



194th Anniversary
Ref:KCP / SHARE / RB/ 17-18 / 19171



September 1, 2017.

National Stock Exchange of India Limited(NSE)
Scrip : KCP
BandraKurla Complex,
Bandra (E)
Mumbai-400 051

Bombay Stock Exchange Ltd (BSE)
Scrip - 590066
Floor No.25, P J Towers
Dalal Street,
Mumbai 400 001

Dear Sir /Madam,

Sub: Declaration of Voting results and Summary of the Proceedings of 76th Annual General Meeting held on August 31, 2017.

In continuation to our Letter dated 04/08/2017, the 76th Annual General Meeting of the Company was held on August 31st 2017 at 10.15 am at "Ramakrishna Buildings, No.2, Dr. P.V. Chari Crescent, Egmore, Chennai-600 008 and the business items set out in the AGM Notice dated 22nd May 2017 were transacted and approved.

In this regard, please find enclosed the following.

1. Voting Results as required under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 as

THE KCP LIMITED

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

Phone: + 91-44-6677 2020 Fax: + 91-44-6677 2020 E-mail: corporate@kcp.co.in

www.kcp.co.in

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

SCRUTINIZER REPORT

To,
The Chairman
of the 76th Annual General Meeting of the shareholders of M/s. THE K C P LIMITED, held on
31.08.2017 at "Ramakrishna Building" No.2, Dr. P.V. Cherian Crescent, Egmore, Chennai – 600 008.

Dear Sir,

The Board of Directors of the Company, at their meeting held on 22.05.2017 had, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules 2014 and as amended from time to time, appointed me as the Scrutinizer for the e-voting process to be held for passing of resolutions as set out in the Notice dated 22.05.2017 convening the 76th Annual General Meeting (AGM).

In this connection, I hereby submit my report as under:

1. The members of the Company as on the "cut-off" date i.e., Monday, August 24, 2017 were entitled to vote on the resolutions (Item No. 1 to 5 as set out in the Notice of the 76th Annual General Meeting of the Company).
2. The period for e-voting remained open from Sunday, August 27, 2017 (09.00 A.M) to Wednesday, August 30, 2017 (05.00 P.M) as mentioned in the Notice convening AGM.
3. The votes cast were unblocked after the conclusion of voting at the Annual General Meeting at 11.15 A.M on Thursday, August 31, 2017 in the presence of 2 witnesses, Ms. Manasi R. Rao & Ms. Jayasree, who are not in the employment of Company.
4. The details viz., the list of Equity Shareholders, who voted "For", "Against" each of the resolutions that were put to vote, were generated from the e-voting Website of National Securities Depository Limited (NSDL) which is <https://www.evoting.nsdl.com/> and based on such report, I am enclosing the report for each of the items contained in the Notice.



E-VOTING RESULTS

| | |
|------------------------------------|---|
| Item No. | 1 |
| Particulars of the Business | Resolution to receive, consider and adopt (a) the Audited Financial Statements for the year ended March 31, 2017, together with the reports of the Board of Directors and the Auditors thereon. (b) the Audited Consolidated Financial Statements for the year ended March 31, 2017 and the Report of the Auditors thereon. |
| Type of Resolution | Ordinary |

| Particulars | No. of members voted | No of votes cast | Total Votes (in %) |
|-------------|----------------------|------------------|--------------------|
| Received | 91 | 5,73,65,248 | 100 |
| Assent | 90 | 5,73,64,148 | 99.9981 |
| Dissent | 1 | 1,100 | 0.0019 |

| | |
|------------------------------------|---|
| Item No. | 2 |
| Particulars of the Business | Resolution for declaration of dividend @ Rs.2/- per share on the Equity share capital of the Company for the year 2016-2017 |
| Type of Resolution | Ordinary |

| Particulars | No. of members voted | No of votes cast | Total Votes (in %) |
|-------------|----------------------|------------------|--------------------|
| Received | 91 | 5,73,65,094 | 100 |
| Assent | 90 | 5,73,63,994 | 99.9981 |
| Dissent | 1 | 1,100 | 0.0019 |

| | |
|------------------------------------|---|
| Item No. | 3 |
| Particulars of the Business | Resolution for re-appointment of Dr. V.L. Dutt (DIN: 00143013), as Director liable to retire by rotation. |
| Type of Resolution | Ordinary |

| Particulars | No of members voted | No of votes cast | Total Votes (in %) |
|-------------|---------------------|------------------|--------------------|
| Received | 90 | 5,73,65,044 | 100 |
| Assent | 84 | 5,73,59,704 | 99.9984 |
| Dissent | 6 | 1,100 | 0.0016 |



 Director

| | |
|------------------------------------|--|
| Item No. | 4 |
| Particulars of the Business | Resolution for appointment of Auditors of the Company and fixing their remuneration. |
| Type of Resolution | Ordinary |

| Particulars | No of members voted | No of votes cast | Total Votes (in %) |
|--------------------|----------------------------|-------------------------|---------------------------|
| Received | 90 | 5,73,65,044 | 100 |
| Assent | 83 | 5,59,83,219 | 97.5912 |
| Dissent | 7 | 13,81,825 | 2.4088 |

| | |
|------------------------------------|---|
| Item No. | 5 |
| Particulars of the Business | Resolution for ratification of the Cost Auditors Remuneration for the year 2017-18. |
| Type of Resolution | Ordinary |

| Particulars | No of members voted | No of votes cast | Total Votes (in %) |
|--------------------|----------------------------|-------------------------|---------------------------|
| Received | 91 | 5,73,65,344 | 100 |
| Assent | 87 | 5,73,63,929 | 99.9975 |
| Dissent | 4 | 1,415 | 0.0025 |

5. a) A shareholder holding 50 shares as on the cut-off date, had abstained from voting for Item No.3, 4 & 5.
- b) A shareholder holding 300 shares as on the cut-off date, had abstained from voting for Item No. 1,2,3 & 4.
- c) A shareholder holding 1 share as on the cut-off date, had abstained from voting for Item No. 1
- d) A shareholder holding 155 share as on the cut-off date, had abstained from voting for Item No. 2,3,4 & 5.
6. All relevant records of e-voting will remain in my safe custody until the Chairman considers, approves and signs the minutes of the Annual General Meeting and the same shall be handed over thereafter to the Chairman / Company Secretary.

D. Balakrishnan

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

FORM No. MGT-13

Report of Scrutinizer

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

To,

The Chairman

of the 76th Annual General Meeting of the shareholders of THE K.C.P. LIMITED, held on 31.08.2017 at "Ramakrishna Building" No.2, Dr. P.V. Cherian Crescent, Egmore, Chennai – 600 008.

Dear Sir,

I, R. Balsubramaniam, Company Secretary in Practice, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions at the Annual General Meeting of the shareholders of M/s. THE K.C.P. LIMITED, held on 31.08.2017 at 10.15 A.M. at "Ramakrishna Building" No.2, Dr. P.V. Cherian Crescent, Egmore, Chennai – 600008, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, ONE (1) ballot box kept for polling was locked in my presence.
2. The locked ballot box was subsequently opened in the presence of two members Mr. Viswanathan S and Mr. P. Sreenivasulu and the poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. Two shareholders holding 120 shares and 3579 shares as on the Cut-off date i.e. August 24, 2017 had casted vote for 115 shares and 3500 shares respectively in the poll taken at the 76th Annual General Meeting held on 31.08.2017. The no. of votes for the purpose of this report had been restricted to 115 shares and 3500 shares.
4. A shareholder holding 330 shares as on the Cut-off date i.e. August 24, 2017 had cast vote for 336 shares in the poll taken in 76th Annual General Meeting held on August 31, 2017. The no of votes for

Item No.1

Resolution– Ordinary

Resolution to receive, consider and adopt

(a) the Audited Financial Statements for the year ended March 31, 2017, together with the reports of the Board of Directors and the Auditors thereon.

(b) the Audited Consolidated Financial Statements for the year ended March 31, 2017 and the report of the Auditors thereon.

(i) Statement of Financial Position

| Statement of Financial Position (in rupees of '000 crores) | Statement of Income (in rupees of '000 crores) | % of total number of votes eligible to vote (%) |
|---|---|--|
| 36 | 1,44,623 | 100 |

(ii) Statement of Financial Performance

| Statement of Financial Performance (in rupees of '000 crores) | Statement of Cash Flows (in rupees of '000 crores) | % of total number of votes eligible to vote (%) |
|--|--|--|
| 36 | 36 | 100 |

(iii) Statement of Cash Flows

| Statement of Cash Flows (in rupees of '000 crores) | Statement of Financial Position (in rupees of '000 crores) |
|---|--|
| 36 | 36 |

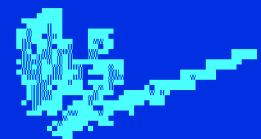
Notes (i) to (iii)

Resolution to receive, consider and adopt

Resolution to receive, consider and adopt the report of the Board of Directors and the Auditors thereon.

(c) Statement of Financial Position

| Statement of Financial Position (in rupees of '000 crores) | Statement of Income (in rupees of '000 crores) | % of total number of votes eligible to vote (%) |
|---|---|--|
| 36 | 1,44,623 | 100 |



(ii) Voted **against** the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 0 | 0 | 0 |

(iii) **Invalid** votes:

| Total number of members whose votes were declared invalid (in person or by proxy) | Total number of votes cast by them |
|--|------------------------------------|
| 0 | 0 |

Item No.3

Resolution – Ordinary

Resolution for re-appointment of Dr. V.L. Dutt (DIN: 00143013), as Director liable to retire by rotation.

(i) Voted **in favour** of the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 26 | 5,588,029 | 100 |

(ii) Voted **against** the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 0 | 0 | 0 |

(iii) **Invalid** votes:

| Total number of members whose votes were declared invalid (in person or by proxy) | Total number of votes cast by them |
|--|------------------------------------|
| 0 | 0 |

RBs

Item No.4**Resolution – Ordinary**

Resolution for appointment of Auditors of the Company and fixing their remuneration

(i) Voted in favour of the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 25 | 5,588,024 | 99.9999 |

ii) Voted against the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 1 | 5 | 0.0001 |

(iii) Invalid votes:

| | |
|---------------------------------|------------------------------------|
| Total number of members present | Total number of votes cast by them |
|---------------------------------|------------------------------------|

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 25 | 5,588,024 | 99.9999 |

ii) Voted against the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 1 | 5 | 0.0001 |



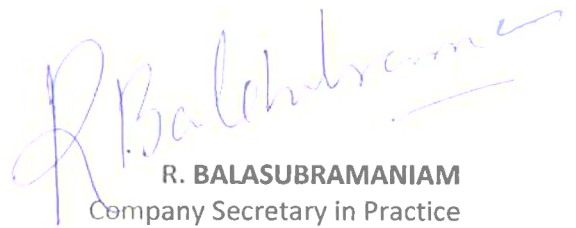

(iii) **Invalid votes:**

| Total number of members whose votes were declared invalid (in person or by proxy) | Total number of votes cast by them |
|---|------------------------------------|
| 0 | 0 |

6. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR" and "AGAINST" for each resolution is enclosed.

7. The poll papers and all other relevant records were sealed and handed over to the Company Secretary as authorized by the Board for safe keeping.

Place: Chennai
Date: 31.08.2017



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

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 76th Annual General Meeting of the shareholders of THE K.C.B. LIMITED, held on 21.08.2017


RBS

| Item No. | Type of Resolution | Subject Matter |
|----------|--------------------|---|
| 1 | Ordinary | Resolution to receive, consider and adopt (a) the Audited Financial Statements for the year ended March 31, 2017, together with the reports of the Board of Directors and the Auditors thereon. (b) the Audited Consolidated Financial Statements for the year ended March 31, 2017 and the Report of the Auditors thereon. |
| 2 | Ordinary | Resolution for declaration of dividend @ Rs.2/- per share on the Equity share capital of the Company for the year 2016-2017. |
| 3 | Ordinary | Resolution for re-appointment of Dr. V.L. Dutt (DIN: 00143013), as Director liable to retire by rotation. |
| 4 | Ordinary | Resolution for appointment of Auditors of the Company and fixing their remuneration. |
| 5 | Ordinary | Resolution for ratification of the Cost Auditors Remuneration for the year 2017-18. |

| 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 | 57,365,248 | 5,588,030 | 62,953,277 | 62,953,177 | 99.9982 | 1,100 | 0.0017 |
| 2 | 57,365,248 | 5,588,030 | 62,953,277 | 62,953,177 | 99.9982 | 1,100 | 0.0017 |
| 3 | 57,365,248 | 5,588,030 | 62,953,277 | 62,953,177 | 99.9982 | 1,100 | 0.0017 |
| 4 | 57,365,248 | 5,588,030 | 62,953,277 | 62,953,177 | 99.9982 | 1,100 | 0.0017 |
| 5 | 57,365,248 | 5,588,030 | 62,953,277 | 62,953,177 | 99.9982 | 1,100 | 0.0017 |

1g. a) A shareholder holding 40 shares as on the cut-off date, had abstained from e-voting for Item No.2, 4 & 5.

b) A shareholder holding 300 shares as on the cut-off date, had abstained from e-voting for Item No. 1, 2, 4 & 5.

c) A shareholder holding 1 share as on the cut-off date, had abstained from e-voting for Item No. 2.

d) A shareholder holding 153 shares as on the cut-off date, had abstained from e-voting for Item No. 2, 4, & 5.

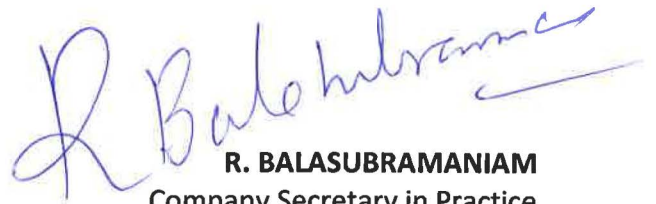
20/08/2018

2. Two shareholders holding 120 shares and 3579 shares as on the Cut-off date i.e. August 24, 2017 had casted vote for 115 shares and 3500 shares respectively in the poll taken at the 76th Annual General Meeting held on 31.08.2017. The no. of votes for the purpose of this report had been restricted to 115 shares and 3500 shares.

3. A shareholder holding 330 shares as on the Cut-off date i.e. August 24, 2017 had cast vote for 336 shares in the poll taken in 76th Annual General Meeting held on August 31, 2017. The no of votes for the purpose of this report had been restricted to 330 shares

Place: Chennai

Date: 31.08.2017



R. BALASUBRAMANIAM
Company Secretary in Practice

Scrutinizer

M. No. F2397

C.P. No. 1340

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

WITNESS PURSUANT TO THE RULE 21 OF
COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014

76th ANNUAL GENERAL MEETING OF
M/s. THE K C P LIMITED
HELD ON 31.08.2017

As per R-1, 21, 22, 23, 24, 25, 26, 27, 28, 29, 30, 31, 32, 33, 34, 35, 36, 37, 38, 39, 40, 41, 42, 43, 44, 45, 46, 47, 48, 49, 50, 51, 52, 53, 54, 55, 56, 57, 58, 59, 60, 61, 62, 63, 64, 65, 66, 67, 68, 69, 70, 71, 72, 73, 74, 75, 76, 77, 78, 79, 80, 81, 82, 83, 84, 85, 86, 87, 88, 89, 90, 91, 92, 93, 94, 95, 96, 97, 98, 99, 100, 101, 102, 103, 104, 105, 106, 107, 108, 109, 110, 111, 112, 113, 114, 115, 116, 117, 118, 119, 120, 121, 122, 123, 124, 125, 126, 127, 128, 129, 130, 131, 132, 133, 134, 135, 136, 137, 138, 139, 140, 141, 142, 143, 144, 145, 146, 147, 148, 149, 150, 151, 152, 153, 154, 155, 156, 157, 158, 159, 160, 161, 162, 163, 164, 165, 166, 167, 168, 169, 170, 171, 172, 173, 174, 175, 176, 177, 178, 179, 180, 181, 182, 183, 184, 185, 186, 187, 188, 189, 190, 191, 192, 193, 194, 195, 196, 197, 198, 199, 200, 201, 202, 203, 204, 205, 206, 207, 208, 209, 210, 211, 212, 213, 214, 215, 216, 217, 218, 219, 220, 221, 222, 223, 224, 225, 226, 227, 228, 229, 230, 231, 232, 233, 234, 235, 236, 237, 238, 239, 240, 241, 242, 243, 244, 245, 246, 247, 248, 249, 250, 251, 252, 253, 254, 255, 256, 257, 258, 259, 260, 261, 262, 263, 264, 265, 266, 267, 268, 269, 270, 271, 272, 273, 274, 275, 276, 277, 278, 279, 280, 281, 282, 283, 284, 285, 286, 287, 288, 289, 290, 291, 292, 293, 294, 295, 296, 297, 298, 299, 300, 301, 302, 303, 304, 305, 306, 307, 308, 309, 310, 311, 312, 313, 314, 315, 316, 317, 318, 319, 320, 321, 322, 323, 324, 325, 326, 327, 328, 329, 330, 331, 332, 333, 334, 335, 336, 337, 338, 339, 340, 341, 342, 343, 344, 345, 346, 347, 348, 349, 350, 351, 352, 353, 354, 355, 356, 357, 358, 359, 360, 361, 362, 363, 364, 365, 366, 367, 368, 369, 370, 371, 372, 373, 374, 375, 376, 377, 378, 379, 380, 381, 382, 383, 384, 385, 386, 387, 388, 389, 390, 391, 392, 393, 394, 395, 396, 397, 398, 399, 400, 401, 402, 403, 404, 405, 406, 407, 408, 409, 410, 411, 412, 413, 414, 415, 416, 417, 418, 419, 420, 421, 422, 423, 424, 425, 426, 427, 428, 429, 430, 431, 432, 433, 434, 435, 436, 437, 438, 439, 440, 441, 442, 443, 444, 445, 446, 447, 448, 449, 450, 451, 452, 453, 454, 455, 456, 457, 458, 459, 460, 461, 462, 463, 464, 465, 466, 467, 468, 469, 470, 471, 472, 473, 474, 475, 476, 477, 478, 479, 480, 481, 482, 483, 484, 485, 486, 487, 488, 489, 490, 491, 492, 493, 494, 495, 496, 497, 498, 499, 500, 501, 502, 503, 504, 505, 506, 507, 508, 509, 510, 511, 512, 513, 514, 515, 516, 517, 518, 519, 520, 521, 522, 523, 524, 525, 526, 527, 528, 529, 530, 531, 532, 533, 534, 535, 536, 537, 538, 539, 540, 541, 542, 543, 544, 545, 546, 547, 548, 549, 550, 551, 552, 553, 554, 555, 556, 557, 558, 559, 560, 561, 562, 563, 564, 565, 566, 567, 568, 569, 570, 571, 572, 573, 574, 575, 576, 577, 578, 579, 580, 581, 582, 583, 584, 585, 586, 587, 588, 589, 590, 591, 592, 593, 594, 595, 596, 597, 598, 599, 600, 601, 602, 603, 604, 605, 606, 607, 608, 609, 610, 611, 612, 613, 614, 615, 616, 617, 618, 619, 620, 621, 622, 623, 624, 625, 626, 627, 628, 629, 630, 631, 632, 633, 634, 635, 636, 637, 638, 639, 640, 641, 642, 643, 644, 645, 646, 647, 648, 649, 650, 651, 652, 653, 654, 655, 656, 657, 658, 659, 660, 661, 662, 663, 664, 665, 666, 667, 668, 669, 670, 671, 672, 673, 674, 675, 676, 677, 678, 679, 680, 681, 682, 683, 684, 685, 686, 687, 688, 689, 690, 691, 692, 693, 694, 695, 696, 697, 698, 699, 700, 701, 702, 703, 704, 705, 706, 707, 708, 709, 710, 711, 712, 713, 714, 715, 716, 717, 718, 719, 720, 721, 722, 723, 724, 725, 726, 727, 728, 729, 730, 731, 732, 733, 734, 735, 736, 737, 738, 739, 740, 741, 742, 743, 744, 745, 746, 747, 748, 749, 750, 751, 752, 753, 754, 755, 756, 757, 758, 759, 760, 761, 762, 763, 764, 765, 766, 767, 768, 769, 770, 771, 772, 773, 774, 775, 776, 777, 778, 779, 780, 781, 782, 783, 784, 785, 786, 787, 788, 789, 790, 791, 792, 793, 794, 795, 796, 797, 798, 799, 800, 801, 802, 803, 804, 805, 806, 807, 808, 809, 810, 811, 812, 813, 814, 815, 816, 817, 818, 819, 820, 821, 822, 823, 824, 825, 826, 827, 828, 829, 830, 831, 832, 833, 834, 835, 836, 837, 838, 839, 840, 841, 842, 843, 844, 845, 846, 847, 848, 849, 850, 851, 852, 853, 854, 855, 856, 857, 858, 859, 860, 861, 862, 863, 864, 865, 866, 867, 868, 869, 870, 871, 872, 873, 874, 875, 876, 877, 878, 879, 880, 881, 882, 883, 884, 885, 886, 887, 888, 889, 890, 891, 892, 893, 894, 895, 896, 897, 898, 899, 900, 901, 902, 903, 904, 905, 906, 907, 908, 909, 910, 911, 912, 913, 914, 915, 916, 917, 918, 919, 920, 921, 922, 923, 924, 925, 926, 927, 928, 929, 930, 931, 932, 933, 934, 935, 936, 937, 938, 939, 940, 941, 942, 943, 944, 945, 946, 947, 948, 949, 950, 951, 952, 953, 954, 955, 956, 957, 958, 959, 960, 961, 962, 963, 964, 965, 966, 967, 968, 969, 970, 971, 972, 973, 974, 975, 976, 977, 978, 979, 980, 981, 982, 983, 984, 985, 986, 987, 988, 989, 990, 991, 992, 993, 994, 995, 996, 997, 998, 999, 1000

VISWANATHAN S.
DPO: IN300183 Client ID: 1006927

S. Viswanathan

P. SREENIVASULU
IN301949, 144710389

RECEIVED

R. Balasubramaniam

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

To
The Chairman
THE K C P LIMITED
No 2, DR P V Cherian Crescent,
Egmore, Chennai - 600008

Dear Sir,

Sub: Witness - Electronic Voting

As per Rule 20 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 after the conclusion of voting at the Annual General Meeting at 11.15 A.M. on 31.08.2017 in the presence of the following two witnesses;

NAME & ADDRESS OF WITNESS

SIGNATURE

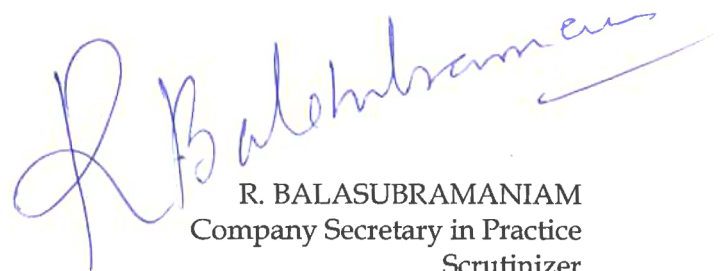
1. MS. MANASI R. RAO
No.2, Raja Annamalai Road,
Puraswalkam, Chennai - 600084



2. MS. JAYASREE
No.2, Raja Annamalai Road,
Puraswalkam, Chennai - 600084



Date: 31.08.2017
Place: Chennai



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

Annexure I
Summary of proceedings of the 76th Annual General Meeting

The 76th Annual General Meeting of the Members of the Company was held on Thursday, the 31st August 2017 at 10.15 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 22nd May 2017 were transacted at the meeting:

1. Adoption of Financial Statements (including the consolidated financial statements) of the Company for the financial year ended March 31, 2017 and the reports of the Board of Directors (the Board) and Auditors thereon.
2. Declaration of dividend for the year 2016-17.
3. Appointment of Dr. V.L. Dutt as director liable to retire by rotation.
4. Appointment of Statutory Auditors for five consecutive years from 75th Annual General Meeting to till the conclusion of 81st Annual General Meeting of the Company.
5. Ratification of Remuneration of the Cost Auditors for the year 2017-2018.

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

This is for your information and records.

Yours faithfully,
For THE KCP LIMITED



Y. VIJAYAKUMAR
COMPANY SECRETARY AND
COMPLIANCE OFFICER.

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

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