



1941-2016



REPORT ON 75th ANNUAL GENERAL MEETING OF THE COMPANY HELD ON MONDAY, THE 8TH AUGUST 2016 AT THE REGISTERED OFFICE OF THE COMPANY AT "RAMAKRISHNA BUILDINGS" NO. 2, DR. P.V. CHERIAN CRESCENT, EGMORE, CHENNAI-600 008

(The report in pursuance of the provisions of sub-section (1) of Section 121 of the Companies Act, 2013 read with Rule 31 of Companies (Management and Administration) Rules, 2014)

- (i) The day, date, hour and venue of the annual general meeting;

Day: Monday, Date: 8th August, 2016 and Hour: 10-25AM

Venue: the Registered office of the company at "Ramakrishna Buildings" No. 2, Dr. P.V. Cherian crescent, Egmore, Chennai-600 008

- (ii) Confirmation with respect to appointment of Chairman of the meeting;

Dr.V.L.Dutt, Chairman & Managing Director of the Company chaired the meeting

- (iii) Number of members attending the meeting; 1410 (including proxies and authorized representatives)

- (iv) Confirmation of quorum; at 10-25AM Chairman confirmed the presence of quorum.

- (v) Confirmation with respect to compliance of the Act and the Rules, secretarial standards made there under with respect to calling, convening and conducting the meeting;

The company has complied with all applicable provisions of the Companies Act, 2013, rules made there under and the Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI) for convening, conducting the Annual general Meeting.

- (vi) Business transacted at the meeting and result thereof; (details enclosed)

- (vii) particulars with respect to any adjournment, postponement of meeting, change in venue; and any other points relevant for inclusion in the report: **NIL**

For The KCP Limited

(V.L.Dutt)

Chairman & Managing Director

THE KCP LIMITED

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Annexure

Summary of the proceedings of 75th Annual General Meeting of the company

The 75th Annual General Meeting of the Members of the Company was held on Monday, the 8th August 2016 at 10.25 am at "Ramakrishna Buildings", No.2, Dr. P.V. Cherian Crescent, Egmore, Chennai 600 008. Dr. V.L. Dutt chaired the meeting. He introduced the Directors to the shareholders. The requisite quorum being present, the Chairman called the meeting to order. All the directors of the Company attended the meeting. The Chairman delivered his speech. The Chairman informed that the Company had provided the Members the facility to cast their vote electronically, on all resolutions set forth in the Notice. Member who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes at the end of the meeting. It was further informed that there would be no voting by show of hands.

The following items of business, as per the Notice for AGM dated 27th May 2016 were transacted at the meeting:

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 for Cost Auditors of the Company.
7	Special	To revise the monthly remuneration of Smt. V.L. Indira Dutt, Joint Managing Director of the Company.
8	Special	To revise the monthly remuneration of Smt. Kavitha D Chitturi, Executive Director of the Company.
9	Special	To revise the monthly remuneration of Sri. V. Gandhi, Technical Director of the Company.

Clarifications were provided to the queries raised by the members. The Board of Directors has appointed Sri. R. Balasubramaniam, Company Secretary in Practice (FCS No. 2397) as the Scrutinizer to supervise the e-voting and ballot voting process.

Based on the Scrutinizers report, the results were announced on 8th August, 2016 by Dr.V.L.Dutt, Chairman & Managing Director of the company.



THE K.C.P. LIMITED

The Consolidated results (Remote e-voting and Poll) for Item No.1 to 9 were as under.

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

Accordingly all the resolutions (Ordinary and Special) were passed by the shareholders with requisite majority.

