

K.P.R. MILL LIMITED

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

05th September, 2016

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

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

Dear Sir,

Sub: 13th AGM Proceedings

Ref: 1. Part A of Schedule III of SEBI (LODR) Regulations, 2015 read
with Regulation 30

2. Our letter dated 27.8.2016

Further to our letter under reference (2) informing that all resolutions contained in the Notice of the 13th AGM have been transacted and passed with requisite majority and as per Part A of Schedule III of SEBI (LODR) Regulations, 2015 read with Regulation 30, copy of the proceedings of the 13th Annual General Meeting of the Company is sent herewith.

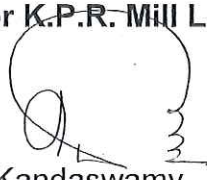
Please note that, as per the report of the scrutinizer the entire resolutions contained in the notice of the 13th AGM were passed with requisite majority.

This is for your kind information.

Thanking you.

Yours faithfully

For K.P.R. Mill Limited


P.Kandaswamy

Company Secretary

Encl: As above

K.P.R. MILL LIMITED

MINUTES OF THE 13th ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY HELD ON THURSDAY THE 25TH DAY OF AUGUST, 2016 AT 11.30 A.M. AT BALL ROOM, HOTEL THE RESIDENCY, AVINASHI ROAD, COIMBATORE – 641 018.

MEMBERS PRESENT:

In Person - 326
By Proxy - 29

DIRECTORS PRESENT

- | | |
|--------------------------|--|
| 1. Mr.K.P.Ramasamy | - Chairman |
| 2. Mr.KPD.Sigamani | - Managing Director |
| 3. Mr. P.Nataraj | - Managing Director |
| 4. Mr.C.R.Anandakrishnan | - Executive Director |
| 5. Mr.G.P.Muniappan | - Independent Director,
- Chairman, Audit Committee &, Nomination and
Remuneration Committee |
| 6. Dr.K.Sabapathy | - Independent Director,
- Chairman, Stakeholder Relationship Committee |
| 7. Mr.K.N.V. Ramani | - Independent Director |
| 8. Mr.A.M.Palanisamy | - Independent Director |
| 9. Mr.C.Thirumurthy | - Independent Director |
| 10. Dr.S.Ranganayaki | - Woman Independent Director |
| 11. Mr. E.K.Sakthivel | - Executive Director |
| 12. Mr.P.Selvakumar | - Whole-time Director |
| 13. Mr. Kandaswamy | - Company Secretary |
| 14. Mr.PL.Murugappan | - Chief Financial Officer |
| 15. Mr.C.R.Rajagopal | - Partner, Deloitte Haskins & Sells, Statutory Auditor |
| 16. Mr.A.Vetrivel | - Scrutinizer for Voting |



Mr. K.P. Ramasamy, Chairman Occupied the chair.

The Company Secretary announced "Meeting call to order".

The Quorum being present the Meeting commenced with prayer.

The Company Secretary announced the following:

- a. The Register of Directors' shareholding maintained pursuant to the provisions of Section 170 of the Companies Act, 2013 is open for inspection.
- b. Proxies and Register of proxies are placed on the table and are open for inspection by the Members of the Company.
- c. 62 nos. valid Proxies for 17682 Equity Shares have been received within the prescribed time limit. Further, 1 Authorization pursuant to Section 113 of the Companies Act 2013 for 10,38,000 Equity Shares has been received from a Body Corporate.

The Chairman welcomed the Members present.

The Chairman informed that the Notice convening the 13th Annual General Meeting of the Company and the Annual Report for the year ended 31st March 2016 were circulated to the Members within the statutory time limit and were also placed on the websites of the Company. Hence with the permission of the members present the notice may be taken as read.

The Chairman informed that:

✓ Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and the Regulation 44 of the Listing Regulations, the Company had provided E-voting/Postal voting facility to all the members holding shares of the Company as detailed below to enable them to cast their vote in respect of the resolutions contained in Notice of the Meeting.

- The Company has made E-voting arrangements with M/s.Karvy Computer Share Private Limited (Karvy), who provided the portal for e-voting. The remote E-voting



was kept open for 3 (three) days i.e., from 9.00 A.M on 22nd August, 2016 to 5.00 P.M on 24th August, 2016.

- Postal Voting forms with prepaid envelopes were also sent to those who have not provided e-mail id's so as to exercise their votes before 21st August, 2016.

- In the AGM, to facilitate those members present at the AGM, either personally or by Proxy, who had not cast their vote earlier by remote e-voting or Postal Voting but would like to vote at the AGM, were provided with Ballot papers to enable them to exercise their vote in respect of the items of business set out in the Notice of the Meeting.

✓ The Company had appointed Mr.A.Vetrivel, Practicing Chartered Accountant, Coimbatore as Scrutinizer for carrying out E-voting and Postal Voting in a fair and transparent manner

✓ Accordingly the Scrutinizer has conducted the voting process before the AGM and would conduct the Voting process at AGM. Based on them, he would submit his report on the votes polled, to the Chairman of the Company within 48 hours of conclusion of the meeting.

✓ As per the said report, the results of the voting on the Resolutions, proposed in the Agenda of the meeting will be announced through the web-sites of the Company, Stock Exchange and the Registrar.

Then the subjects contained in the Agenda were taken up one by one.

1. CONSIDERATION OF STATEMENT OF PROFIT AND LOSS, BALANCE SHEET, DIRECTORS' REPORT AND AUDITORS' REPORT

The Chairman hoped that the Annual Report containing the Financial Reports that has already been circulated to the entire Shareholders would have been perused by the Members and as such the same may be taken as read with the permission of the Members present at the Meeting.



As requested by the Chairman, the Statutory Auditors M/s. Deloitte Haskins & Sells represented by its Partner Mr. C.R. Rajagopal read the Auditors Report on the Financials of the Company for the year ended 31st March, 2016.

The Chairman invited the Members for discussions on the subjects. Some of the Members viz., Mr.M.Rajangam, Mr.C.Sanathanan Pillai, Mr.K.S.Balasubramanian, Mr. Samraj Naidu, Mr.Balasubramanian, Mr.Akilesh Agarwal and others participated in the discussions and commended the excellent results achieved by the Company and for the liberal Dividend payout. Highlighting the sustained success over the period, they appreciated the impeccable growth achieved by the Company. They touched upon the healthy debt equity ratio, higher book and market value of Shares and indicated that KPR has performed better in all segments than others. Some of them sought Bonus Shares and split up of shares. A few shareholders suggested that the time was not ripe for Bonus issue and to be more cautious in deciding on them. They applauded the ranking accorded by the business magazines to the Company and Management .They also congratulated the Management for providing the educational facilities of high standard that enabled the employees to excel in the Public Examination also, by securing 100% pass; higher marks; award; Gold Medal etc. They suggested that the Company may engage in health care related CSR activities also in future.

The Chairman thanked the Members for their congratulatory remarks & suggestions and responded to the various queries raised by them suitably.

I. After the Question & Answers session, the Chairman announced as follows:

A) Now the Company Secretary will read out the Resolutions in respect of the subjects contained in the Notice of AGM, one by one.

B) The members who have not voted earlier may register their vote on those resolution in the Ballots issued to them

As advised by the Chairman the Company Secretary read out the resolutions one by one as follows:



1. CONSIDERATION OF ANNUAL FINANCIALS

Resolved that the Audited Financial Statements of the company for the Financial year ended 31st March 2016 together with the reports of the Board of Directors and Auditors thereon, be and are hereby approved and adopted".

The Company Secretary announced that the members who have not voted earlier may register their vote in respect of the aforesaid resolution in the Ballot form

2. DECLARATION OF DIVIDEND

The Company Secretary informed that for the financial year 2015-16 a Dividend of 7% be paid to the holders of 7% Redeemable Cumulative Non-convertible Preference Shares till the date of its redemption has to be paid by the Company as indicated in the Directors Report, considering the better performance of the Company, a Final Dividend at the rate of 10% on the Equity Shares has been recommended by the Board which together with the Interim Dividends of Rs.5/- (50%) and Rs.4/-(40%) declared would aggregate to a total Dividend of Rs.10/- (100%) for the Financial year 2015-16.

The following Resolutions were read:

A) TO DECLARE DIVIDEND ON PREFERENCE SHARES

Resolved that a Dividend @ 7% be paid to the holders of 7% Redeemable Cumulative Non-Convertible Preference Shares for the period from 01.04.2015 to 26.10.2015 (i.e. till redemption) for the financial year 2015-16.

B) TO DECLARE DIVIDEND ON EQUITY SHARES

Resolved that a Final Dividend of Rs.1/- per Equity Share of the Company, which together with the Interim Dividend of Rs.5/- and Rs.4/- per share declared during January and March 2016 respectively would aggregate to a total Dividend of Rs.10/- per share (100%), for the Financial Year 2015-16, be paid to those Shareholders who are entitled for the same.



The Company Secretary announced that the members who have not voted earlier may register their vote in respect of the aforesaid resolutions in the Ballot form.

3. RE-APPOINTMENT OF RETIRING DIRECTOR SRI.P.SELVAKUMAR

The following resolution was read

"Resolved That Sri.P.Selvakumar, who retires by rotation and is eligible for re-appointment, be and is hereby re-appointed as a Director of the Company".

The Company Secretary announced that the members who have not voted earlier may register their vote in respect of the aforesaid resolution in the Ballot form

4. APPOINTMENT OF STATUTORY AUDITORS AND FIX THEIR REMUNERATION:

The Company Secretary announced that M/s. Deloitte Haskins & Sells, Chartered Accountant, Coimbatore, one of the leading Audit Firm in India, have audited the Accounts of the Company for the past Nine Years and it is proposed to reappoint them for the financial year 2016-17 and read the following Resolution

"RESOLVED THAT M/s.Deloitte Haskins & Sells, Chartered Accountants (ICAI Registration no.008072S) the retiring Auditors, be and are hereby appointed as Auditors of the Company to hold office until the conclusion of the next Annual General Meeting of the Company to audit the accounts of the Company for the Financial Year 2016 – 17 and on recommendation of Audit Committee, the Managing Director be and is hereby authorized to fix their remuneration plus traveling and other out of pocket expenses incurred by them in connection with the audit."

The Company Secretary announced that the members who have not voted earlier may register their vote in respect of the aforesaid resolution in the Ballot form



SPECIAL BUSINESS**5. APPOINTMENT OF SRI.E.K.SAKTHIVEL AS DIRECTOR**

The following resolution was read

"RESOLVED that pursuant to the provisions of section 152 and all other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) Sri.E.K.Sakthivel (DIN: 01876822) who was appointed as an Additional Director of the Company in the Meeting of Board of Directors held on 09.03.2016 and holds office up to the date of this Annual General Meeting and in respect of whom, the Company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature, be and is hereby appointed as a Director of the Company, liable to retire by rotation".

The Company Secretary announced that the members who have not voted earlier may register their vote in respect of the aforesaid resolution in the Ballot form.

6. APPOINTMENT OF SRI.E.K.SAKTHIVEL AS WHOLE-TIME DIRECTOR

The following resolution was read

"RESOLVED that pursuant to the provisions of Section 196, 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V of the said Act, including any statutory modification(s), or re-enactment thereof, for the time being in force, the approval of the Company be and is hereby accorded to the appointment of Sri.E.K.Sakthivel as 'Whole-Time Director' of the Company with the designation of 'Executive Director' for a period of five years from 09.03.2016 to 08.03.2021 at a Monthly Remuneration of Rs.1,50,000 (all inclusive)."

The Company Secretary announced that the members who have not voted earlier may register their vote in respect of the aforesaid resolution in the Ballot form.



7. REMUNERATION TO COST AUDITOR

The following resolution was read

"RESOLVED that pursuant to the provisions of Section 148 and other applicable provisions if any of the Companies Act, 2013 and the Rules made thereunder and pursuant to the recommendations of Audit Committee the remuneration of Rs.50,000 (plus service tax and out of pocket expenses if any for the purpose of audit) payable to Sri.B.Venkateswar, Cost Accountant (M.No.27622), as approved by the Board of Directors for conducting the audit of Cost Accounting Records of the company for the financial year ending 31st March, 2017 be and is hereby ratified and confirmed.

The Company Secretary announced that the members who have not voted earlier may register their vote in respect of the aforesaid resolution in the Ballot form.

The Chairman thanked the Members for attending the AGM and for their active deliberation at the Meeting.

The members were requested to drop their Voting papers in the ballot boxes placed at the meeting hall after registering their votes therein.

Sri.KPD Sigamani, Managing Director delivered Vote of Thanks.

With the following statement by the Company Secretary, the Meeting was concluded.

"The Meeting is adjourned".

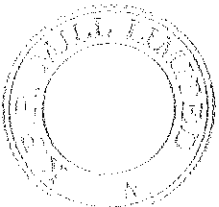
Coimbatore

01.09.2016

Sd/-

CHAIRMAN

Note: It may be noted that, as per the report of the scrutinizer the entire resolutions contained in the notice of the 13th AGM were passed with requisite majority.



[CERTIFIED TRUE COPY]

For K.P.R. MILLS LIMITED

Company Secretary

NAME: K P R MILL LIMITED – 13th Annual General Meeting
Voting Results Based on Scrutinizer's Report
(Filed with Stock Exchange on 27/08/2016)

SLNO	DESCRIPTION					
A	DATE OF AGM		25-08-2016			
B	BOOK CLOSURE DATE		19-08-2016 TO 25-08-2016 (BOTH DAYS INCLUSIVE)			
C	TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE		10898			
D	NO OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR THROUGH PROXY		350			
	SHAREHOLDERS	PRESENT IN PERSON	PRESENT THROUGH PROXY	TOTAL	SHARES	% TO CAPITAL
	PROMOTER AND PROMOTER GROUP ()	5	0	5	25422771	67.46502
	PUBLIC	316	29	345	31075	0.08246
	TOTAL	321	29		25453846	67.54748
E	No. of shareholders attended the meeting through Video conferencing _____, No video conferencing facility was made available.					

F	Details of Agenda	Resolution Required	Mode of Voting
1.	Adoption of Annual Financial Statements as on 31 st March 2016	Ordinary Resolution	e-voting, Postal Voting & Voting at AGM
2.	Declaration of Dividend	Ordinary Resolution	e-voting, Postal Voting & Voting at AGM
3.	Re-appointment of Sri.P.Selvakumar, a Director retiring by rotation	Ordinary Resolution	e-voting, Postal Voting & Voting at AGM
4.	Appointment of the Statutory Auditors for the Company and fix their remuneration	Ordinary Resolution	e-voting, Postal Voting & Voting at AGM
5.	Appointment of Sri.E.K.Sakthivel as a Director of the Company	Ordinary Resolution	e-voting, Postal Voting & Voting at AGM
6.	Appointment of Sri.E.K.Sakthivel as a Whole-time Director of the Company	Ordinary Resolution	e-voting, Postal Voting & Voting at AGM
7.	Ratification of Remuneration of Cost Auditor	Ordinary Resolution	e-voting, Postal Voting & Voting at AGM



Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Annual Financial Statement as on 31st March, 2016							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	28246725	28246725	100.0000	28246725	0	100.0000	0.0000
	Poll	28246725	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	28246725	0	0.0000	00	0	0.0000	0.0000
	Total	28246725	28246725	100	28246725	0	100	0
Public- Institutions	E-Voting	5720401	5076220	88.7389	5076220	0	100.0000	0.0000
	Poll	5720401	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	5720401	61500	1.0751	61500	0	100.0000	0.0000
	Total	5720401	5137720	89.814	5137720	0	100	0
Public- Non Institutions	E-Voting	3715766	4165	0.1121	4165	0	100.0000	0.0000
	Poll	3715766	167	0.0045	167	0	100.0000	0.0000
	Postal Ballot (if applicable)	3715766	936	0.0252	936	0	100.0000	0.0000
	Total	3715766	5268	0.1418	5268	0	100	0
	Total	37682892	33389713	88.6071	33389713	0	100.0000	0.0000



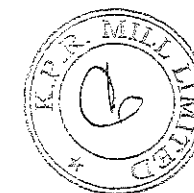
Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - Declaration of Dividend							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	28246725	28246725	100.0000	28246725	0	100.0000	0.0000
	Poll	28246725	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	28246725	0	0.0000	00	0	0.0000	0.0000
	Total	28246725	28246725	100	28246725	0	100	0
Public- Institutions	E-Voting	5720401	5076220	88.7389	5076220	0	100.0000	0.0000
	Poll	5720401	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	5720401	61500	1.0751	61500	0	100.0000	0.0000
	Total	5720401	5137720	89.814	5137720	0	100	0
Public- Non Institutions	E-Voting	3715766	4165	0.1121	4165	0	100.0000	0.0000
	Poll	3715766	167	0.0045	167	0	100.0000	0.0000
	Postal Ballot (if applicable)	3715766	936	0.0252	936	0	100.0000	0.0000
	Total	3715766	5268	0.1418	5268	0	100	0
	Total	37682892	33389713	88.6071	33389713	0	100.0000	0.0000



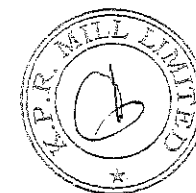
Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Sri.P.Selvakumar, a Director retiring by rotation							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	28246725	28246725	100.0000	28246725	0	100.0000	0.0000
	Poll	28246725	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	28246725	0	0.0000	00	0	0.0000	0.0000
	Total	28246725	28246725	100	28246725	0	100	0
Public- Institutions	E-Voting	5720401	5076220	88.7389	5068902	7318	99.8558	0.1441
	Poll	5720401	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	5720401	61500	1.0751	61500	0	100.0000	0.0000
	Total	5720401	5137720	89.814	5130402	7318	99.8576	0.1424
Public- Non Institutions	E-Voting	3715766	4165	0.1121	4165	0	100.0000	0.0000
	Poll	3715766	167	0.0045	167	0	100.0000	0.0000
	Postal Ballot (if applicable)	3715766	936	0.0252	936	0	100.0000	0.0000
	Total	3715766	5268	0.1418	5268	0	100	0
	Total	37682892	33389713	88.6071	33382395	7318	99.9781	0.0219



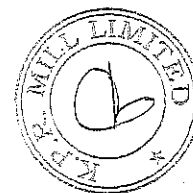
Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Statutory Auditors for the Company and fix their remuneration							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	28246725	28246725	100.0000	28246725	0	100.0000	0.0000
	Poll	28246725	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	28246725	0	0.0000	00	0	0.0000	0.0000
	Total	28246725	28246725	100	28246725	0	100	0
Public- Institutions	E-Voting	5720401	5076220	88.7389	5076220	0	100.0000	0.0000
	Poll	5720401	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	5720401	61500	1.0751	61500	0	100.0000	0.0000
	Total	5720401	5137720	89.814	5137720	0	100	0
Public- Non Institutions	E-Voting	3715766	4165	0.1121	4165	0	100.0000	0.0000
	Poll	3715766	167	0.0045	167	0	100.0000	0.0000
	Postal Ballot (if applicable)	3715766	936	0.0252	936	0	100.0000	0.0000
	Total	3715766	5268	0.1418	5268	0	100	0
	Total	37682892	33389713	88.6071	33389713	0	100.0000	0.0000



Resolution No.	5							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Sri. E.K.Sakthivel as a Director of the Company							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	28246725	28246725	100.0000	28246725	0	100.0000	0.0000
	Poll	28246725	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	28246725	0	0.0000	00	0	0.0000	0.0000
	Total	28246725	28246725	100	28246725	0	100	0
Public- Institutions	E-Voting	5720401	5076220	88.7389	5068902	7318	99.8558	0.1441
	Poll	5720401	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	5720401	61500	1.0751	61500	0	100.0000	0.0000
	Total	5720401	5137720	89.814	5130402	7318	99.8576	0.1424
Public- Non Institutions	E-Voting	3715766	4165	0.1121	4165	0	100.0000	0.0000
	Poll	3715766	167	0.0045	167	0	100.0000	0.0000
	Postal Ballot (if applicable)	3715766	936	0.0252	936	0	100.0000	0.0000
	Total	3715766	5268	0.1418	5268	0	100	0
	Total	37682892	33389713	88.6071	33382395	7318	99.9781	0.0219



Resolution No.	6							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Sri. E.K.Sakthivel as a Whole-Time Director of the Company							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	28246725	28246725	100.0000	28246725	0	100.0000	0.0000
	Poll	28246725	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	28246725	0	0.0000	00	0	0.0000	0.0000
	Total	28246725	28246725	100	28246725	0	100	0
Public- Institutions	E-Voting	5720401	5076220	88.7389	5076220	0	100.0000	0.0000
	Poll	5720401	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	5720401	61500	1.0751	61500	0	100.0000	0.0000
	Total	5720401	5137720	89.814	5137720	0	100	0
Public- Non Institutions	E-Voting	3715766	4165	0.1121	4165	0	100.0000	0.0000
	Poll	3715766	167	0.0045	167	0	100.0000	0.0000
	Postal Ballot (if applicable)	3715766	936	0.0252	936	0	100.0000	0.0000
	Total	3715766	5268	0.1418	5268	0	100	0
	Total	37682892	33389713	88.6071	33389713	0	100.0000	0.0000



Resolution No.	7							
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of Remuneration of Cost Auditor							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes -- in favour (4)	No. of Votes -- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	28246725	28246725	100.0000	28246725	0	100.0000	0.0000
	Poll	28246725	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	28246725	0	0.0000	00	0	0.0000	0.0000
	Total	28246725	28246725	100	28246725	0	100	0
Public- Institutions	E-Voting	5720401	5076220	88.7389	5076220	0	100.0000	0.0000
	Poll	5720401	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	5720401	61500	1.0751	61500	0	100.0000	0.0000
	Total	5720401	5137720	89.814	5137720	0	100	0
Public- Non Institutions	E-Voting	3715766	4165	0.1121	4165	0	100.0000	0.0000
	Poll	3715766	167	0.0045	167	0	100.0000	0.0000
	Postal Ballot (if applicable)	3715766	936	0.0252	936	0	100.0000	0.0000
	Total	3715766	5268	0.1418	5268	0	100	0
	Total	37682892	33389713	88.6071	33389713	0	100.0000	0.0000

For K.P.R. MILL LIMITED

Company Secretary