

K.P.R. MILL LIMITED

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

11.09.2021

The Listing Department
Bombay Stock Exchange Ltd.
1st Floor, Rotunda Buildings,
Phiroze Jeejeebhoy Towers,
Mumbai - 400 001.

SCRIP CODE: 532889

The Listing Department,
National Stock Exchange of India Ltd
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 18th Annual General Meeting of the Company held on 09.09.2021.

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

This is to inform that the 18th Annual General Meeting (AGM) of the Members of the Company was held on Thursday, 9th September, 2021 at 02.30 PM via Video Conference ('VC') / Other Audio Visual Means ('OAVM'), to transact the business mentioned in the Notice of the Annual General Meeting dated 28.04.2021 & its addendum dated 27.07.2021.

All the items of business mentioned in the 18th Annual General Meeting notice & its addendum 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.

	KPR MILL LIMITED
Date of the AGM	09-09-2021 (through Video Conferencing / Other Audio Visual Means)
Total number of shareholders on record date (i.e. 2 nd September, 2021)	53084
No. of shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group including Panel Members	8
Public - Shareholder	62



Resolution Required: (Ordinary)				1. Adoption of Annual Financial Statement for the year ended 31st March 2021				
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	51413051	51413051	100.00	51413051	0	100.00	0
	Poll		0	0	0	0	0	0
	Sub Total		51413051	100.00	51413051	0	100.00	0
Public institutions	E-voting	12051207	10828857	89.86	10808821	20036	99.82	0.18
	Poll		0	0	0	0	0	0
	Sub Total		10828857	89.86	10808821	20036	99.82	0.18
Public Non-institutions	E-voting	5345742	544305	10.18	533997	10308	98.11	1.89
	Poll		0	0	0	0	0	0
	Sub Total		544305	10.18	533997	10308	98.11	1.89
TOTAL		68810000	62786213	91.28	62755869	30344	99.91	0.05

Note: One Shareholder holding in aggregate 26426 equity shares have abstained from Voting through remote e-voting.



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) = $\frac{[(4)/(2)]}{100}$	$\frac{[(7)=(5)/(2)]}{100}$
Promoter and promoter group	E-voting	51413051	51413051	100.00	51413051	0	100.00	0
	Poll		0	0	0	0	0	0
	Sub Total		51413051	100.00	51413051	0	100.00	0
Public institutions	E-voting	12051207	10855283	90.08	10855283	0	100.00	0
	Poll		0	0	0	0	0	0
	Sub Total		10855283	90.08	10855283	0	100.00	0
Public Non-institutions	E-voting	5345742	544305	10.18	534000	10305	98.11	1.89
	Poll		0	0	0	0	0	0
	Sub Total		544305	10.18	534000	10305	98.11	1.89
TOTAL		68810000	62812639	91.28	62802334	10305	99.98	0.02



Resolution Required: (Ordinary)				3. Re-appointment of Mr. E.K. Sakthivel, 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) = $\frac{[(4)/(2)]}{100}$	[(7)=(5)/(2)] * 100
Promoter and promoter group	E-voting	51413051	51413051	100.00	51413051	0	100.00	0
	Poll		0	0	0	0	0	0
	Sub Total		51413051	100.00	51413051	0	100.00	0
Public institutions	E-voting	12051207	10855283	90.08	8564372	2290911	78.90	21.10
	Poll		0	0	0	0	0	0
	Sub Total		10855283	90.08	8564372	2290911	78.90	21.10
Public Non-institutions	E-voting	5345742	544236	10.18	533854	10382	98.09	1.91
	Poll		0	0	0	0	0	0
	Sub Total		544236	10.18	533854	10382	98.09	1.91
TOTAL		68810000	62812570	91.28	60511277	2301293	96.34	3.66

Note: Two Shareholders holding 69 equity shares have abstained from e-voting through remote e-voting.



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	51413051	51413051	100.00	51413051	0	100.00	0
	Poll		0	0	0	0	0	0
	Sub Total		51413051	100.00	51413051	0	100.00	0
Public institutions	E-voting	12051207	10855283	90.08	10855283	0	100.00	0
	Poll		0	0	0	0	0	0
	Sub Total		10855283	90.08	10855283	0	100.00	0
Public Non-institutions	E-voting	5345742	544305	10.18	533969	10336	98.10	1.90
	Poll		0	0	0	0	0	0
	Sub Total		544305	10.18	533969	10336	98.10	1.90
TOTAL		68810000	62812639	91.28	62802303	10336	99.98	0.02



Resolution Required: (Special)				5. Adoption of a New set of Articles of Association				
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	51413051	51413051	100.00	51413051	0	100.00	0
	Poll		0	0	0	0	0	0
	Sub Total		51413051	100.00	51413051	0	100.00	0
Public institutions	E-voting	12051207	10790420	89.54	5403478	5386942	50.08	49.92
	Poll		0	0	0	0	0	0
	Sub Total		10790420	89.54	5403478	5386942	50.08	49.92
Public Non-institutions	E-voting	5345742	544276	10.18	533734	10542	98.06	1.94
	Poll		0	0	0	0	0	0
	Sub Total		544276	10.18	533734	10542	98.06	1.94
TOTAL		68810000	62747747	91.19	57350263	5397484	91.40	8.60

Note: Twelve Shareholders holding 64892 equity shares have abstained from e-voting through remote e-voting.



Resolution Required: (Ordinary)				6. Sub-Division of Equity Shares of the Company				
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) = $\frac{[(4)/(2)]}{100}$	$\frac{[(7)=(5)/(2)]}{* 100}$
Promoter and promoter group	E-voting	51413051	51413051	100.00	51413051	0	100.00	0
	Poll		0	0	0	0	0	0
	Sub Total		51413051	100.00	51413051	0	100.00	0
Public institutions	E-voting	12051207	10855283	90.08	10855283	0	100.00	0
	Poll		0	0	0	0	0	0
	Sub Total		10855283	90.08	10855283	0	100.00	0
Public Non-institutions	E-voting	5345742	544305	10.18	533928	10377	98.09	1.91
	Poll		0	0	0	0	0	0
	Sub Total		544305	10.18	533928	10377	98.09	1.91
TOTAL		68810000	62812639	91.28	62802262	10377	99.98	0.02



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Resolution Required: (Special)				7. Amendment to the existing Capital Clause V of the Memorandum of Association				
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	51413051	51413051	100.00	51413051	0	100.00	0
	Poll		0	0	0	0	0	0
	Sub Total		51413051	100.00	51413051	0	100.00	0
Public institutions	E-voting	12051207	10855283	90.08	10855283	0	100.00	0
	Poll		0	0	0	0	0	0
	Sub Total		10855283	90.08	10855283	0	100.00	0
Public Non-institutions	E-voting	5345742	544305	10.18	533928	10377	98.09	1.91
	Poll		0	0	0	0	0	0
	Sub Total		544305	10.18	533928	10377	98.09	1.91
TOTAL		68810000	62812639	91.28	62802262	10377	99.98	0.02

For K.P.R. Mill Limited


P. Kandaswamy
Company Secretary

11th September 2021
Coimbatore





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

To,

Date :

Mr. K.P.Ramasamy
The Chairman,
18th Annual General Meeting,
K.P.R. Mill Limited,
(CIN: L17111TZ2003PLC010518)

Held on Thursday, the 9th September 2021 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 18th Annual General Meeting of K.P.R. Mill Limited held on, Thursday, the 9th September 2021.

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 18th Annual General Meeting of the Company held on Thursday, the 9th September, 2021 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 13th January, 2021 and Securities and Exchange Board of India ("SEBI") Circular dated 15th January, 2021.

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 28.04.2021, 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 18th Annual General Meeting of the members of the Company dated 28.04.2021 & its addendum dated 27.07.2021. 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 28.04.2021 & its addendum dated 27.07.2021 based on the reports generated from the remote e-voting system provided by Central Depository Services (India) Limited (CDSL), 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	18 th Annual General Meeting through VC/OAVM
Date & Time	Thursday, 9 th September 2021 at 02.30 PM

I was appointed as Scrutinizer for the remote e-voting and remote e-voting during the 18th Annual General Meeting ('AGM') of M/s. K.P.R. Mill Limited hereinafter referred to as ('the Company') held on Thursday, the 9th September, 2021 at 02:30 PM through Video Conference (VC) / Other Audio Visual Means (OAVM).

1. Remote E- Voting

1.1 Agency:

The Company had appointed Central Depository Services (India) Limited hereinafter referred as (CDSL) 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 Monday, 6th September, 2021 at 09.00 AM to Wednesday, 8th September, 2021 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 CDSL.

2. Voting during the AGM:

Upon the Commencement of the 18th AGM, the e-voting platform was made available to the shareholders, who were present at the 18th 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 18th AGM. The e-voting facility provided at the meeting was disabled after 30 minutes from the conclusion of the Annual General Meeting.

3. Counting Process

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

4. Results

4.1 - I, Observed that

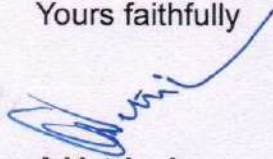
- a) 6 members had cast their votes through remote e-voting during the meeting.
- b) 327 members had cast their votes through remote e –voting.
- c) Invalid / Abstain Votes are indicated against each item in the table

4.2 The Consolidated Results with respect to each item of the agenda as set out in the Notice of the 18th AGM dated 28.04.2021 & its addendum dated 27.07.2021 is enclosed.

4.3 Based on the reports generated from the e-voting portal of Central Depository Services (India) Limited, 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.7 in the Notice convening the 18th Annual General Meeting & its addendum of K.P.R. Mill Limited as per the enclosure.

Thanking You,

Yours faithfully



A Vetrivel
Chartered Accountant
M.No. 025028



Encl: Consolidated Report

UDIN: 21025028AAAAJQ4208

Date : 11.09.2021

Place: Coimbatore

SCRUTINIZER CONSOLIDATED REPORT

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

Adoption of Annual Financial Statement for the year ended 31st March 2021

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	320	324	614	62755255	62755869	99.91
AGAINST THE RESOLUTION	2	6	8	25	30319	30344	0.05
INVALID / ABSTAIN VOTES	-	1	1	-	26426	26426	0.04

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

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	324	328	614	62801720	62802334	99.98
AGAINST THE RESOLUTION	2	3	5	25	10280	10305	0.02
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. E.K. Sakthivel, 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	233	237	614	60510663	60511277	96.34
AGAINST THE RESOLUTION	2	92	94	25	2301268	2301293	3.66
INVALID / ABSTAIN VOTES	-	2	2	-	69	69	0.00

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	320	324	614	62801689	62802303	99.98
AGAINST THE RESOLUTION	2	7	9	25	10311	10336	0.02
INVALID / ABSTAIN VOTES	-	-	-	-	-	-	-

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)

Adoption of a New set of Articles of Association

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	202	206	614	57349649	57350263	91.30
AGAINST THE RESOLUTION	2	113	115	25	5397459	5397484	8.60
INVALID / ABSTAIN VOTES	-	12	12	-	64892	64892	0.10

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

VI) Item No 6 of the Notice (As an Ordinary Resolution)

Sub-Division of Equity Shares 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	4	319	323	614	62801648	62802262	99.98
AGAINST THE RESOLUTION	2	8	10	25	10352	10377	0.02
INVALID / ABSTAIN VOTES	-	-	-	-	-	-	-

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



VII) Item No 7 of the Notice (As a Special Resolution)

Amendment to the existing Capital Clause V of the Memorandum of Association

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	320	324	614	62801648	62802262	99.98
AGAINST THE RESOLUTION	2	7	9	25	10352	10377	0.02
INVALID / ABSTAIN VOTES	-	-	-	-	-	-	-

Thus the Special Resolution as contained in Item No. 7 passed with requisite majority.

