



KILKOTAGIRI AND THIRUMBADI PLANTATIONS LIMITED

(Formerly known as The Thirumbadi Rubber Company Ltd)

CIN : U01116KL1919PLC017342

Registered Office :

Thirumbadi Estate, Mokkam Post - 673 602, Kozhikode. ☎ : 0495 - 2297151, 2299004 📠 : 0495 - 2295521

✉ : trcestate@kktrc.com / trcestate@gmail.com / 🌐 : www.kktrc.com

Head Office & Administrative Office :

Pinnacle Krishna, 581/4, 2nd Floor
D.B.Road, R.S.Puram, Coimbatore - 641 002
☎ : 0422 - 4361340, 4361341
📠 : 0422 - 2554055
✉ : headoffice@kktrc.com
kilkota.ho@gmail.com

Tea Division :

Kilkotagiri Estate
Kilkotagiri Post
Nilgiris - 643 216 (TN)
☎ : 04266 - 276222, 276365
✉ : kkestate@kktrc.com
kilkotagiriestate@gmail.com

Rubber Division :

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Declaration of results of the voting on resolutions set out in the notice of the 100th Annual General Meeting of the Company held on 4th September, 2019.

The 100th Annual General Meeting of the Company was convened on Wednesday, 4th September 2019 at 11.30 A.M. at Thirumbadi Estate, Mokkam Post - 673 602, Kozhikode District at the Registered Office of the Company to seek the approval of the members on the resolutions as set out in the notice dated 25th July 2019.

Further, pursuant to Section 108 and Section 109 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 as amended, the Company had provided the members the facility to vote electronically and also by poll on the below mentioned resolutions and had appointed Mr. M.D.Selvaraj, FCS, Proprietor of M/s. MDS & Associates, Company Secretaries, Coimbatore as scrutinizer to conduct the voting in a fair and transparent manner.

The scrutinizer has submitted his report on e-voting and poll which has been attached hereto.

Accordingly, based on the report of the scrutinizer dated 5th September, 2019, Resolutions No. 1 to 7 as set out in the notice dated 25th July 2019 as detailed below have been passed by the shareholders.

Item No.1 - Ordinary Resolution

Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March, 2019, together with the Reports of the Board of Directors and the Auditors thereon.

Particulars	No. of Ballot Forms/ E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	62	2,97,658	100.00%
(b) Less: Invalid Ballot Forms	0	0	
(c) Net Valid Ballot Forms / E-Votes	62	2,97,658	100.00%
- Assent	60	2,71,858	91.33%
- Dissent	2	25,800	8.67%

Accordingly, the above Resolution has been carried as an **Ordinary Resolution** with requisite majority.



Contd..2



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-: Page No. 2 :-

Item No.2 – Ordinary Resolution

Declaration of dividend for the year ended 31st March, 2019.

Particulars	No. of Ballot Forms/ E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	62	2,97,658	100.00%
(b) Less: Invalid Ballot Forms	0	0	
(c) Net Valid Ballot Forms / E-Votes	62	2,97,658	100.00%
- Assent	60	2,71,858	91.33%
- Dissent	2	25,800	8.67%

Accordingly, the above Resolution has been carried as an **Ordinary Resolution** with requisite majority.

Item No.3 – Ordinary Resolution

Re-appointment of Smt. Shashi Bangur (DIN:00053300) as a Director on retirement by rotation.

Particulars	No. of Ballot Forms/ E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	62	2,97,658	100.00%
(b) Less: Invalid Ballot Forms	0	0	
(c) Net Valid Ballot Forms / E-Votes	62	2,97,658	100.00%
- Assent	60	2,71,858	91.33%
- Dissent	2	25,800	8.67%

Accordingly, the above Resolution has been carried as an **Ordinary Resolution** with requisite majority.



Contd..3



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Item No.4 – Ordinary Resolution

Ratification of the appointment of M/s. Dhandhanian & Associates (Firm Registration No. 316052E) Chartered Accountants, Kolkata as Statutory Auditors of the Company for the financial year 2019-2020.

Particulars	No. of Ballot Forms/ E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	62	2,97,658	100.00%
(b) Less: Invalid Ballot Forms	0	0	
(c) Net Valid Ballot Forms / E-Votes	62	2,97,658	100.00%
- Assent	60	2,71,858	91.33%
- Dissent	2	25,800	8.67%

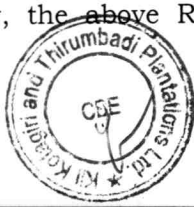
Accordingly, the above Resolution has been carried as an **Ordinary Resolution** with requisite majority.

Item No.5 – Ordinary Resolution

Appointment of Shri. Virendraa Bangur (DIN: 00237043) as a director of the Company.

Particulars	No. of Ballot Forms/ E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	62	2,97,658	100.00%
(b) Less: Invalid Ballot Forms	0	0	
(c) Net Valid Ballot Forms / E-Votes	62	2,97,658	100.00%
- Assent	60	2,71,858	91.33%
- Dissent	2	25,800	8.67%

Accordingly, the above Resolution has been carried as an **Ordinary Resolution** with requisite majority.



Contd..4



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trcestate@gmail.com

-: Page No.4 :-

Item No.6 – Ordinary Resolution

Re-appointment of Shri.M.K.Patwari (holding DIN:03444886) as Whole-time Director & Chief Executive Officer of the Company for a further period of 3 (Three) years with effect from 8th November, 2019.

Particulars	No. of Ballot Forms/ E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	62	2,97,658	100.00%
(b) Less: Invalid Ballot Forms	0	0	
(c) Net Valid Ballot Forms / E-Votes	62	2,97,658	100.00%
- Assent	60	2,71,858	91.33%
- Dissent	2	25,800	8.67%

Accordingly, the above Resolution has been carried as an **Ordinary Resolution** with requisite majority.

Item No.7 – Special Resolution

Adoption of new set of "Articles of Association" of the Company.

Particulars	No. of Ballot Forms/ E-Votes	No. of Shares	Percentage to valid votes
(a) Total Ballot Forms / E- Votes Received	62	2,97,658	100.00%
(b) Less: Invalid Ballot Forms	0	0	
(c) Net Valid Ballot Forms / E-Votes	62	2,97,658	100.00%
- Assent	60	2,71,858	91.33%
- Dissent	2	25,800	8.67%

Accordingly, the above Resolution has been carried as a **Special Resolution** with requisite majority.

FOR KILKOTAGIRI AND THIRUMBADI PLANTATIONS LIMITED

Place : Coimbatore

Date : 5th September 2019

M.K.Patwari

DIN: 03444886

CHAIRMAN OF THE MEETING



MDS & Associates
Company Secretaries in Practice

M.D.Selvaraj M Com MBA FCS

"SURYA", 35, Mayflower Avenue, Sowripalayam Road, Coimbatore 641028.

Phone : 0422-2318780, 2316755, Fax : 0422-2314792, E-mail : mds@mdsservices.in, Web : www.mdsservices.in

COMBINED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING AND POLL
(Pursuant to Section(s) 108 and 109 of the Companies Act, 2013 read with Rule 20 and Rule
21 of the Companies (Management and Administration) Rules, 2014 - as amended)

To

The Chairman

100th Annual General Meeting of the Equity Shareholders of
M/s. KILKOTAGIRI AND THIRUMBADI PLANTATIONS LIMITED
(U01116KL1919PLC017342)

Held on Wednesday the 4th day of September 2019 at 11.30 A.M.at

Thirumbadi Estate,
Mokkam Post - 673 602,
Kozhikode District
Kerala, India.

Dear Sir,

Sub: Passing of Resolution through Remote E-voting Process and through Poll
conducted at the 100th Annual General Meeting of M/s. KILKOTAGIRI AND
THIRUMBADI PLANTATIONS LIMITED held on 4th September 2019.

I, M D Selvaraj, FCS Proprietor of M/s. MDS & Associates, Company Secretaries, Coimbatore have been appointed by the Board of Directors of **M/s. KILKOTAGIRI AND THIRUMBADI PLANTATIONS LIMITED** ("the Company") as a Scrutinizer for the remote e-voting process held between Sunday, the 1st day of September, 2019 at 9:00 AM to Tuesday, the 3rd day of September 2019 till 5:00 PM and for the poll taken at the 100th Annual General Meeting of the Company held on Wednesday the 4th day of September 2019 at 11.30 A.M.at Thirumbadi Estate, Mokkam Post - 673 602, Kozhikode District, Kerala, India on the Resolution(s) set out under Item No.1 to Item No.7 in the Notice convening the said 100th Annual General Meeting dated 25th July, 2019.



Responsibility of the Management

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder in relation to exercising of voting rights through remote e-voting process and through poll process, on the Resolution(s) as set out in the Notice convening the 100th Annual General Meeting dated 25th July, 2019.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the remote e-voting process and for the voting through poll at the 100th Annual General Meeting, is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the Resolution(s) set out under Item No.1 to Item No.7 in the Notice convening the 100th Annual General Meeting, based on the reports generated from the e-voting portal provided by the Central Depository Services (India) Limited (CDSL), the Authorised Agency engaged by the Company for providing the remote e-voting facility and also at the time of poll taken at the 100th Annual General Meeting.

I have already issued a separate Scrutinizer's Report dated 5th September, 2019 on the remote e-voting process and also a separate Scrutinizer's Report dated 5th September, 2019 in the prescribed Form No.MGT-13 on the Poll taken at the 100th Annual General Meeting of the Company.

In view of the above, I hereby submit my Consolidated Report on the Results of the Remote E-voting together with that of the Poll in respect of the said Resolution(s), as under;



Ordinary Business

Resolution No: 1

Ordinary resolution

Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March, 2019 together with the Reports of the Board of Directors and Auditors thereon.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	12	52,045	66.86
Poll	48	2,19,813	100.00
Total Voting	60	2,71,858	91.33

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	2	25,800	33.14
Poll	0	0	0.00
Total Voting	2	25,800	8.67

INVALID VOTES

Mode of Voting	Total number of Members whose votes were declared invalid	Number of votes cast
E-voting	0	0
Poll	0	0
Total Voting	0	0



Ordinary Business

Resolution No: 2

Ordinary resolution

Declaration of dividend for the year ended 31st March, 2019.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	12	52,045	66.86
Poll	48	2,19,813	100.00
Total Voting	60	2,71,858	91.33

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	2	25,800	33.14
Poll	0	0	0.00
Total Voting	2	25,800	8.67

INVALID VOTES

Mode of Voting	Total number of Members whose votes were declared invalid	Number of votes cast
E-voting	0	0
Poll	0	0
Total Voting	0	0



Ordinary BusinessResolution No: 3

Ordinary resolution

Re-appointment of Smt. Shashi Bangur (DIN:00053300) as a Director on retirement by rotation.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	12	52,045	66.86
Poll	48	2,19,813	100.00
Total Voting	60	2,71,858	91.33

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	2	25,800	33.14
Poll	0	0	0.00
Total Voting	2	25,800	8.67

INVALID VOTES

Mode of Voting	Total number of Members whose votes were declared invalid	Number of votes cast
E-voting	0	0
Poll	0	0
Total Voting	0	0



Ordinary Business

Resolution No: 4

Ordinary resolution

Ratification of the appointment of M/s. Dhandhanias & Associates (Firm Registration No. 316052E) Chartered Accountants, Kolkata as Statutory Auditors of the Company for the financial year 2019-2020.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	12	52,045	66.86
Poll	48	2,19,813	100.00
Total Voting	60	2,71,858	91.33

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	2	25,800	33.14
Poll	0	0	0.00
Total Voting	2	25,800	8.67

INVALID VOTES

Mode of Voting	Total number of Members whose votes were declared invalid	Number of votes cast
E-voting	0	0
Poll	0	0
Total Voting	0	0



Special BusinessResolution No: 5**Ordinary resolution**

Appointment of Shri. Virendraa Bangur (DIN: 00237043) as a director of the Company.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	12	52,045	66.86
Poll	48	2,19,813	100.00
Total Voting	60	2,71,858	91.33

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	2	25,800	33.14
Poll	0	0	0.00
Total Voting	2	25,800	8.67

INVALID VOTES

Mode of Voting	Total number of Members whose votes were declared invalid	Number of votes cast
E-voting	0	0
Poll	0	0
Total Voting	0	0



Special Business

Resolution No: 6

Ordinary resolution

Re-appointment of Shri.M.K.Patwari (holding DIN:03444886) as Whole-time Director & Chief Executive Officer of the Company for a further period of 3 (Three) years with effect from 8th November, 2019.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	12	52,045	66.86
Poll	48	2,19,813	100.00
Total Voting	60	2,71,858	91.33

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	2	25,800	33.14
Poll	0	0	0.00
Total Voting	2	25,800	8.67

INVALID VOTES

Mode of Voting	Total number of Members whose votes were declared invalid	Number of votes cast
E-voting	0	0
Poll	0	0
Total Voting	0	0



Special BusinessResolution No: 7Special resolution

Adoption of new set of "Articles of Association" of the Company.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	12	52,045	66.86
Poll	48	2,19,813	100.00
Total Voting	60	2,71,858	91.33

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	2	25,800	33.14
Poll	0	0	0.00
Total Voting	2	25,800	8.67

INVALID VOTES

Mode of Voting	Total number of Members whose votes were declared invalid	Number of votes cast
E-voting	0	0
Poll	0	0
Total Voting	0	0

Place : Coimbatore

Date : 5th September, 2019

Based on the Scrutinizer's Report

Resolution nos 1- 7 have been passed

for Kilkotagiri and Thirumbadi Plantations Ltd.

(Signature)
Director & CEO

Yours faithfully

(Signature)

MDS & ASSOCIATES

Prop : M.D.SELVARAJ M.Com, MBA,FCS,
COMPANY SECRETARY IN PRACTICE

FCS - 960, CP - 411

"SURYA" 35, MAYFLOWER AVENUE
SOWRIPALAYAM ROAD, COIMBATORE - 641 02nd