



***K.C.P. SUGAR AND INDUSTRIES
CORPORATION LIMITED***

***Twentieth Annual Report
2014- 2015***

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BOARD OF DIRECTORS**WHOLETIME DIRECTORS:**

	DIN	
Shri.Vinod R. Sethi	00106598	Executive Chairman
Smt.Irmgard Velagapudi M. Rao	00091370	Managing Director
Smt.V.Kiran Rao	00091466	Executive Director

NON-WHOLETIME DIRECTORS:

Shri.K.A.Rangaswamy	00020891	Non-Independent Director
Shri.Ranvir R.Shah	00041398	Independent Director
Dr.Vithal Rajan	00021571	Independent Director
Shri.M.S.V.M.Rao	00432640	Independent Director
Shri.Prathap K. Moturi	00020630	Independent Director

Board Committees

Audit Committee	Nomination & Remuneration Committee	Stakeholders Relationship Committee	C S R Committee
Shri.M.S.V.M.Rao Chairman	Dr. Vithal Rajan Chairman	Shri. K.A. Rangaswamy Chairman	Smt.Irmgard Velagapudi M.Rao Chairperson
Members Shri. Vinod R. Sethi Dr.Vithal Rajan Shri.K.A.Rangaswamy Shri.Prathap K.Moturi	Members Shri. Vinod R. Sethi Shri. Ranvir R.Shah Shri.K.A.Rangaswamy	Members Smt.Irmgard Velagapudi M.Rao, Smt.V.Kiran Rao, Member	Members Shri. Vinod R. Sethi, Shri.K.A.Rangaswamy,

Chief Financial Officer

Shri.R. Ganesan

General Manager (Finance) and Company Secretary

Shri.S.Chidambaram, B.Sc.,ACMA, ACS,

Auditors

Messrs. B.Purushottam & Co.
Chartered Accountants,
Flat No.3-D, "Pioneer Homes"
23/A, North Boag Road, T.Nagar
Chennai 600017.

Cost Auditor

Shri.V.Srinivasan, No.28, 'BETA' Block, Jaihind Apts
175-A, Velachery Main Rd, Gowrivakkam, Chennai 600073.

Secretarial Auditors

M/s. V.Mahesh & Associates
Company Secretaries
No.39/19, III floor, Aspen Court , 6th Main Road,
R.A. Puram - Chennai 600028

Legal Advisor

Shri.T.Raghavan

Bankers

State Bank of India
ICICI Bank Ltd
Axis Bank Ltd

Registered & Corporate Office

"Ramakrishna Buildings"
239, Anna Salai, Chennai - 600 006.
Telephone: 044-28555171-76 / E-mail: kcpsugar@vsnl.com
Website: www.kcpsugar.com

Plant Locations:

- Vuyyuru, Krishna Dist, Andhra Pradesh 521 165**
Sugar, Industrial Chemicals, Incidental Co-generation Power, Biotech, CO2, Calcium Lactate Divisions.
- Lakshmipuram, Krishna Dist, Andhra Pradesh 521 131**
Sugar, Incidental Co-generation Power.

Registrars to Deposits

Being handled In-House at the Registered Office of the Company.

Registrars & Share Transfer Agent & Depository Registrars

M/s Integrated Enterprises (India) Limited,
2nd Floor, "Kences Towers", No.1,Ramakrishna Street,
North Usman Road, T.Nagar, Chennai - 600 017.
Ph: 28140801 to 28140803 Fax: 28142479
Email : corperserv@integratedindia.in
Website: www.ieplindia.com

FINANCIAL HIGHLIGHTS

Rs. in Lakhs – except Ratios

Particulars	Year Ended									
	31.03.2015	31.03.2014	31.03.2013	31.03.2012	31.03.2011	31.03.2010	31.03.2009	31.03.2008	31.03.2007	31.03.2006
Share Capital	1,133.85	1,133.85	1,133.85	1,133.85	1,133.85	1,133.85	1,133.85	1,133.85	1,133.85	1,133.85
Reserves and Surplus	20,420.38	22,427.96	20,789.08	18,239.51	16,519.46	15,925.95	14,546.49	14,342.19	14,475.97	12,784.19
Net Worth	21,554.23	23,561.81	21,922.93	19,373.36	17,653.31	17,059.80	15,680.34	15,476.04	15,609.82	13,918.04
Fixed Assets (Net)	10,713.37	11,318.80	11,713.94	12,243.89	13,102.44	13,698.22	13,959.19	14,758.28	15,541.25	13,970.66
Gross Income	41,645.59	35,716.56	43,460.93	34,760.85	22,109.35	26,306.43	19,954.65	25,428.43	33,611.64	36,184.68
Gross Profit	(1,301.80)	4,892.66	7,215.30	4,892.15	2,924.04	4,813.10	3,270.26	2,280.74	5,000.54	10,555.24
Depreciation	1,031.07	1,109.40	1,087.40	1,082.87	1,095.44	1,062.54	1,085.35	1,059.37	1,001.49	743.45
Finance Cost	421.38	455.47	567.58	*634.16	*500.57	319.62	360.18	459.93	351.56	420.53
Profit / (Loss) before Tax	(2,754.25)	3,327.79	5,560.32	3,175.12	1,328.03	3,430.94	1,824.73	761.44	3,647.49	9,391.26
Profit / (Loss) after Tax	(1617.00)	2,766.45	3,876.13	2,642.50	1,183.23	2,374.37	1,132.88	710.97	2,355.05	5,711.05
Earnings per Share (Rs.)	(1.43)	2.44	3.42	2.33	**1.04	**2.09	**0.999	**0.63	**2.08	**5.04
Cash Earnings per Share (Rs.)	(0.52)	**3.42	**4.38	**3.29	**2.01	**3.03	**1.96	**1.56	**2.96	**5.69
Book Value per Share (Rs.)	**19.01	**20.78	**19.33	**17.09	**15.57	**15.05	**13.83	**13.65	**13.77	**12.28
Dividends on Equity %	10.00	85.00	100.00	70.00	45.00	75.00	70.00	50.00	50.00	150.00
Long term Debt Equity Ratio (excluding working capital borrowings)	0.26	0.21	0.09	0.26	0.26	0.25	0.25	0.22	0.12	0.16

* Finance cost in FY 2012-13, 2011-12 & 2010-11 consists interest and other borrowing costs as per Revised Sch. VI. Rest of the Financial Years, it represents only interest.

**Face value of each equity share of Rs.10/- has been sub-divided into 10 equity shares of Face Value of Re.1/- each w.e.f. 17.03.2006.

SEASON WISE CANE CRUSHED, SUGAR BAGGED AND RECOVERY

SEASON	2013-15	2013-14	2012-13	2011-12	2010-11	2009-10	2008-09	2007-08	2006-07	2005-06
SUGAR UNIT, VUYYURU										
Cane Crushed in MTS	8,33,277	8,03,318	7,69,209	8,71,574	7,86,393	4,89,522	5,38,686	8,46,674	12,21,209	10,72,145
Sugar bagged in QTLS	7,90,620	8,21,468	7,78,220	8,59,940	8,05,960	4,64,110	5,64,150	9,19,000	13,19,880	11,97,470
Recovery (%)	9.49	10.24	10.10	9.88	10.25	9.50	10.45	10.85	10.83	11.15
SUGAR UNIT, LAKSHMI-PURAM										
Cane Crushed in MTS	2,70,236	2,85,464	2,27,531	2,81,847	2,75,222	1,50,759	1,35,957	2,74,193	4,53,307	4,35,534
Sugar bagged in QTLS	2,34,100	2,74,470	2,06,768	2,41,447	2,50,160	1,29,206	1,22,686	2,68,948	4,67,905	4,61,679
Recovery (%)	8.67	9.62	9.11	8.87	9.09	8.58	9.05	9.80	10.32	10.63

K.C.P. SUGAR AND INDUSTRIES CORPORATION LIMITED

Investorservices@kcpsugar.com
www.kcpsugar.com

CIN: L15421TN1995PLC033198
"Ramakrishna Buildings"
No.239, Anna Salai
Chennai 600 006.
T: 91 44 28555171 – 176
F: 91 44 28546617

May 29, 2015

Dear Member,

You are cordially invited to attend the 20th Annual General Meeting of the members of K.C.P.Sugar and Industries Corporation Limited ("the Company") to be held on Thursday, 20th August 2015 at 10.30 AM at "Sathguru Gnanananda Hall" Narada Gana Sabha, 314, T.T.K.Road, Alwarpet, Chennai 600018.

The Notice of the meeting, containing the business to be transacted, is attached. As per section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in pursuance of clause 35B of the Listing Agreement, the Company is pleased to provide its members the facility to cast their vote by electronic means on all resolutions set forth in the Notice. The instructions for e-voting are attached.

Very truly yours,

VINOD R. SETHI
EXECUTIVE CHAIRMAN

Enclosures:

1. Notice to the 20th Annual General Meeting
2. Instruction for e-voting
3. Proxy form
4. Attendance slip.

NOTICE is hereby given that the Twentieth Annual General Meeting of the Members of the Company will be held at "Sathguru Gnanananda Hall" Narada Gana Sabha, 314, T.T.K.Road, Alwarpet, Chennai 600018, on Thursday, August 20, 2015 at 10.30 a.m. to transact the following business:

ORDINARY BUSINESS:

1. a) To consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2015, the report of the Board of Directors and the report of the Independent Auditors thereon.
- b) To consider and adopt the audited Consolidated financial Statements of the Company for the financial year ended March 31, 2015 and the report of the Independent Auditors thereon.
2. To declare dividend on Equity Shares.
3. To appoint a Director in place of Shri.Vinod R.Sethi (DIN: 00106598), who retires by rotation, and being eligible, offers himself for reappointment.
4. Ratification of Appointment of Statutory Auditors:

To consider and if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

"RESOLVED that pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013, and the Rules framed thereunder, as amended from time to time, the appointment of M/s.B.Purushottam & Co., Chartered Accountants (Firm's Regn.No.002808S), as Auditors of the Company approved by the shareholders at the 19th Annual General Meeting, for a term of three years, i.e. till the conclusion of 22nd Annual General Meeting (AGM), which was subject to ratification at every AGM, be and is hereby ratified to hold the office from the conclusion of this AGM till the conclusion of the 21st AGM of the Company to be held in the year 2016, at such remuneration plus service tax, out-of-pocket, travelling and living expenses, etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors."

SPECIAL BUSINESS:

5. To consider and if thought fit, to pass with or without modification, the following resolution as a **Special Resolution:**

"RESOLVED that pursuant to the provisions of Sections 196, 197 and 198, read with Schedule V of the Companies Act, 2013, and Article 147 and 148 of the Articles of Association of the Company and other applicable provisions, if any, of the Companies Act, 2013, or any statutory modification(s) or re-enactment thereof, Smt. Irmgard Velagapudi M.Rao be and is hereby reappointed as Managing Director of the Company for a period of five years, i.e., from 29th March 2015 to 28th March, 2020 on the terms and conditions as to remuneration, recommended by the Nomination and Remuneration Committee of the Board as hereunder:

- | | |
|----------------------------------|--|
| <i>i. Salary</i> | <i>: Rs.4,00,000/- (Rs.Four Lakhs only) per month.</i> |
| <i>ii. Perquisites</i> | <i>: Provision of car(s) with driver(s) for use on Company's business and telephone at the residence and cell phone (including payment for local calls and long distance official calls). Personal long distance calls on telephone and use of car for private purposes shall be charged to the Managing Director.</i> |
| <i>iii. Commission</i> | <i>: Remuneration by way of commission on net profits in addition to salary and perquisites such that the amount of salary, perquisites and commission in aggregate is subject to an overall ceiling of 3% of the net profits of the Company in a particular financial year as laid down in Section 196, 197 and 198 read with Schedule V of the Companies Act, 2013.</i> |
| <i>iv. Minimum Remuneration:</i> | <i>: Notwithstanding anything to the contrary herein contained, where in any financial year during currency of the tenure of the Appointee, the Company has no profits or its profits are inadequate, the Company will pay to her as minimum monthly remuneration salary and perquisites, as stated above, however not exceeding the limits specified under Section II of Part II of Schedule V of the Companies Act, 2013, and she shall not be entitled to any commission. Further, however, such minimum remuneration may be paid only in any three financial years during the aforesaid term of her appointment, in which there is inadequacy or absence of profits.</i> |

K.C.P. SUGAR AND INDUSTRIES CORPORATION LIMITED

RESOLVED FURTHER THAT during such time that Smt.Irmgard Velagapudi M.Rao holds and continues to hold the Office of the Managing Director, she shall not be liable to retire by rotation as a Director.

RESOLVED FURTHER THAT in the event of any statutory amendment or modification or relaxation in the provisions relating to the payment of remuneration to the managerial persons or to Schedule V of the Companies Act, 2013, the Board of Directors be and is hereby authorized to vary the salary within the prescribed limits.

RESOLVED FURTHER THAT Smt.Irmgard Velagapudi M.Rao be and is hereby authorized to exercise such powers of management, as may be delegated to her by the Board of Directors of the Company, from time to time, subject however to the overall superintendence, control and direction of the Board.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take all such steps and to do all such acts, deeds, matters and things which may be necessary, usual, expedient or proper including signing and submission of Forms with the Ministry of Corporate Affairs and other statutory authorities, to give effect to this resolution.”

6. To consider and if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution:**

“RESOLVED that pursuant to the provisions of Sections 196, 197 and 198, read with Schedule V of the Companies Act, 2013, and Article 147 and 148 of the Articles of Association of the Company and other applicable provisions, if any, of the Companies Act, 2013, or any statutory modification(s) or re-enactment thereof, Shri. Vinod R. Sethi, be and is hereby reappointed as Whole-time Director designated as Executive Chairman of the Company, liable to retire by rotation, for a period of five years, i.e., from 8th April 2015 to 7th April, 2020 on the terms and conditions as to remuneration, recommended by the Nomination and Remuneration Committee of the Board as hereunder:

Tenure / Period of Appointment	5 years from 08.04.2015 to 07.04.2020.
Designation	Executive Chairman – Liable to retire by rotation.
Salary per month	Rs.1,00,000/- (Rupees One Lakh only)
Perquisites	<ul style="list-style-type: none"> • Contribution to provident fund; • Gratuity as per Payment of Gratuity Act; • Mediclaim Insurance; • Personal Accident Insurance; • Provision of car with driver for use on Company's business. • Telephone at the residence and cell phone (including payment for local calls and long distance official calls). Personal long distance calls on telephone and use of car for private purposes shall be charged to the Executive Chairman.
Commission	Remuneration by way of commission on net profits in addition to salary and perquisites such that the amount of salary, perquisites and commission in aggregate is subject to an overall ceiling of 3% of the net profits of the Company in a particular financial year as laid down in Section 196, 197 and 198, read with Schedule V of the Companies Act, 2013.
Minimum Remuneration	Notwithstanding anything to the contrary herein contained, where in any financial year during his said tenure, the Company has no profits or its profits are inadequate, the appointee shall be entitled to the salary and the perquisites mentioned above as minimum monthly remuneration, however, not exceeding the limits specified under Section II of Part II of Schedule V of Companies Act, 2013, and he shall not be entitled to any commission. Further, however, such minimum remuneration may be paid only in any three financial years during the aforesaid term of his appointment, in which there is inadequacy or absence of profits.

RESOLVED FURTHER THAT in the event of any statutory amendment or modification or relaxation in the provisions relating to the payment of remuneration to the managerial persons or to Schedule V of the

Companies Act, 2013, the Board of Directors be and is hereby authorized to vary the salary within the prescribed limits.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take all such steps and to do all such acts, deeds, matters and things which may be necessary, usual, expedient or proper including signing and submission of Forms with the Ministry of Corporate Affairs and other statutory authorities, to give effect to this resolution."

7. To consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to paragraphs (B) of Section II of Part II of Schedule V read with section 197(3) of the Companies Act, 2013, and other applicable provisions, if any, of said Act, and subject to such approvals as may be necessary, the Company be and is hereby authorized to pay minimum remuneration, as detailed in the Explanatory Statement, to Smt. Irmgard Velagapudi M. Rao, Managing Director, for the financial year 2014-15 and in any two financial years in which there is inadequacy or absence of profits during the balance period of her tenure ending on 28.03.2020."

8. To consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to paragraphs (B) of Section II of Part II of Schedule V read with section 197(3) of the Companies Act, 2013, and other applicable provisions, if any, of said Act, and subject to such approvals as may be necessary, the Company be and is hereby authorized to pay minimum remuneration, as detailed in the Explanatory Statement, to Shri.Vinod R.Sethi, Executive Chairman, for the financial year 2014-15 and in any two financial years in which there is inadequacy or absence of profits during the balance period of his tenure ending on 07.04.2020."

9. To consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to paragraphs (B) of Section II of Part II of Schedule V read with section 197(3) of the Companies Act, 2013, and other applicable provisions, if any, of said Act, and subject to such approvals as may be necessary, the Company be and is hereby authorized to pay minimum remuneration, as detailed in the Explanatory Statement, to Smt.V.Kiran Rao, Executive Director, for the financial year 2014-15 and in any two financial years in which there is inadequacy or absence of profits during the balance period of her tenure ending on 28.07.2017."

10. Remuneration of Cost Auditor:

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED that in pursuance of section 148 and other applicable provisions of the Companies Act, 2013 and the Companies (Audit & Auditors) Rules, 2014 (including any statutory modifications) or re-enactment thereof, the remuneration of Rs.2,25,000/- (Rupees Two lakhs and twenty five thousand only) plus service tax as applicable and reimbursement of out of pocket expenses to be paid to Mr.V.Srinivasan, Cost Accountant (Membership No.1248) to conduct the audit of cost records of the Company for the financial year ending 31st March 2016, as approved by the Board of Directors on the recommendations of the Audit Committee, be and is hereby ratified and confirmed."

// BY ORDER OF THE BOARD //

Place : Chennai
Date : 29.05.2015

VINOD R. SETHI
EXECUTIVE CHAIRMAN

NOTES:

- a. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

The proxy form, in order to be effective must be duly completed, stamped and lodged with the Registered Office of the Company not less than forty eight hours before the commencement of the meeting. As per section 105 of the Companies Act, 2013, a person appointed as proxy can act on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company.

- b. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the company, provided that not less than 3 days of notice in writing is given to the company.
- c. Members / Proxies / authorized representatives should bring the duly filled Attendance Slip attached with this notice to attend the meeting.
- d. The Register of Directors and key-management personnel and their shareholding maintained under section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
- e. The Register of Contracts or arrangements in which the directors are interested, maintained under section 189 of the Companies Act, 2013 will be available for inspection by the members at the AGM.
- f. **The Register of Members, Register of Beneficial Owners and Share Transfer Books** of the Company will remain closed from 13th day of August 2015 to 20th day of August 2015, both days inclusive, for the purpose of payment of dividend for the financial year ended March 31, 2015 and the AGM.
- g. **Dividend on equity shares**, recommended by the Board, if approved by the shareholders at the AGM, will be paid on or after 20.08.2015 but within the stipulated time of 30 days from the date of declaration:
- to those Members whose names appear on the Register of Members of the Company as on 20th August 2015 or to their Mandates; and
 - in respect of **shares held in electronic form**, the dividend will be paid to the beneficial owners of shares as on that date as per the details furnished by the National Securities Depository Ltd (NSDL) and the Central Depository Services (India) Ltd. (CDSL) for the purpose.
- h. **M/s. Integrated Enterprises (India) Ltd**, Kences Towers, II Floor, No.1 Ramakrishna Street, T.Nagar, Chennai 600 017 are the Registrar and Transfer Agents and Depository Participants of the Company for physical / electronic shares and all correspondences with regard to transfer of shares etc may be addressed to them directly.
- i. Securities and Exchange Board of India has made **trading** in the shares of the company **compulsory in dematerialized form** for all investors. Members are requested to open a Beneficiary owner account with a Depository Participant, if not done so far.
- j. In order to provide protection against fraudulent encashment of dividend warrants, members who hold shares in physical form are requested to intimate the Company's Registrars and Transfer Agents, M/s. Integrated Enterprises (India) Ltd, Chennai, under the signature of the sole / first joint holder, the following information to be incorporated on dividend warrants:
- Name of the Sole / First joint holder and the Folio Number.
 - Particulars of Bank Account, viz, Name of the Bank, Name of the Branch, Complete address of the Bank with PIN code, Account type and the Bank Account Number.
- k. **Members holding shares in dematerialized form**, may please note that while opening a depository account with participants they might have given **their bank account details**, which will be printed on their dividend warrants. However, if Members want to change/correct the Bank details, they should send the same immediately to the concerned Depository Participant. Members are also requested to give MICR code of their bank to their Depository Participant. **The Company will not entertain any direct request from Members for addition/deletion/change in bank account details furnished by Depository Participants to the Company.**
- l. **Electronic Clearing System (ECS)** credit has been moved completely to the National Electronic Clearing System (NECS) platform through core banking system, effective from 01.10.2009. Accordingly, dividend

will be credited to the shareholders bank account through NECS where complete core banking details are available with the Company. In the event any branch of a bank has not migrated to core banking system, or where core banking account is not furnished by the shareholders to the Depository / Company, as the case may be, the Company will print details available in its records on the Dividend Warrants to be issued to such shareholders. This service provides instantaneous credit to the shareholders and also protects against fraudulent interception and encashment of dividend warrants, besides eliminating dependence on the postal system, loss or damage of dividend warrants in transit and correspondence relating revalidation / issue of duplicate warrants.

- m. Members who are holding shares in identical order of names in more than one folio are requested to send to the Registrar the details of all such folios together with the Share Certificates for **consolidation of their holdings into a single folio**.
- n. Pursuant to Section 72 of the Companies Act, 2013, Members are entitled to make a nomination in respect of shares held by them. Members desirous of making a nomination are requested to send their request in Form No. SH-13 pursuant to Rule 19(1) of the Companies (Share Capital & Debentures) Rules, 2014.
- o. As required under the provisions of Section 124 of the Companies Act, 2013 [section 205-A(5) of the Companies Act, 1956], dividend for the financial year ended 31st March, 2008 and thereafter, which remain unclaimed for a period of seven years will be transferred to the **Investor Education and Protection Fund (IEPF)** established by the Central Government.

Information in respect of such unclaimed dividend and the due date for transfer to the said Fund is given below:

Financial year ended	Date of declaration of dividend	Last date for claiming unpaid dividend	Due date for transfer to IEP Fund
31.03.2008	11.09.2008	12.09.2015	11.10.2015
31.03.2009	23.09.2009	24.09.2016	23.10.2016
31.03.2010	19.08.2010	22.08.2017	21.09.2017
31.03.2011	29.09.2011	28.09.2018	27.10.2018
31.03.2012	28.09.2012	27.09.2019	26.10.2019
31.03.2013	30.08.2013	29.08.2020	27.09.2020
31.03.2014	11.09.2014	10.09.2021	09.10.2021

- p. Members are informed that the dividend for the financial year 2007-08 shall become due for transfer to IEPF on 11.10.2015. Any member who has not claimed dividend in respect of the said financial year is requested to approach the Company / Registrar and Share Transfer Agents of the Company for claiming the same as early as possible but not later than 12.09.2015. The Company has already sent reminders to all such members at their registered address in this regard.
- q. Shareholders who have **not lodged their old share certificates of "The K.C.P.Ltd"** for exchange of new share certificates of both the Companies in terms of the approved Scheme of Arrangement are requested to surrender the same to The K.C.P.Ltd, No.2, Dr.P.V.Chерian Crescent, Chennai – 600 008 at the earliest with a copy marked to the Registrar. New share certificates of this Company will be despatched after receipt of confirmation from The K.C.P.Ltd.
- r. Members are requested to **bring their copy of the Annual Report to the Meeting**, as copies will not be distributed at the Meeting hall, as a measure of austerity. Corporate Members are requested to send to the Company's Registrar and Transfer Agents, a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the AGM.
- s. **Members desirous of obtaining any information** concerning the accounts and operations of the Company are requested to **address their queries in writing** to the Secretarial Division **at least two weeks before the Meeting** so that the information may be made available at the Meeting.
- t. The members are requested to register their e-mail address / any change in the already registered e-mail address, to the Company / Registrar and Transfer Agents to enable service of documents through electronic mode, in line with the Green Initiatives in Corporate Governance taken by the Ministry of Corporate Affairs, allowing paperless compliance by the Companies.