

K.P.R. MILL LIMITED

Corporate Office : 1st Floor Srivari Shrimat, 1045, Avinashi Road, Coimbatore - 641018. India @ : 0422-2207777 Fax : 0422-2207778

25.08.2022

The Listing Department
BSE Limited
1st Floor, Rotunda Buildings,
Phiroze Jeejeebhoy Towers,
Mumbai - 400 001.

SCRIP CODE: 532889

The Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, Plot: C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051.

SYMBOL: KPRMILL

Dear Sir/Madam,

Subject: Submission of Voting Results and Scrutinizers Report in respect of the 19th Annual General Meeting of the Company held on 23.08.2022.

Ref: Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements)

This is to inform that the 19th Annual General Meeting (AGM) of the Members of the Company was held on Tuesday, 23rd August, 2022 at 02.30 PM through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'), to transact the business mentioned in the Notice of the Annual General Meeting dated 27.04.2022.

All the items of business mentioned in the 19th Annual General Meeting notice of the Company have been transacted therein. All the Resolutions indicated in the notice were also passed with requisite majority. The Voting Results and the Scrutinizers report are enclosed for your kind reference and dissemination.

For K.P.R. Mill Limited



**P. Kandaswamy
Company Secretary**

Encl: as above



K.P.R. MILL LIMITED

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

	K.P.R. MILL LIMITED
Date of the AGM	23-08-2022 (through Video Conferencing / Other Audio Visual Means)
Total number of shareholders on record date (i.e. 16 th August, 2022)	1,41,896
No. of shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group including Panel Members	10
Public - Shareholder	79



Resolution Required: (Ordinary)				1. Adoption of Audited Financial Statement for the year ended 31st March 2022				
Whether the Promoter or Promoter groups are interested in the agenda/ resolution?				No				
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	% of votes in favour on votes polled	% votes against on votes polled
		(1)	(2)	(3) = $\frac{[(2)/(1)]}{100}$	(4)	(5)	(6) = $\frac{[(4)/(2)] * 100}{100}$	$\frac{[(7)=(5)/(2)] * 100}{100}$
Promoter and promoter group	E-voting	255606116	255606116	100.00	255606116	0	100.00	0
	Poll		0	0	0	0	0	0
	Sub Total		255606116	100.00	255606116	0	100.00	0
Public institutions	E-voting	57471070	54106236	94.15	54106236	0	100.00	0
	Poll		0	0	0	0	0	0
	Sub Total		54106236	94.15	54106236	0	100.00	0
Public Non-institutions	E-voting	28736814	1286001	4.48	1285891	110	99.99	0.01
	Poll		0	0	0	0	0	0
	Sub Total		1286001	4.48	1285891	110	99.99	0.01
TOTAL		341814000	310998353	90.98	310998243	110	100.00	0.00



Resolution Required: (Ordinary)				2. Declaration of Dividend				
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	% of votes in favour on votes polled	% votes against on votes polled
		(1)	(2)	(3) = $\frac{[(2)/(1)]}{100}$	(4)	(5)	(6) = $\frac{[(4)/(2)] * 100}{100}$	$\frac{[(7)=(5)/(2)] * 100}{100}$
Promoter and promoter group	E-voting	255606116	255606116	100.00	255606116	0	100.00	0
	Poll		0	0	0	0	0	0
	Sub Total		255606116	100.00	255606116	0	100.00	0
Public institutions	E-voting	57471070	54293117	94.47	54293117	0	100.00	0
	Poll		0	0	0	0	0	0
	Sub Total		54293117	94.47	54293117	0	100.00	0
Public Non-institutions	E-voting	28736814	1284644	4.47	1284520	124	99.99	0.01
	Poll		0	0	0	0	0	0
	Sub Total		1284644	4.47	1284520	124	99.99	0.01
TOTAL		341814000	311183877	91.04	311183753	124	100.00	0.00



Resolution Required: (Ordinary)				3. Re-appointment of Mr. P. Selvakumar, Director retires by rotation				
Whether the Promoter or Promoter groups are interested in the agenda/ resolution?				No				
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	% of votes in favour on votes polled	% votes against on votes polled
		(1)	(2)	(3) = $\frac{[(2)/(1)]}{100}$	(4)	(5)	(6) = $\frac{[(4)/(2)] * 100}{100}$	$\frac{[(7)-(5)]}{(2)] * 100}$
Promoter and promoter group	E-voting	255606116	255606116	100.00	255606116	0	100.00	0
	Poll		0	0	0	0	0	0
	Sub Total		255606116	100.00	255606116	0	100.00	0
Public institutions	E-voting	57471070	54184744	94.28	48442651	5742093	89.40	10.60
	Poll		0	0	0	0	0	0
	Sub Total		54184744	94.28	48442651	5742093	89.40	10.60
Public Non-institutions	E-voting	28736814	1285935	4.47	1285569	366	99.97	0.03
	Poll		0	0	0	0	0	0
	Sub Total		1285935	4.47	1285569	366	99.97	0.03
TOTAL		341814000	311076795	91.01	305334336	5742459	98.15	1.85



Resolution Required: (Ordinary)				4. Re-appointment of Statutory Auditors of the Company				
Whether the Promoter or Promoter groups are interested in the agenda/ resolution?				No				
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	% of votes in favour on votes polled	% votes against on votes polled
		(1)	(2)	(3) = [(2)/(1)] * 100	(4)	(5)	(6) = [(4)/(2)] * 100	[(7)=(5)/(2)] * 100
Promoter and promoter group	E-voting	255606116	255606116	100.00	255606116	0	100.00	0
	Poll		0	0	0	0	0	0
	Sub Total		255606116	100.00	255606116	0	100.00	0
Public institutions	E-voting	57471070	54184744	94.28	49841622	4343122	91.98	8.02
	Poll		0	0	0	0	0	0
	Sub Total		54184744	94.28	49841622	4343122	91.98	8.02
Public Non-institutions	E-voting	28736814	1285930	4.47	1285687	243	99.98	0.02
	Poll		0	0	0	0	0	0
	Sub Total		1285930	4.47	1285687	243	99.98	0.02
TOTAL		341814000	311076790	91.01	306733425	4343365	98.60	1.40



Resolution Required: (Ordinary)				5. Ratification of remuneration of Cost Auditor				
Whether the Promoter or Promoter groups are interested in the agenda/ resolution?				No				
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	% of votes in favour on votes polled	% votes against on votes polled
		(1)	(2)	(3) = $\frac{[(2)/(1)]}{100}$	(4)	(5)	(6) = $\frac{[(4)/(2)]^*}{100}$	$\frac{[(7)=(5)]}{(2)} * 100$
Promoter and promoter group	E-voting	255606116	255606116	100.00	255606116	0	100.00	0
	Poll		0	0	0	0	0	0
	Sub Total		255606116	100.00	255606116	0	100.00	0
Public institutions	E-voting	57471070	54184744	94.28	54184744	0	100.00	0
	Poll		0	0	0	0	0	0
	Sub Total		54184744	94.28	54184744	0	100.00	0
Public Non-institutions	E-voting	28736814	1285935	4.47	1285531	404	99.97	0.03
	Poll		0	0	0	0	0	0
	Sub Total		1285935	4.47	1285531	404	99.96	0.03
TOTAL		341814000	311076795	91.01	311076391	404	99.99	0.01



Resolution Required: (Special)				6. Alteration of Articles of Association of the Company				
Whether the Promoter or Promoter groups are interested in the agenda/ resolution?				No				
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	% of votes in favour on votes polled	% votes against on votes polled
		(1)	(2)	(3) = $[(2)/(1)] \times 100$	(4)	(5)	(6) = $[(4)/(2)] \times 100$	$[(7)=(5)/(2)] \times 100$
Promoter and promoter group	E-voting	255606116	255606116	100.00	255606116	0	100.00	0
	Poll		0	0	0	0	0	0
	Sub Total		255606116	100.00	255606116	0	100.00	0
Public institutions	E-voting	57471070	54184744	94.28	54184744	0	100.00	0
	Poll		0	0	0	0	0	0
	Sub Total		54184744	94.28	54184744	0	100.00	0
Public Non-institutions	E-voting	28736814	1285935	4.47	1283869	2066	99.84	0.16
	Poll		0	0	0	0	0	0
	Sub Total		1285935	4.47	1283869	2066	99.84	0.16
TOTAL		341814000	311076795	91.01	311074729	2066	99.99	0.01

For K.P.R. Mill Limited



P. Kandaswamy
Company Secretary

25th August 2022
Coimbatore

CS K RADHAKRISHNAN B.COM ACS

PRACTISING COMPANY SECRETARY

To,

Mr. K.P.Ramasamy

The Chairman,

19th Annual General Meeting,

K.P.R. Mill Limited,

(CIN: L17111TZ2003PLC010518)

Held on Tuesday, the 23rd August 2022 at 02.30 PM (IST)

Through Video Conferencing (VC) / Other Audio Visual Means (OAVM)

Sub: Consolidated Scrutinizer's Report on Remote E-Voting and Remote E-Voting during the 19th Annual General Meeting ('AGM) of K.P.R. Mill Limited held on Tuesday, the 23rd August 2022.

Dear Sir,

Based on the authorization given by Mr. A. Vetrivel, Practising Chartered Accountant, Coimbatore, I acted as the Scrutinizer for the remote e-voting and remote e-voting during the 19th Annual General Meeting of the Company held on Tuesday, the 23rd August, 2022 at 02:30 PM through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Ministry of Corporate Affairs ("MCA") Circular dated 5th May, 2022 and Securities and Exchange Board of India ("SEBI") Circular dated 13th May, 2022 and other applicable MCA and SEBI Circulars.

Mr. A. Vetrivel, Practising Chartered Accountant, Coimbatore having membership No. 025028 was actually appointed as the scrutinizer by the Board of Directors of the Company vide resolution passed on 27.04.2022, for the purpose of scrutinizing the results of remote e-voting and remote e-voting during the AGM in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as set out in the notice.



**OFFICE AT: DOOR NO.93, 2ND FLOOR, GREEN AVENUES, NEW TEACHERS COLONY ROAD,
NEAR COLLECTORATE, ERODE - 638 011**

MOBILE: 7502644178 E-MAIL: radhakrishnanpcs@gmail.com

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As he was unable to attend the AGM and act as the Scrutinizer for the AGM due to unavoidable pre-occupation, pursuant to the proviso to Rule 20 (4) (ix) of the Companies (Management and Administration) Rules, 2014, he has given an authorization to me (K.Radhakrishnan, Practising Company Secretary, ACS No.30614 and CP No.16911) for the purpose of scrutinizing the results of remote e-voting and remote e-voting during the AGM in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as set out in the notice and to sign and issue of Consolidated Scrutinizer's Report.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to remote e-voting and remote e-voting during the AGM, on the resolutions contained in the notice of the 19th Annual General Meeting of the members of the Company dated 27.04.2022. My responsibility is to scrutinize and ensure that the voting done through remote e-voting and remote e-voting during the AGM is done in a fair and transparent manner and to make a Consolidated scrutinizer's report of the votes cast "**in favour**" or "**against**" on the resolutions as specified in the Notice of the AGM dated 27.04.2022 based on the reports generated from the remote e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency to provide remote e-voting facility and remote e-voting during the AGM.

I hereby submit my Scrutinizer's Report which is comprehensive and self-explanatory in all respects.

SCRUTINIZER'S REPORT

Name of the Company	K.P.R. MILL LIMITED
Meeting	19 th Annual General Meeting held through VC/OAVM
Date & Time	Tuesday, 23 rd August 2022 at 02.30 PM



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MOBILE: 7502644178 E-MAIL: radhakrishnanpcs@gmail.com**

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I was authorized as Scrutinizer for the remote e-voting and remote e-voting during the 19th Annual General Meeting ('AGM') of M/s. K.P.R. Mill Limited hereinafter referred to as ('the Company') held on Tuesday, the 23rd August, 2022 at 02:30 PM through Video Conference (VC) / Other Audio Visual Means (OAVM).

1. Remote E- Voting

1.1 Agency

The Company had appointed National Securities Depository Limited hereinafter referred as (NSDL) as the Agency for providing the remote e-voting platform and e-voting conducted during the AGM.

1.2 Remote e-Voting

Remote e-Voting was kept open for 3 (Three) days from Saturday, 20th August, 2022 at 09.00 AM to Monday, 22nd August, 2022 at 5.00 PM and members were required to cast their votes electronically, conveying their assent or dissent or abstain in respect of all the Resolutions, on e-Voting platform provided by NSDL.

2. Voting during the AGM

Upon the Commencement of the 19th AGM, the e-voting platform was made available to the shareholders, who were present at the 19th AGM through VC / OAVM and who had not cast their vote through remote e-voting, to cast their vote through e-voting facility during the said 19th AGM. The e-voting facility provided at the meeting was disabled after 15 minutes from the conclusion of the Annual General Meeting.

3. Counting Process

I unblocked the remote e-voting process on the NSDL e-voting platform in the presence of Mr. T. A. Krishna, Annur and Mr. S. Kanthaperumal, Coimbatore and downloaded the e-voting details.



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PRACTISING COMPANY SECRETARY

4. Results

Based on the reports generated from the e-voting portal of National Securities Depository Limited (NSDL), I hereby submit my Consolidated Results of the votes cast by the Shareholders of the Company through remote e-voting and remote e-voting during the AGM on the resolutions as set out under Item No.1 to Item No.6 in the Notice convening the 19th Annual General Meeting of K.P.R. Mill Limited as annexure.

Thanking You,

Yours faithfully

Radhakrishnan



K.Radhakrishnan, B.Com, ACS
Practising Company Secretary
ACS 30614; CP 16911
Peer Review Certificate No.1181/2021

UDIN: A030614D000839103
Date : 24.08.2022
Place: Coimbatore

Encl: Consolidated Report

CS K RADHAKRISHNAN B.COM ACS

PRACTISING COMPANY SECRETARY

ANNEXURE

CONSOLIDATED RESULTS OF REMOTE E-VOTING AND REMOTE E-VOTING DURING THE AGM

I) Item No 1 of the Notice (As an Ordinary Resolution)

Adoption of Audited Financial Statement for the year ended 31st March 2022

Particulars	Number of			Number of Votes contained in			Percentage
	E-Votes during the AGM	Remote E- Votes	Total	E-Votes during the AGM	Remote E- Votes	Total	
IN FAVOUR OF THE RESOLUTION	12	520	532	1936	310996307	310998243	100.00
AGAINST THE RESOLUTION	0	4	4	0	110	110	0.00
INVALID / ABSTAIN VOTES	--	--	--	--	--	--	--

Thus the Ordinary Resolution as contained in Item No.1 passed with requisite majority.

II) Item No 2 of the Notice (As an Ordinary Resolution)

Declaration of Dividend on Equity Shares

Particulars	Number of			Number of Votes contained in			Percentage
	E-Votes during the AGM	Remote E- Votes	Total	E-Votes during the AGM	Remote E- Votes	Total	
IN FAVOUR OF THE RESOLUTION	12	527	539	1936	311181817	311183753	100.00
AGAINST THE RESOLUTION	0	5	5	0	124	124	0.00
INVALID / ABSTAIN VOTES	--	--	--	--	--	--	--

Thus the Ordinary Resolution as contained in Item No.2 passed with requisite majority.



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MOBILE: 7502644178 E-MAIL: radhakrishnanpcs@gmail.com

CS K RADHAKRISHNAN B.COM ACS

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III) Item No 3 of the Notice (As an Ordinary Resolution)

Re-appointment of Mr. P. Selvakumar, Director retires by rotation

Particulars	Number of			Number of Votes contained in			Percentage
	E-Votes during the AGM	Remote E- Votes	Total	E-Votes during the AGM	Remote E- Votes	Total	
IN FAVOUR OF THE RESOLUTION	11	437	448	1934	305332402	305334336	98.15
AGAINST THE RESOLUTION	1	86	87	2	5742457	5742459	1.85
INVALID / ABSTAIN VOTES	--	--	--	--	--	--	--

Thus the Ordinary Resolution as contained in Item No.3 passed with requisite majority.

IV) Item No 4 of the Notice (As an Ordinary Resolution)

Re-appointment of Statutory Auditors

Particulars	Number of			Number of Votes contained in			Percentage
	E-Votes during the AGM	Remote E- Votes	Total	E-Votes during the AGM	Remote E- Votes	Total	
IN FAVOUR OF THE RESOLUTION	10	515	525	1929	306731496	306733425	98.60
AGAINST THE RESOLUTION	1	8	9	2	4343363	4343365	1.40
INVALID / ABSTAIN VOTES	--	--	--	--	--	--	--

Thus the Ordinary Resolution as contained in Item No. 4 passed with requisite majority.



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MOBILE: 7502644178 E-MAIL: radhakrishnanpcs@gmail.com

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V) Item No 5 of the Notice (As an Ordinary Resolution)

Ratification of remuneration of Cost Auditor

Particulars	Number of			Number of Votes contained in			Percentage
	E-Votes during the AGM	Remote E- Votes	Total	E-Votes during the AGM	Remote E- Votes	Total	
IN FAVOUR OF THE RESOLUTION	11	513	524	1933	311074458	311076391	100.00
AGAINST THE RESOLUTION	1	10	11	3	401	404	0.00
INVALID / ABSTAIN VOTES	--	--	--	--	--	--	--

Thus the Ordinary Resolution as contained in Item No. 5 passed with requisite majority.

VI) Item No 6 of the Notice (As a Special Resolution)

Alteration of Articles of Association of the Company

Particulars	Number of			Number of Votes contained in			Percentage
	E-Votes during the AGM	Remote E- Votes	Total	E-Votes during the AGM	Remote E- Votes	Total	
IN FAVOUR OF THE RESOLUTION	12	510	522	1936	311072793	311074729	100.00
AGAINST THE RESOLUTION	0	13	13	0	2066	2066	0.00
INVALID / ABSTAIN VOTES	--	--	--	--	--	--	--

Thus the Special Resolution as contained in Item No. 6 passed with requisite majority.



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