii) Voted against the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
02	20020	0.04%

iii) Invalid Votes:

Number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



Item No.6

Ordinary Resolution: Appointment of Shri. M.S.V.M.Rao (DIN 00432640) as an Independent Director

i) Voted In favour of the Resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
35	45492190	99.96%

ii) Voted against the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
1	17520	0.04%

iii) Invalid Votes:

Number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



Item No.7

Ordinary Resolution: Appointment of Shri. Prathap K.Moturi (DIN 00020630) as an Independent Director

i) Voted In favour of the Resolution:

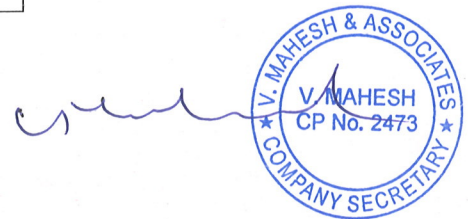
Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
33	45491815	99.96%

ii) Voted against the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
1	17520	0.04%

iii) Invalid Votes:

Number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



Item No.8

Ordinary Resolution: Remuneration of Cost Auditor

i) Voted In **favour** of the Resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
36	45492225	99.96%

ii) Voted **against** the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
1	17520	0.04%

iii) Invalid Votes:

Number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



Item No.09

Ordinary resolution: Acceptance / Renewal of Deposits from public / members

iv) Voted In favour of the Resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
37	45509745	100%

v) Voted against the resolution:

Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

vi) Invalid Votes:

Number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

The details containing list of equity shareholders who voted "FOR", "AGAINST" and those votes which were declared INVALID" for each resolution received from the Depository M/s. NSDL Services Limited is attached to this report.

Thanking You,

For V. Mahesh & Associates




V. Mahesh
Practicing Company Secretary