

# K.P.R. MILL LIMITED

Corporate Office : 1<sup>st</sup> Floor Srivari Shrimat, 1045, Avinashi Road, Coimbatore - 641018. India ☎ : 0422-2207777 Fax : 0422-2207778

29.07.2023

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 20<sup>th</sup> Annual General Meeting of the Company held on 28.07.2023.

**Ref:** Regulation 44 of the SEBI (LODR) Regulations, 2015

This is to inform that the 20<sup>th</sup> Annual General Meeting (AGM) of the Members of the Company was held on Friday, the 28<sup>th</sup> July 2023 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 03.05.2023.

All the items of business mentioned in the 20<sup>th</sup> 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.**

	<b>K.P.R. MILL LIMITED</b>
Date of the AGM	28-07-2023 (through Video Conferencing / Other Audio Visual Means)
Total number of shareholders on record date (i.e. 21 <sup>st</sup> July, 2023)	1,14,473
No. of shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group including Panel Members	10
Public - Shareholder	57



Resolution Required: (Ordinary)				1. Adoption of Audited Financial Statement for the year ended 31 <sup>st</sup> March 2023				
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) = $\frac{(2)}{(1)} \times 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} \times 100$	(7) = $\frac{(5)}{(2)} \times 100$
Promoter and promoter group	E-voting	255606116	255606116	100.00	255606116	0	100.00	0
	Poll		0	0	0	0	0	0
	<b>Sub Total</b>		<b>255606116</b>	<b>100.00</b>	<b>255606116</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public institutions	E-voting	50310960	47021643	93.46	47021643	0	100.00	0
	Poll		0	0	0	0	0	0
	<b>Sub Total</b>		<b>47021643</b>	<b>93.46</b>	<b>47021643</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public Non-institutions	E-voting	35896924	9111285	25.38	9111245	40	100.00	0
	Poll		0	0	0	0	0	0
	<b>Sub Total</b>		<b>9111285</b>	<b>25.38</b>	<b>9111245</b>	<b>40</b>	<b>100.00</b>	<b>0</b>
<b>TOTAL</b>		<b>341814000</b>	<b>311739044</b>	<b>91.20</b>	<b>311739004</b>	<b>40</b>	<b>100.00</b>	<b>0</b>



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	50310960	47021643	93.46	47021643	0	100.00	0
	Poll		0	0	0	0	0	0
	Sub Total		47021643	93.46	47021643	0	100.00	0
Public Non-institutions	E-voting	35896924	9155107	25.50	9155066	41	100.00	0
	Poll		0	0	0	0	0	0
	Sub Total		9155107	25.50	9155066	41	100.00	0
<b>TOTAL</b>		<b>341814000</b>	<b>311782866</b>	<b>91.21</b>	<b>311782825</b>	<b>41</b>	<b>100.00</b>	<b>0</b>



Resolution Required: (Ordinary)				3. Re-appointment of Mr. C.R.Anandakrishnan (DIN: 00003748) Director retires by rotation				
Whether the Promoter or Promoter groups are interested in the agenda/ resolution?				Yes				
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
	<b>Sub Total</b>		<b>255606116</b>	<b>100.00</b>	<b>255606116</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public institutions	E-voting	50310960	47021643	93.46	39617012	7404631	84.25	15.75
	Poll		0	0	0	0	0	0
	<b>Sub Total</b>		<b>47021643</b>	<b>93.46</b>	<b>39617012</b>	<b>7404631</b>	<b>84.25</b>	<b>15.75</b>
Public Non-institutions	E-voting	35896924	9153857	25.50	4805138	4348719	52.49	47.51
	Poll		0	0	0	0	0	0
	<b>Sub Total</b>		<b>9153857</b>	<b>25.50</b>	<b>4805138</b>	<b>4348719</b>	<b>52.49</b>	<b>47.51</b>
<b>TOTAL</b>		<b>341814000</b>	<b>311781616</b>	<b>91.21</b>	<b>300028266</b>	<b>11753350</b>	<b>96.23</b>	<b>3.77</b>



Resolution Required: (Ordinary)				4. 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) = [(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
	<b>Sub Total</b>		<b>255606116</b>	<b>100.00</b>	<b>255606116</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public institutions	E-voting	50310960	47021643	93.46	47021643	0	100.00	0
	Poll		0	0	0	0	0	
	<b>Sub Total</b>		<b>47021643</b>	<b>93.46</b>	<b>47021643</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public Non-institutions	E-voting	35896924	9153857	25.50	9153581	276	100.00	0
	Poll		0	0	0	0	0	
	<b>Sub Total</b>		<b>9153857</b>	<b>25.50</b>	<b>9153581</b>	<b>276</b>	<b>100.00</b>	<b>0</b>
<b>TOTAL</b>		<b>341814000</b>	<b>311781616</b>	<b>91.21</b>	<b>311781340</b>	<b>276</b>	<b>100.00</b>	<b>0</b>



Resolution Required: (Special)				5. Regularisation of the appointment of Additional Director Mrs.V.Bhuvaneshwari as Woman Independent Director				
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) = $\frac{[(2)]}{(1)} \times 100$	(4)	(5)	(6) = $\frac{[(4)]}{(2)} \times 100$	$\frac{[(7)]}{(2)} \times 100$
Promoter and promoter group	E-voting	255606116	255606116	100.00	255606116	0	100.00	0
	Poll		0	0	0	0	0	0
	<b>Sub Total</b>		<b>255606116</b>	<b>100.00</b>	<b>255606116</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public institutions	E-voting	50310960	47021643	93.46	33332417	13689226	70.89	29.11
	Poll		0	0	0	0	0	0
	<b>Sub Total</b>		<b>47021643</b>	<b>93.46</b>	<b>33332417</b>	<b>13689226</b>	<b>70.89</b>	<b>29.11</b>
Public Non-institutions	E-voting	35896924	9153857	25.50	8977340	176517	98.07	1.93
	Poll		0	0	0	0	0	0
	<b>Sub Total</b>		<b>9153857</b>	<b>25.50</b>	<b>8977340</b>	<b>176517</b>	<b>98.07</b>	<b>1.93</b>
<b>TOTAL</b>		<b>341814000</b>	<b>311781616</b>	<b>91.21</b>	<b>297915873</b>	<b>13865743</b>	<b>95.55</b>	<b>4.45</b>

For K.P.R. Mill Limited

  
P. Kandaswamy  
Company Secretary

29<sup>th</sup> July 2023  
Coimbatore



No. 1/1, Seth Narayandas Layout-II, Tatabad,  
Coimbatore - 641 012. Phone : 2495760, 4378813  
E-mail : vetrivelfca@gmail.com

Date : .....

To,

Mr. K.P. Ramasamy  
The Chairman,  
20<sup>th</sup> Annual General Meeting,  
K.P.R. Mill Limited,  
(CIN: L17111TZ2003PLC010518)  
Held on Friday, the 28<sup>th</sup> July 2023 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 20<sup>th</sup> Annual General Meeting ('AGM') of K.P.R. Mill Limited held on Friday, the 28<sup>th</sup> July 2023.**

Dear Sir,

At the outset, I would like to thank you for appointing me as the Scrutinizer for the remote e-voting and remote e-voting during the 20<sup>th</sup> Annual General Meeting of the Company held on Friday, the 28<sup>th</sup> July 2023 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 28<sup>th</sup> December, 2022 and Securities and Exchange Board of India ("SEBI") Circular dated 5<sup>th</sup> January, 2023 and other applicable MCA and SEBI Circulars.

I, A. Vetrivel, Practising Chartered Accountant, having membership No. 025028 have been appointed as the scrutinizer by the Board of Directors of the Company vide resolution passed on 03.05.2023, 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.





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 20<sup>th</sup> Annual General Meeting of the members of the Company dated 03.05.2023. 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 03.05.2023 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	20 <sup>th</sup> Annual General Meeting held through VC/OAVM
Date & Time	Friday, the 28 <sup>th</sup> July 2023 at 02.30 PM

I was appointed as Scrutinizer for the remote e-voting and remote e-voting during the 20<sup>th</sup> Annual General Meeting ('AGM') of M/s. K.P.R. Mill Limited hereinafter referred to as ('the Company') held on Friday, the 28<sup>th</sup> July 2023 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 Cut off date**

Voting results with respect to the agenda items were reckoned as on Friday, 21<sup>st</sup> July 2023 being cut off date for the purpose of deciding the entitlement of



shareholders/members for remote voting and voting during the AGM.

### **1.3 Remote e-Voting**

Remote e-Voting was kept open for 3 (Three) days from Tuesday, 25<sup>th</sup> July, 2023 at 09.00 AM to Thursday, 27<sup>th</sup> July, 2023 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 20<sup>th</sup> AGM, the e-voting platform was made available to the shareholders, who were present at the 20<sup>th</sup> 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 20<sup>th</sup> 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. K. Radhakrishnan, Coimbatore and downloaded the e-voting details.

## **4. Results**

Based on the reports generated from the e-voting portal of National Securities Depository Limited (NSDL), I hereby submit my Consolidated Report on the results of the votes cast by the Shareholders of the Company through remote e-voting and remote e-voting during the AGM on the resolution(s) as set out under Item No.1 to Item No.5 in the Notice convening the 20<sup>th</sup> Annual General Meeting of K.P.R. Mill Limited as per the enclosure.

**Thanking You,**

**Yours Faithfully**

**UDIN: 23025028BGVRJP7297**

**Date: 28.07.2023**

**Place: Coimbatore**

**Encl: Consolidated Report**

  
**CA.A.VETRIVEL**  
**M.NO:025028**



## 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 31<sup>st</sup> March 2023

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	4	365	369	357	311738647	311739004	100
AGAINST THE RESOLUTION	-	2	2	-	40	40	-
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	4	364	368	357	311782468	311782825	100
AGAINST THE RESOLUTION	-	3	3	-	41	41	-
INVALID / ABSTAIN VOTES	--	--	--	--	--	--	--

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



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

**Re-appointment of Mr. C.R. Anandkrishnan, 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	4	300	304	357	300027909	300028266	96.23
AGAINST THE RESOLUTION	-	67	67	-	11753350	11753350	3.77

INVALID / ABSTAIN VOTES	--	--	--	--	--	--	--
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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)**

**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	4	361	365	357	311780983	311781340	100
AGAINST THE RESOLUTION	-	6	6	-	276	276	-

INVALID / ABSTAIN VOTES	--	--	--	--	--	--	--
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Thus the Ordinary Resolution as contained in Item No. 4 passed with requisite majority.




**V) Item No 5 of the Notice (As a Special Resolution)**

**Regularisation of the appointment of additional director Mrs.V.Bhuvaneshwari as Woman Independent Director**

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	4	325	329	357	297915516	297915873	95.55
AGAINST THE RESOLUTION	-	43	43	-	13865743	13865743	4.45
INVALID / ABSTAIN VOTES	--	--	--	--	--	--	--

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

  
A. VETRIVEL, B.Sc., F.C.A.  
CHARTERED ACCOUNTANT  
M.No. 200 / 25028  
1/1, SETH NARAYANDAS LAY-OUT-II  
TATABAD, COIMBATORE - 641 012  
Ph : 2495760, 4378813