



Declaration of Results of remote e-voting and poll
75th Annual General Meeting held on 8th August 2016

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (LODR) Regulations, 2015. The KCP Limited (The Company) had provided remote e-voting facility to the Members to enable them to cast their vote electronically on the resolutions proposed in the Notice of the Annual General Meeting (AGM). The remote e-voting was open from 9.00 am on Thursday, the 4th August 2016 to 5.00 pm on Sunday, the 7th August 2016.

Further, in line with the rule 20(4) (xi) of the Companies (Management and Administrative) Rules, 2014, as amended, other provisions of the Companies Act, 2013 and in terms of the clarification issued by Ministry of Corporate Affairs, voting of Show of hands was not permitted at the General Meeting where e-voting has been offered to the members. Therefore, at the AGM, voting was conducted by means of poll.

The Board of Directors had appointed Shri R. Balasubramaniam, Practicing Company Secretary as the Scrutinizer for remote e-voting and poll. The Scrutinizer has carried out the scrutiny of all the electronic votes received till 5.00 pm on 7th August 2016, and on poll at the AGM and submitted his consolidated Report on 8th August 2016. The Report of Scrutinizer is attached herewith.

The consolidated result as per the Scrutinizer's above mentioned Report is as follows:

S.No.	Resolution	Type of Resolution	No. of votes in favour	Percentage of Votes in favour	No. of votes against	Percentage of votes against
1.	To receive, consider and adopt the Audited Financial Statements for the year ended March 31, 2016 together with the Reports of the Board of Directors and the Auditors thereon.	Ordinary	6,96,36,692	99.99	360	0.0005
2.	To confirm the Interim Dividend paid during the year 2015-16.	Ordinary	6,96,36,952	99.99	100	0.0001
3.	To appoint a Director in the place of Smt. V.L. Indira Dutt (DIN: 00139883), Joint Managing Director of the Company who retired by rotation and being eligible, offers herself for re-appointment.	Ordinary	6,96,36,555	99.99	460	0.0007
4.	To ratify the appointment M/s. Brahmaya & Co., Vijayawada (Firm Registration No. 000513S) as a Statutory Auditors of the Company.	Ordinary	6,96,36,550	99.99	465	0.0007
5.	Resolution for appointment of M/s. K.S. Rao & Co., Chartered Accountants, Hyderabad (Firm Registration No. 003109S) as Joint Auditors of the Company for the year 2016-2017.	Special	6,96,36,545	99.99	470	0.0007
6.	Resolution for ratification of the Cost Auditors remuneration for the year 2016-17.	Special	6,96,35,336	99.99	704	0.0010

Continued.....2/-

THE KCP LIMITED

Registered Office: Ramakrishna Buildings, 2, Dr. P. V. Cherian Crescent, Egmore, Chennai 600 008, INDIA

Phone: + 91-44-6677 2600 Fax: + 91-44-6677 2620 E-mail: corporate@kcp.co.in

www.kcp.co.in

CIN : L65991TN1941PLC001128

THE k c p LIMITED

7.	Resolution for approving the revised remuneration of Smt. V.L. Indira Dutt, Joint Managing Director of the Company with effect from 01/04/2016.	Special	6,96,36,516	99.99	1499	0.0022
8.	Resolution for approving the revised remuneration of Smt. Kavitha D. Chitturi, Executive Director of the Company with effect from 01/04/2016.	Special	6,96,35,265	99.99	1750	0.0025
9.	Resolution for approving the revised remuneration of Sri. V. Gandhi, Technical Director of the Company with effect from 01/04/2016.	Special	6,96,35,255	99.99	1760	0.0025

Based on the Consolidated Report of the Scrutinizer, all Resolutions as set out in the Notice of the AGM have been duly approved by the Members with requisite majority.

For THE KCP LIMITED,



DR. V.L. DUTT

CHAIRMAN & MANAGING DIRECTOR

Place : Chennai
Date : 08-08-2016

Continued.....2/-

R. BALASUBRAMANIAM
B.A., B.L., F.C.S
Company Law Consultant
Email id: balu_comsec@yahoo.com
Contact No: 044 - 26269826

"J", Block, Second Street,
Door No 27, Flat No A2,
Anna Nagar East,
Chennai- 600102

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 Chairman
of the 75th Annual General Meeting of the shareholders of THE K C P LIMITED, held on
08.08.2016 at "Ramakrishna Building" No.2, Dr. P.V. Cherian Crescent, Egmore, Chennai –
600008.

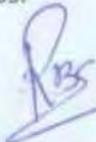
Dear Sir,

Sub: Consolidated Scrutinizer Report on remote e-voting 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 and as amended from time to time and poll conducted at the 75th AGM of THE K C P LIMITED on August 08, 2016.

The Board of Directors of the Company, at its meeting held on May 27, 2016 had appointed me as the Scrutinizer for e-voting held between 04th August, 2016 (9.00 a.m.) and 07th August, 2016 (5.00 p.m.) and for the poll conducted at the 75th Annual General Meeting of the Company held on August 08, 2016.

The Company had appointed National Securities Depository Limited, as the Service Provider, for extending the facility of e-voting to the shareholders of the Company from August 04, 2016 (09:00 A.M) till August 07, 2016 (05:00 P.M). The e-voting results were unblocked by me after the conclusion of Annual General Meeting held on August 08, 2016 at 11.50 A.M. For further details, refer Scrutinizer report on e-voting dated August 08, 2016 attached herewith.

At the 75th AGM of the Company held on August 08, 2016, the Chairman of the Company had suo-moto called for a poll to facilitate the members present in the meeting, who could not participate in the e-voting, to record their votes through the poll process.




The results of voting through remote e-voting and ballot papers at the AGM venue are as under:

Item No	Type of Resolution	Subject Matter
1	Ordinary	To receive, consider and adopt the Audited Financial Statements for the year ended March 31, 2016, together with the reports of the Board of Directors and the Auditors thereon.
2	Ordinary	To confirm the interim dividend paid during the year 2015-16.
3	Ordinary	To appoint a Director in the place of smt. V.L. Indira Dutt (DIN: 00139883), Joint Managing Director of the Company who retires by rotation and, being eligible, offers herself for re-appointment.
4	Ordinary	To ratify the appointment of the Statutory Auditors of the Company.
5	Ordinary	To appoint Joint Auditors of the Company.
6	Ordinary	To ratify the remuneration paid to Cost Auditor of the Company.
7	Special	To revise the remuneration paid to Smt. V.L. Indira Dutt, Joint Managing Director of the Company.
8	Special	To revise the remuneration paid to Smt. Kavitha D Chitturi, Executive Director of the Company.
9	Special	To revise the remuneration paid to Sri. V. Gandhi, Technical Director of the Company.

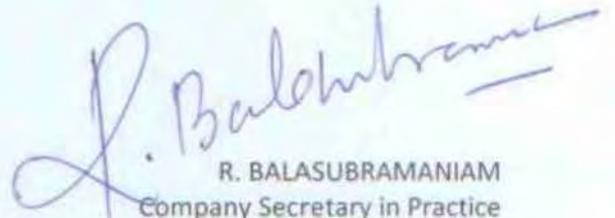


RBS

Item No.	Total valid Votes received through			Votes in favour of the resolution		Votes against the resolution	
	E-voting	Ballot Paper	Total	No	% of votes	No	% of votes
1	5,98,87,866	97,49,184	6,96,37,050	6,96,36,690	99.9995	360	0.0005
2	5,98,87,866	97,49,184	6,96,37,050	6,96,36,950	99.9999	100	0.0001
3	5,98,87,831	97,49,184	6,96,37,015	6,96,36,555	99.9993	460	0.0007
4	5,98,87,831	97,49,184	6,96,37,015	6,96,36,550	99.9993	465	0.0007
5	5,98,87,831	97,49,184	6,96,37,015	6,96,36,545	99.9993	470	0.0007
6	5,98,87,861	97,49,179	6,96,37,040	6,96,36,336	99.9990	704	0.0010
7	5,98,87,831	97,49,184	6,96,37,015	6,96,35,516	99.9978	1499	0.0022
8	5,98,87,831	97,49,184	6,96,37,015	6,96,35,265	99.9975	1750	0.0025
9	5,98,87,831	97,49,184	6,96,37,015	6,96,35,255	99.9975	1760	0.0025

All the nine resolutions have been passed with the requisite majority.

Place: Chennai
Date: 08.08.2016



R. BALASUBRAMANIAM
Company Secretary in Practice
Scrutinizer
M. No. F2397
C.P. No. 1340

