



K.P.R. Mill Limited

S.F. 525. Neelambur (PO), Coimbatore - 641 062. INDIA.

Phone : 0422 - 2625115- 117 Fax : 0422 ■ 2625191 email : mail@kprmill.com

CIN:L17111TZ2003PLC010518

25.03.2020

To,

The Manager

BSE Limited / National Stock Exchange of India Limited Mumbai, Maharashtra.

Dear Sir/Madam,

Ref: BSE: Scrip code - 532889 / NSE: KPRMILL Sub: Results of *Postal Ballot* Notice dated 03.02.2020 of K.P.R Mill Limited ("Company")

Please find enclosed the Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, as amended along with the Report of Scrutinizer dated 25.03.2020. The Special Resolutions in respect of the reappointments of the Executive Chairman and the Managing Directors furnished in the Postal Ballot Notice dated 03.02.2020 are deemed to have been approved and passed on 25.03.2020, being the date of declaration of results as mentioned in the Postal Ballot Notice. Kindly note that due to CoVIDI9 Virus restrictions the signed copies of the Reports could not be filed and the same will be filed after the restrictions are relaxed and normalcy is restored. This is for your kind information.

The voting results along with the scrutinizer's report will also be made available on the Company's website www.kprmilllimited.com

You are requested to please take a note of the same.

Thanking you,

Yours faithfully,

For K.P. R. Mill Limited (Sd)

P. Kandaswamy

Company Secretary and Compliance Officer (FCS2172)

Encl: As above

Regd. Office : No. 9, Gokul Buildings, 1st Floor, A.K.S. Nagar, Thadagam Road, Coimbatore - 641 001.

Ph : 91 - 422-2478090 Fax: 91 - 422-2478050 GSTIN : 33AACCK0893N1Z9

\$
V
i

.,3

SCRUTINEERS REPORT

To,
Mr. K.P. Ramasamy, The Chairman,
K.P.R. Mill Limited
No. 9, Gokul building, A.K.S. Nagar,
Thadagam Road,
Coimbatore - 641 001, India

Dear Sir,

Sub: Report of Scrutinizer on Voting Process [Remote E-voting and voting by Postal Ballot] conducted pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 ('the Act') read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014, the applicable Listing Regulations and Secretarial Standards issued by the Institute of Company Secretaries of India.

At the outset, I would like to thank you for appointing me as the Scrutinizer for The remote E-Voting and voting by the members via Postal Ballot. The Board of Directors of K.P.R. Mill Limited ('the Company') issued the Postal Ballot notice dated 03.02.2020 <Hereinafter referred as the "Notice") and decided to provide to the members of the Company, facility to exercise their voting right on the resolution as set out in the notice by way of Voting by electronic means ("remote e-voting") and Postal Ballot; as required under the provisions of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014.

I, A. Vetrivel, Practicing Chartered Accountant, having Membership No. 025028 have been appointed as the Scrutinizer by the Board of Directors of the Company vide Resolution passed on 03.02.2020 as required under Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the results of remote e-voting and voting by postal ballot process in a fair and transparent manner and ascertaining the requisite majority for passing of Special Resolutions as set out in the notice.

The Management of the Company is responsible to ensure the 'Compliance' with the requirements of the Companies Act, 2013 and Rules there under relating to remote e-voting or Postal Ballot. My responsibility as a scrutinizer for the voting process is restricted to ensure that the voting process is conducted in a fair and transparent manner and make the 'Scrutinizer's Report of the votes cast "in favour" or "against" the above resolutions, based on the reports generated from the E-Voting System provided by the K Fin Technologies Private Limited (KFin), the authorized agency to provide Remote E-voting facilities and engaged by the Company for this purpose.

I hereby submit my report on the Special Resolutions proposed in the Notice of Postal Ballot as under:

1. The Shareholders of the Company whose names were recorded in the Register of

Members or in the Register of Beneficial Owners maintained in the Depositories as on the Cut-off date i.e. 14.02.2020 were entitled to Vote on the special resolutions in the notice.

2. The Postal Ballot notice along with the Postal Ballot form was mailed Electronically to the members who had registered their emails with the Depositories. In other cases, the Company has dispatched postal ballot notice along with the Postal Ballot forms and postage prepaid self-addressed business reply envelopes.

3. The Company has published an advertisement about the Dispatch of Postal Ballot Notice in Financial Express (English) and Makkal Kural (Tamil)

4. The votes exercised through remote E-voting facility from 22.02.2020 at 09:00 A.M. IST till 23.03.2020, 5.00 P.M. IST and all Postal Ballot forms received till 5:00 P.M. IST on 23.03.2020 being the last date for receipt of Postal Ballot forms were considered for my scrutiny. The envelopes containing postal ballot forms; if any, received after 5:00 PM on 23.03.2020 were not considered for my scrutiny.

5. After the closure of Voting period on 23.03.2020, I have unblocked the electronic votes in the presence of two witnesses not in the employment of the Company.

6. The details containing list of the shareholders who casted their votes electronically on the resolutions was downloaded from the e-voting website of KARVY <https://evoting.karvy.com> The Postal Ballots were reconciled with the Records maintained by the Company/Registrar and Share Transfer Agents of the Company and the authorizations lodged with the Company.

7. I have scrutinized, downloaded and counted the Votes casted through remote E-voting facility and votes casted by Postal Ballots for the purpose of this report.

8. The particulars of votes casted through remote e-voting facility and Votes casted by Postal Ballots have been recorded in accordance with the Companies (Management and Administration) Rules, 2014 and SEBI (LODR) Regulations 2015.

9. The results of voting are as under:-

KPR MILL LIMITED**Voting Results as per Regulation 44 of SEBI (Listing obligations and disclosure requirements) 2015.**

KPR MILL LIMITED	
Date of commencement of Postal Ballot voting	22.02.2020
Date of closure of Postal Ballot voting	23.03.2020
E-voting period	22.02.2020-23.03.2020
Total number of shareholders on record date	11242
No. of shareholders present in the meeting either in person or through proxy:	POSTAL BALLOT. Hence Not Applicable
Promoters and Promoter Group	Not Applicable
Public	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group	Not Applicable
Public	Not Applicable

Resolution Required: (Special Resolution)
MR.K.P.RAMASAMY AS EXECUTIVE CHAIRMAN

1. RE-APPOINTMENT OF

Whether the Promoter or Promoter groups are interested in the agenda/ resolution?

Yes , to the extent of their Shareholding

Category	Mode of Voting	No of shares held	No of votes polled	%of voted polled on outstanding shares	No of votes in favour	No of vote s against	%of votes in favour on votes polled	% votes against on votes polled
		(1).	(2)	$\frac{(3)}{(2)/(1)} \times 100$	(4)	(5)	$\frac{(6)^*}{[(4)/(2)] \times 100}$	$[(7)=(5)/(2)]^* \times 100$
Promoter and promoter group	E-voting	52420515	52078942	99.35	52078942	0	100.00	0.00
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		52078942	99.35	52078942	0	100.00	0.00
Public institutions	E-voting	11281656	10634363	94.26	10634363	0	100.00	0.00
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		10634363	94.26	10634363	0	100.00	0.00
Public Non institutions	E-voting	5107829	2202	0.04	2177	25	98.86	1.14
	Poll		0	0	0	0	100	0
	Postal Ballot		4607	0.09	4604	3	99.93	0.07
	Total		6809	0.13	6781	28	99.59	0.41
TOTAL		68810000	62720114	91.15	62720086	28	99.99	0.01

Resolution Required: (Special Resolution)				2. RE-APPOINTMENT OF MR. KPD SIGAMANI AS MANAGING DIRECTOR				
Whether the Promoter or Promoter groups are interested in the agenda/ resolution?				Yes , to the extent of their Shareholding				
Category	Mode of Voting	No of shares held	No of votes polled	%of voted polled on outstanding shares	No of votes in favour	No of votes against St	%of votes in favour on votes polled	% votes against on votes polled
		(D	(2)	$\frac{(2)}{100} \times (1)$	(4)	(5)	$\frac{(6)}{100} = \frac{(4)}{(2)} \times 100$	$\frac{[(7)-(S)]}{100} \times 100$
Promoter and promoter group	E-voting	52420515	52078942	99.35	52068162	10780	99.98	0.02
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		52078942	99.35	52068162	10780	99.98	0.02
Public institutions	E-voting	11281656	10634363	94.26	10634363	0	100.00	0.00
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		10634363	94.26	10634363	0	100.00	0.00
Public Non-institutions	E-voting	5107829	2202	0.04	2177	25	98.86	1.14
	Poll		0	0	0	0	0	0
	Postal Ballot		4607	0.09	4604	3	99.93	0.07
	Total		6809	0.13	6781	28	99.59	0.41
TOTAL		68810000	62720114	91.15	62709306	10808	99.98	0.02

Resolution Required: (Special Resolution)				3. RE-APPOINTMENT OF MR.P.NATARAJ AS MANAGING DIRECTOR				
Whether the Promoter or Promoter groups are interested in the agenda/ resolution?				Yes , to the extent of their Shareholding				
Category	Mode of Voting	No of shares held	No of votes polled	% of voted polled on outstanding shares	No of votes in favour	No of vote s against	%of votes in favour on votes polled	% votes against on votes polled
		(D	(2)	(3) = $\frac{1(2)}{(1)} \times 100$	(4)	(5)	(6) " $\frac{[(4)]}{(2)} \times 100$ "	[<7)=(5)/(2)) * 100
Promoter and promoter group	E-voting	52420515	52078942	99.35	52068162	10780	99.98	0.02
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		52078942	99.35	52068162	10780	99.98	0.02
Public institutions	E-voting	11281656	10634363	94.26	10634363	0	100.00	0.00
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		10634363	94.26	10634363	0	100.00	0.00
Public Non-institutions	E-voting	5107829	2202	0.04	2177	25	98.86	1.14
	Poll		0	0	0	0	0	0
	Postal Ballot		4607	0.09	4604	3	99.93	0.07
	Total		6809	0.13	6781	28	99.59	0.41
TOTAL		68810000	62720114	91.15	62709306	10808	99.98	0.02

Date: 25.03.2020

Place: Coimbatore