



ANJANA BINU

Practicing Company Secretary

Market Road, Thripunithura, Ernakulam, Kerala -682301

Ph: 9747407383/9074505951/6238296942

E-mail: csanjanabinu@gmail.com, cstpra@gmail.com

GSTIN: 32APWPB2505G1Z8

**CONSOLIDATED SCRUTINIZER REPORT FOR E-VOTING & PHYSICAL BALLOT
VOTING AT THE 29TH AGM OF THE KERALA CARDAMOM PROCESSING AND
MARKETING COMPANY LIMITED**

**(Pursuant to Section 108 & 109 of the Companies Act, 2013 and Companies
(Management and Administration) Rules, 2014 as amended)**

To,
The Chairman
The Kerala Cardamom Processing and Marketing Company Limited
KP1/741B, Spice house, Thekkady P.O., Idukki - 685536

Ref: 29th Annual General Meeting of the members of The Kerala Cardamom
Processing and Marketing Company Limited held on 27th September 2019 at
02.30pm.

Dear Sir,

I, Anjana Binu, a Company Secretary in Practice, have been appointed as a Scrutinizer by the authority of the Board of directors of the Kerala Cardamom Processing and Marketing Company Limited ("the Company") for the purpose of the Scrutinizing the voting by electronic means ("e-voting") and through Physical Ballot Voting to be carried by the Company pursuant to Section 108, 109 of the Companies Act, 2013 ("the Act") read with Rule 20, 21 of the Companies (Management and Administration) Rules, 2014 as amended ("Rules"), on the resolutions contained in the Notice of the 29th Annual General Meeting (AGM) to the Members of the Company, held on Friday, September 27, 2019 at the registered office of the Company at KP1/741 B, Spice House, Thekkady P.O., Idukki - 685536.

My responsibilities as a scrutinizer for the voting process is restricted to preparing a Scrutinizer Report of the votes cast "in favour" or "against" the resolution(s) based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited ("CDSL") (Agency/ service provider) and on the Physical ballot papers submitted by the Shareholders of the Company in AGM.

- i. The Company has entered into an arrangement with CDSL to provide e-voting facilities for voting through Electronic means to all the members who were eligible to participate in the E-voting.



- ii. The cut off date for the purpose of identifying the Members who were entitled to vote on the resolution placed for their approval was Friday, September 20, 2019.
- iii. E-voting facility was kept open from September 23, 2019, 09.00am to September 26, 2019, 05.00pm.
- iv. At the end of e-voting period on September 26, 2019 voting portal of the Agency was blocked forthwith.
- v. The votes cast through e-voting process and the physical ballot box was unblocked and opened by me in the presence of two witnesses Ms. Gloriya Francis and Ms. Anu Augustine not in the employment of the company.
- vi. During the e-voting process from September 23, 2019 to September 26, 2019, 3 shareholders casted their votes.
- vii. On Friday, September 27, 2019 at the AGM proceedings, out of 35 shareholders present in the meeting either in person or in proxy, 34 persons opted for physical ballot voting. One person who was present at the meeting did not participate in the physical ballot voting as he had already casted his vote through e- voting facility.
- viii. I have scrutinized and verified the e-voting and physical votes casted therein based on the data generated from CDSL e-voting portal and based on the analysis of the Physical ballot papers submitted by the shareholders of the Company in AGM.

I submit herewith my consolidated Scrutinizer's report on the results of voting through electronic means (i.e E-voting) and Physical Ballot as under:

Item no 1:

Approval of Financial Statement of the Company for the financial year ended 31st March 2019 along with the Directors' Report, the Secretarial Audit Report and the Statutory Auditor's Report (Ordinary Resolution)

Particulars (Mode of voting)	Votes in favour of resolution		Votes against the resolution		Invalid Votes
	Nos.	% of total no of valid votes cast	Nos.	% of total no of valid votes cast	Nos.
E-voting	55400	100	Nil	-	Nil
Physical Ballot (Share holders present in meeting either in person or in proxy)	390778	100	Nil	-	Nil
Total	446178	100	Nil	-	Nil



RESULT:

As all the votes cast were in favour of the resolution, we report that the Ordinary resolution with regard to item no 1 as set out in the notice of the AGM was passed with requisite majority.

Item No. 2:

Declaration of dividend for the financial year ended 31st March, 2019 (Ordinary Resolution)

Particulars (Mode of voting)	Votes in favour of resolution		Votes against the resolution		Invalid Votes
	Nos.	% of total no of valid votes cast	Nos.	% of total no of valid votes cast	
E-voting	55400	100	Nil	-	Nil
Physical Ballot (Share holders present in meeting either in person or in proxy)	390778	100	Nil	-	Nil
Total	446178	100	Nil	-	Nil

RESULT:

As all the votes cast were in favour of the resolution, we report that the Ordinary resolution with regard to item no 2 as set out in the notice of the AGM was passed with requisite majority.

Item no 3:

Appointment of director in place of Mrs. Susan Punnoose (DIN: 06981148), who retire by rotation at the conclusion of this Annual General Meeting and being eligible, offers herself for re-appointment (Ordinary Resolution)

Particulars (Mode of voting)	Votes in favour of resolution		Votes against the resolution		Invalid Votes
	Nos.	% of total no of valid votes cast	Nos.	% of total no of valid votes cast	
E-voting	55400	100	Nil	-	Nil
Physical Ballot (Share holders present in meeting either in person or in proxy)	390778	100	Nil	-	Nil
Total	446178	100	Nil	-	Nil



RESULT:

As all the votes cast were in favour of the resolution, we report that the Ordinary resolution with regard to item no 3 as set out in the notice of the AGM was passed with requisite majority.

Item no 4:

Appointment of director in place of Mr. Mohan Varughese (DIN: 06981109), who retire by rotation at the conclusion of this Annual General Meeting and being eligible, offers himself for re-appointment (Ordinary Resolution)

Particulars (Mode of voting)	Votes in favour of resolution		Votes against the resolution		Invalid Votes
	Nos.	% of total no of valid votes cast	Nos.	% of total no of valid votes cast	
E-voting	55400	100	Nil	-	Nil
Physical Ballot (Share holders present in meeting either in person or in proxy)	390778	100	Nil	-	Nil
Total	446178	100	Nil	-	Nil

RESULT:

As all the votes cast were in favour of the resolution, we report that the Ordinary resolution with regard to item no 4 as set out in the notice of the AGM was passed with requisite majority.

Item no 5:

Appointment of director in place of Mr. Raghavan Guhan (DIN: 06981128), who retire by rotation at the conclusion of this Annual General Meeting and being eligible, offers himself for re-appointment (Ordinary Resolution)

Particulars (Mode of voting)	Votes in favour of resolution		Votes against the resolution		Invalid Votes
	Nos.	% of total no of valid votes cast	Nos.	% of total no of valid votes cast	
E-voting	55400	100	Nil	-	Nil
Physical Ballot (Share holders present in meeting either in person or in proxy)	390778	100	Nil	-	Nil
Total	446178	100	Nil	-	Nil



RESULT:

As all the votes cast were in favour of the resolution, we report that the Ordinary resolution with regard to item no 5 as set out in the notice of the AGM was passed with requisite majority.

Item no 6:

Ratification of the appointment of statutory auditor of the company Mr. K.T. Thomas FCA (Membership no: 022112), and to fix the remuneration. (Ordinary Resolution)

Particulars (Mode of voting)	Votes in favour of resolution		Votes against the resolution		Invalid Votes
	Nos.	% of total no of valid votes cast	Nos.	% of total no of valid votes cast	
E-voting	55400	100	Nil	-	Nil
Physical Ballot (Share holders present in meeting either in person or in proxy)	390778	100	Nil	-	Nil
Total	446178	100	Nil	-	Nil

RESULT:

As all the votes cast were in favour of the resolution, we report that the Ordinary resolution with regard to item no 6 as set out in the notice of the AGM was passed with requisite majority.

Item no 7:

To reappoint M/s Rangamani & Co, Chartered Accountants (Firm Registration No: 003050S) as Tax Auditor of the Company from the conclusion of this Annual General Meeting to the conclusion of the next Annual general Meeting, and to fix their remuneration. (Ordinary Resolution)

Particulars (Mode of voting)	Votes in favour of resolution		Votes against the resolution		Invalid Votes
	Nos.	% of total no of valid votes cast	Nos.	% of total no of valid votes cast	
E-voting	55400	100	Nil	-	Nil
Physical Ballot (Share holders present in meeting either in person or in proxy)	390778	100	Nil	-	Nil
Total	446178	100	Nil	-	Nil



RESULT:

As all the votes cast were in favour of the resolution, we report that the Ordinary resolution with regard to item no 7 as set out in the notice of the AGM was passed with requisite majority.

Item no 8:

To reappoint Mr. Bobby (DIN: 03589559) as an Independent director of the company for a period of 5 years. (Special Resolution)

Particulars (Mode of voting)	Votes in favour of resolution		Votes against the resolution		Invalid Votes
	Nos.	% of total no of valid votes cast	Nos.	% of total no of valid votes cast	
E-voting	55400	100	Nil	-	Nil
Physical Ballot (Share holders present in meeting either in person or in proxy)	390778	100	Nil	-	Nil
Total	446178	100	Nil	-	Nil

RESULT:

As all the votes cast were in favour of the resolution, we report that the Ordinary resolution with regard to item no 8 as set out in the notice of the AGM was passed with requisite majority.

Item no 9:

To reappoint Mr. Rajamanickam Sakthisubramanian (DIN: 06982076) as an Independent director of the company for a period of 5 years. (Special Resolution)

Particulars (Mode of voting)	Votes in favour of resolution		Votes against the resolution		Invalid Votes
	Nos.	% of total no of valid votes cast	Nos.	% of total no of valid votes cast	
E-voting	55400	100	Nil	-	Nil
Physical Ballot (Share holders present in meeting either in person or in proxy)	390778	100	Nil	-	Nil
Total	446178	100	Nil	-	Nil



RESULT:

As all the votes cast were in favour of the resolution, we report that the Ordinary resolution with regard to item no 9 as set out in the notice of the AGM was passed with requisite majority.

- ix. All the Resolutions mentioned in the AGM notice dated August 31, 2019 as per the details above, stand passed with the requisite majority.
- x. The Electronic data and all other relevant records relating to the e-voting and the physical ballot is under my safe custody and all will be handed over to the Company after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you
Yours Faithfully




Anjana Binu
Company Secretary
Certificate of Practice no: 12866
Membership no: FCS10313

Place: Ernakulam
Date: 30.09.2019


Witness1: GILORIYA FRANCIS


Witness 2: ANU AUGUSTIN

Counter signed by:
For the Kerala Cardamom Processing and Marketing Company Limited




Johny Mathew
Chairman
DIN: 02503346