



## **RESULTS OF POSTAL BALLOT**

The Board of Directors of the Company as decided in their meeting held on 11/11/2022, sought the consent of the Shareholders by way of Postal Ballot under Section 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (LODR) Rules, 2015 as amended from time to time for the resolutions with respect to following business:

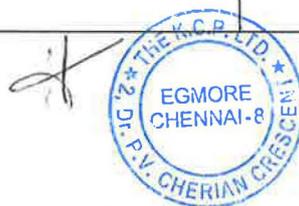
1. Special Resolution for Re-appointment of Dr. V.L. Indira Dutt as Chairperson & Managing Director of the Company.
2. Special Resolution for Re-appointment of Smt. V. Kavitha Dutt as Joint Managing Director of the Company.

The e-voting for the Postal Ballot ended on Tuesday, the 17<sup>th</sup> January 2023 at 5.00 p.m. (IST).

M/s. A.K. Jain & Associates, Company Secretaries, the Scrutinizer appointed by the Board have submitted their report on the postal ballot. I am pleased to announce the results on the basis of the report submitted by the Scrutinizer as under:

### **1. Special Resolution for Re-appointment of Dr. V.L. Indira Dutt as Chairperson & Managing Director of the Company.**

Resolution 1: (Special)		To re-appoint Dr. V.L. Indira Dutt (DIN: 00139883) as Chairperson & Managing Director of the company	
		No. of Members voted	No. of Shares voted
1.	Total votes cast	5,43,50,764	5,43,50,764
2.	Less: Invalid Votes	0	0
3.	Total Valid Votes	5,43,50,764	5,43,50,764
4.	Total votes favoring the Resolution	5,41,63,160	5,41,63,160
5.	Total votes against the Resolution	1,87,604	1,87,604
% of votes in favour of the Resolution :			99.6548%
% of votes against the Resolution:			0.3452%



### **THE KCP LIMITED**

Registered Office: Ramakrishna Buildings, 2, Dr. P. V. Cherman 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

**2. Special Resolution for Re-appointment of Smt. V. Kavitha Dutt as Joint Managing Director of the Company.**

Resolution 2: (Special)		To re-appoint Smt. V. Kavitha Dutt (DIN: 00139274) as Joint Managing Director of the company	
		No. of Members voted	No. of Shares voted
1.	Total votes cast	5,43,50,764	5,43,50,764
2.	Less: Invalid Votes	0	0
3.	Total Valid Votes	5,43,50,764	5,43,50,764
4.	Total votes favoring the Resolution	5,24,06,626	5,24,06,626
5.	Total votes against the Resolution	19,44,138	19,44,138
<b>% of votes in favour of the Resolution :</b>			<b>96.4230%</b>
<b>% of votes against the Resolution:</b>			<b>3.5770%</b>

Accordingly, as set out in the Notice dated 11/11/2022, all the resolutions were **passed by the Shareholders** with requisite majority.

Place: Chennai  
Date: 19-01-2023.

For The K.C.P. LIMITED,




**DR. V.L. INDIRA DUTT**  
**CHAIRPERSON & MANAGING DIRECTOR**



SCRUTINIZER REPORT

To

The Chairperson

M/s. THE K C P LIMITED

No 2, Dr P V Cherian Crescent, Egmore,

Chennai – 600 008

Dear Madam,

**Re : Scrutinizer Report on e-voting process conducted pursuant to the provisions of Section 108 and 110 of the Companies Act 2013 ('the Act') read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014**

1. Pursuant to the resolution passed by the Board of Directors of M/s. THE K C P LIMITED (hereinafter referred as "the Company") on 11<sup>th</sup> November, 2022, we, M/s A K Jain & Associates, Practising Company Secretaries, represented by its Partners – Mr. Balu Sridhar failing him Mr. Pankaj Mehta have been appointed as a Scrutinizer for conducting the Postal Ballot process through remote e-Voting, in respect of the Special Resolutions as set out in the Postal Ballot Notice dated 11<sup>th</sup> November, 2022.
2. Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company has confirmed that the copy of the Notice and the explanatory statement along with the process of e-Voting were sent to the Shareholders whose e-mail addresses are registered with the Company/ Registrar and Transfer Agents or Depository / Depository Participants for the purpose of communication, in compliance with Ministry of Corporate Affairs (MCA) Circular Nos.14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2021 dated 8th December, 2021, and 3/2022 dated 05.05.2022 applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") and the Secretarial Standards-2 (SS-2) on General Meetings issued by the Institute of Company Secretaries of India.
3. We hereby submit our report as under:
  - (a) The Company had completed the dispatch of Postal Ballot Notice along with explanatory statement on Friday, the 16<sup>th</sup> December, 2022, to the Members who have registered their e-mail addresses with the Company/ Registrar and Transfer Agents or Depository/Depository



Participants whose name(s) appeared on the Register of Members/ List of Beneficiaries as on Friday, the 09<sup>th</sup> December, 2022 ("cut-off-date").

- (b) In compliance with MCA Circulars, physical Postal Ballot forms were not dispatched by the Company. Accordingly, the receipt of Postal Ballot forms does not arise. Members were required to communicate their assent or dissent only through remote e-Voting system in terms of the said MCA Circulars.
- (c) The Company had published advertisement relating to the dispatch of Postal Ballot Notice in Dinamani (Tamil) and Business Line (English) newspapers on Saturday, the 17<sup>th</sup> December, 2022.
- (d) The Notice of the Postal Ballot was made available on the website of the Company [www.kcp.co.in](http://www.kcp.co.in)
- (e) The Members of the Company as on the "cut-off" date (i.e.) 09<sup>th</sup> December, 2022, were entitled to vote on the resolution mentioned in the Postal Ballot Notice through remote e-Voting platform provided by National Securities Depository Limited (NSDL).
- (f) The e-Voting period commenced on Monday, the 19<sup>th</sup> December, 2022 at 9.00 A.M. (IST) and ended on Tuesday, the 17<sup>th</sup> January, 2023 at 5.00 P.M. (IST)
- (g) The votes cast through remote e-Voting were unblocked on Tuesday, the 17<sup>th</sup> January, 2023 at 05.39 P.M. in the presence of (i) Mr. Rathish and (ii) Miss. Hemalatha who are not in the employment of the Company.
- (h) The votes cast through e-Voting were scrutinized and the shareholdings were reconciled with the Register of Members of the Company / List of Beneficiaries as on 09<sup>th</sup> December, 2022.

4. The summary of votes cast through e-Voting is given below:

Resolution 1: (Special)		To re-appoint Dr. V.L. Indira Dutt (DIN: 00139883) as Chairperson & Managing Director of the company	
		No. of Members voted	No. of Shares voted
1.	Total votes cast	5,43,50,764	5,43,50,764
2.	Less: Invalid Votes	0	0
3.	Total Valid Votes	5,43,50,764	5,43,50,764



4.	Total votes favoring the Resolution	5,41,63,160	5,41,63,160
5.	Total votes against the Resolution	1,87,604	1,87,604
<b>% of votes in favour of the Resolution :</b>			<b>99.6548%</b>
<b>% of votes against the Resolution:</b>			<b>0.3452%</b>

<b>Resolution 2: (Special)</b>		<b>To re-appoint Smt. V. Kavitha Dutt (DIN: 00139274) as Joint Managing Director of the company</b>	
		<b>No. of Members voted</b>	<b>No. of Shares voted</b>
1.	Total votes cast	5,43,50,764	5,43,50,764
2.	Less: Invalid Votes	0	0
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4.	Total votes favoring the Resolution	5,24,06,626	5,24,06,626
5.	Total votes against the Resolution	19,44,138	19,44,138
<b>% of votes in favour of the Resolution :</b>			<b>96.4230%</b>
<b>% of votes against the Resolution:</b>			<b>3.5770%</b>

5. You may accordingly declare the result of the Postal Ballot conducted through remote e-Voting.

Thanking you,

**For A. K. JAIN & ASSOCIATES**  
**Company Secretaries**



**BALU SRIVIDHAR**

**Partner**

**M.No.F5869**

**C.P.No.3550**

**UDIN: F005869D003002951**

**Chennai**

**January 19, 2023**



**A. K. JAIN & ASSOCIATES**  
**COMPANY SECRETARIES**



*S. Anil Kumar Jain* B.Com., FCS

*Balu Sridhar* M.A.C.S., FCS., LLB

*Pankaj Mehta* B.Com (C.S.), ACS

To,  
The Chairperson  
**M/s. THE K C P LIMITED**  
No 2, Dr P V Cherian Crescent, Egmore,  
Chennai – 600 008

Dear Madam,

**Sub: Witness**

As per Rule 22 of Companies (Management and Administration) Rules, 2014, and as amended from time to time, the E-voting results of **M/s. THE K C P LIMITED** were unblocked at 05.39 P.M. on 17.01.2023 in the presence of the following two witnesses;

**NAME & ADDRESS OF WITNESS**

**SIGNATURE**

1. Mr. Rathish  
No.2, Raja Annamalai Road,  
Puraswalkam, Chennai – 600 084

2. Miss. Hemalatha  
No.2, Raja Annamalai Road,  
Puraswalkam, Chennai – 600 084

**For A. K. JAIN & ASSOCIATES**  
Company Secretaries

Place: Chennai  
Date: 19.01.2023



**BALU SRIDHAR**  
Partner  
M.No.F5869  
C.P.No.3550