

**Proceedings of 27<sup>th</sup> Annual General Meeting of K.C.P.Sugar and Industries Corporation Limited  
(28/09/2022 / Wednesday)**

**Pre – AGM Checklist:**

Panellists joining from Board Room	<ol style="list-style-type: none"><li>1. Ms.Irmgard Velagapudi, Managing Director</li><li>2. Ms.Kiran Velagapudi, Executive Director</li><li>3. Mr.K.R.Adivarahan, Independent Director</li><li>4. Mr. Pratap K. Moturi, Independent Director</li><li>5. Mr.K.Panneer Selvan, Chief Financial Officer</li><li>6. Ms.I.L.Florence (Senior General Manager (HR &amp; Admn) and Executive Secretary</li><li>7. Mr.Aravindkumar. V, Company Secretary &amp; Compliance officer</li></ol>
9.40 AM to 9.50 AM	<p>Directors and Auditors to join the Meeting. Please enter the name as follows while joining the Meeting:</p> <p><b>First Name:</b> Name of the Director / Auditor, <b>Last Name:</b> Executive Chairman / Independent Director / Scrutinizer/ Auditor (Statutory/ Internal / Cost) <b>Email Id</b> : Please enter the email address.</p> <p>Audio and Video Check of all the Directors, Auditors and Board Room.</p> <p><b>Mobile phones to be on silent for all who have joined the Meeting.</b></p> <p>Name of the Directors and Auditors who have joined the Meeting should be checked. If it is not found to be in order, they may have to leave the Meeting and join again after entering the correct particulars.</p>
10.00 AM	<p>At the end of countdown, Company Secretary to say '<b>Chairman, the meeting is 'Live', you may start the proceedings of the Annual General Meeting.</b></p>

**Annual General Meeting Proceedings:**

<p><b>Chairman</b></p> <p>[Respective Director to make gesture of greeting or raise their hand when Chairman introduces]</p>	<p><b>Good Morning Shareholders.</b></p> <p><b>I am Vinod Sethi, the Executive Chairman of the Board.</b></p> <p><b>I am going to chair and conduct the proceedings of the 27<sup>th</sup> Annual General Meeting of the Company, from Mumbai.</b></p> <p><b>Firstly, I take pleasure in welcoming you all to the 27<sup>th</sup> Annual General Meeting of K.C.P.Sugar and Industries Corporation Limited.</b></p> <p><b>This AGM is being convened through video conferencing and we have engaged NSDL for this purpose.</b></p> <p><b>This Meeting is being recorded and the recorded transcript will be placed in the Website of the Company.</b></p> <p><b>I am informed that the Requisite Members for the Purpose of Quorum has joined and I call the Meeting to be in order.</b></p>
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**Let me introduce the Fellow Panellists who have joined the Annual General Meeting:**

<b>Ms.Irmgard Velagapudi</b>	<b>Managing Director and Chairman of CSR Committee</b>	<b>Attending from Registered Office of the Company</b>
<b>Ms.Kiran Velagapudi</b>	<b>Executive Director</b>	<b>Attending from Registered Office of the Company</b>
<b>Mr.M.S.V.M.Rao</b>	<b>Independent Director and Chairman of Audit Committee</b>	<b>Attending from Hyderabad</b>
<b>Dr.Vithal Rajan</b>	<b>Independent Director and Chairman of Nomination and Remuneration Committee</b>	<b>Attending from Nilgris</b>
<b>Mr.Adivarahan</b>	<b>Independent Director and Chairman of Stakeholders Relationship Committee</b>	<b>Attending from Registered Office of the Company</b>
<b>Mr.Pratap K. Moturi</b>	<b>Independent Director</b>	<b>Attending from Registered Office of the Company</b>
<b>Mr.Panneer Selvan</b>	<b>Chief Financial Officer</b>	<b>Attending from Registered Office of the Company</b>
<b>Ms.Florence</b>	<b>Senior General Manager (HR and Administration) and Executive Secretary</b>	<b>Attending from Registered Office of the Company</b>
<b>Mr.Aravindkumar.V</b>	<b>Company Secretary and Compliance officer</b>	<b>Attending from Registered Office of the Company</b>

**Statutory Auditors, Cost Auditor and Internal Auditor have also joined the Meeting.**

**Ms.Rajashree Santhanam, Practising Company Secretary also joined and she is acting as Scrutiniser of the Meeting.**

**I call upon the Company Secretary to rush through the statutory requirements for this meeting.**

**Company Secretary**

Good Morning everyone.

1. In compliance with the circulars issued by MCA and SEBI, this AGM is being convened through video conferencing and the Company has engaged NSDL for this purpose.
2. The soft copy of the Register of Directors and Key Managerial Personnel and their shareholdings, Register of Contracts, Register of Members are accessible on the company's website [www.kcpsugar.com](http://www.kcpsugar.com) during the proceedings of this AGM.
3. As per the guidelines and enabling circulars, the company has sent Annual Reports to the shareholders through email only.
4. Shareholders who hold shares as on the Cut-Off Date, September 21, 2022 are eligible to cast their vote through e-Voting and attend the AGM through Video Conferencing.
5. Shareholders participating in the AGM who have not cast their vote earlier through e-voting, can exercise their votes by using the link provided on the NSDL website.
6. Ms.Rajashree Santhanam, Practising Company Secretary has been appointed as Scrutiniser for scrutinising the e-Voting Process;
7. The Company is in due compliance of applicable provisions of the Companies Act, 2013 and SEBI Regulations, in respect of this 27<sup>th</sup> Annual General Meeting.

Thank You Sir.

<b>Chairman</b>	<p>Thank You Mr.Aravind.</p> <p>Now we have come to the core part of the Meeting.</p> <p>As the Annual Report containing Notice of 27<sup>th</sup> AGM and Directors' Report has been sent to the Shareholders by email, I take it to be read.</p> <p>The Statutory Auditors Report and the Secretarial Audit Report are already available with you and both the reports are free from any qualifications or observations or any other remarks.</p> <p>Now may I take the opportunity to give my annual address.</p> <p><i>[Chairman to speak about the Performance of the Company in the Financial Year 2021 - 2022]</i></p> <p>Let us proceed with transacting the businesses stated in the Notice of 27<sup>th</sup> Annual General Meeting of the Company one by one.</p> <p><b><u>Ordinary Business - Item No.1</u></b></p> <p>Adoption of Both, Standalone and Consolidated Audited Financial Statements, together with Directors' Report And Auditors' Report of The Company and its subsidiaries For The Financial Year ended 31/03/2022.</p> <p>This resolution is proposed as an Ordinary Resolution.</p> <p>I request the Managing Director to take up the next business.</p> <p>Over to Managing Director.</p>
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<p><b>Managing Director</b></p>	<p>Thank you Chairman.</p> <p>I am Irmgard Velagapudi, Managing Director of the Company.</p> <p>I take up the <b>Ordinary Business - Item No.2</b> - To declare Dividend at the rate of 10% on the face value of the Equity Shares of the Company.</p> <p>This resolution is proposed as an Ordinary Resolution.</p> <p>Thank you.</p> <p>Over to Chairman</p>
<p><b>Chairman</b></p>	<p><b>Thank you Managing Director.</b></p> <p><b>Since, I am interested in the business stated in Item No.3, 5, 7, I vacate the Chair and I request Mr.Adivarahan, Independent Director to take the Chair and proceed with the above Items.</b></p>
<p><b>Mr.K.R.Adivarahan</b></p>	<p>Thank you Chairman.</p> <p><u>The following Business are being considered in this AGM.</u></p> <p><b><u>Ordinary Business - Item No.3</u> - Reappointment of Ms. Irmgard Velagapudi liable to retire by rotation.</b></p> <p><b>The above ordinary Business is Proposed as an Ordinary Resolution.</b></p> <p><b><u>Special Business – Item No.5</u> – Ratification of Minimum Remuneration paid to Ms.Kiran Velagapudi, Executive Director of the Company during the Financial Year 2021 – 2022, the fifth year of inadequate profits.</b></p> <p><b>This item is proposed as a Special Resolution.</b></p>

	<p><b><u>Special Business – Item No.7</u> – Re-appointment of Ms. Kiran Velagapudi, as an Executive Director of the Company for a further period of 5 years.</b></p> <p><b>This item is proposed as an Ordinary Resolution.</b></p> <p>Thank You.</p> <p>Over to Chairman.</p>
<b>Chairman</b>	<p><b>Thank you Mr.Adivarahan.</b></p> <p><b>Now I will take up the business set out in the remaining items.</b></p> <p><b><u>Ordinary Business</u> - Item No.4 - Appointment of M/s. B.Purushottam &amp; Co, Chartered Accountants as Statutory Auditors of the Company for the first term of 5 Years.</b></p> <p><b>This item is proposed as an Ordinary Resolution.</b></p> <p><b><u>Special Business</u> - Item No.6 - Re-appointment of Mr. K. R. Adivarahan, as an Independent Director of the Company for the second term of 5 Years.</b></p> <p><b>This item is proposed as a Special Resolution.</b></p> <p><b><u>Special Business</u> - Item No.8 - To invite, accept and renew, Unsecured Deposits from Shareholders and Public from time to time.</b></p> <p><b>This is for the business operations of the Company. The Company has not made any default either in payment of interest or repayment of principal of deposits accepted by the Company till date. The Company is in due compliance of applicable law, in this respect.</b></p> <p><b>This item is proposed as an Ordinary Resolution.</b></p>

And finally, Item No.9 - Special Business - Ratification of remuneration payable to M/s.SRR & Associates, Cost Accountants, for conducting Cost Audit for the financial year ending 31/03/2023.

This item is proposed as an Ordinary Resolution.

I am informed that there are Two shareholders who have registered as Speaker Shareholders for the meeting.

Request the shareholders to keep their questions short in the interest of time of all concerned.

**CHAIRMAN to confirm if the SPEAKER SHAREHOLDERS HAVE joined with Company Secretary.**

**Company Secretary to confirm their availability and shall call the shareholders one by one as per the following order to speak.**

**(Reference- LIST OF SPEAKER SHAREHOLDERS**

<b>S.No</b>	<b>Name of Shareholder</b>	<b>No. of Shares</b>
<b>1</b>	<b>Mr.Sakeet Kapoor (Kolkata)</b>	<b>10</b>
<b>2</b>	<b>Mr. Kamal Kishore Jhavar (Hyderabad)</b>	<b>1</b>

**Chairman to reply to the queries, if any, raised by the shareholders.)**



<b>Chairman</b>	<p>With all the resolutions of each business item is being put to vote, I request Ms.Kiran Velagapudi, Executive Director to give Vote of Thanks.</p> <p>Over to Ms.Kiran Velagapudi, Executive Director.</p>
<b>Executive Director</b>	<p>Vote of Thanks Over to Chairman.</p>
<b>Chairman</b>	<p><b>Thank you Ms.Kiran Velagapudi.</b></p> <p><b>I thank all the shareholders for participating in the virtual AGM. The voting facility will remain open upto 30 minutes from the conclusion of the meeting to enable shareholders to cast their vote through e-voting.</b></p> <p><b>The result of e-voting will be declared on or before 30<sup>th</sup> September 2022, the declared results will be made available on the website of the company, stock exchanges and NSDL.</b></p> <p><b>This concludes the meeting proceedings. I thank you all for your participation and declare the meeting closed. Thank you.</b></p> <p><b>Stay Healthy!!</b></p>
<p>Directors to leave the Meeting.</p> <p>Once all the Directors left the Meeting, Mr.Aravind will end the Meeting.</p>	