

19<sup>th</sup> September 2014

The Manager - Listing Department,  
The National Stock Exchange  
of India Limited,  
Bandra Kurla Complex,  
Bandra (E), MUMBAI - 400 051.

Corporate Relationship Department  
The Bombay Stock Exchange Ltd.  
Dalal Street, Fort, Exchange Plaza,  
MUMBAI - 400 001

**Sub: Outcome of 27<sup>th</sup> AGM & Clause 35A of the Listing Agreement -  
Voting Results of 27<sup>th</sup> AGM.**

**Ref: Scrip Code: KSCL (NSE), 532899 (BSE)**

Dear Sir,

Pursuant to the Clause 35A of the Listing Agreement, this is to inform you that the Members of the Company at the Annual General Meeting held on 18<sup>th</sup> September 2014 transacted the following business:

Sr.No.	Description	Particulars
1.	Date of the AGM	18 <sup>th</sup> September 2014
2.	Total number of shareholders on record (cut-off) date	10946
3.	No. of Shareholders present in the meeting either in person or through proxy	314
	Promoters and Promoter Group	4
	Public	310
4	No. of Shareholders attended the meeting through video conferencing	Nil
	Promoters and Promoter Group	
	Public	

The details of each agenda, items, mode of voting, the report of scrutinizer for E-voting, Form MGT -13 for poll and the combined report (for e-voting & poll), are attached as Annexures.

Thanking you,

Yours faithfully,

For KAVERI SEED COMPANY LIMITED

  
G V BHASKAR RAO  
MANAGING DIRECTOR

Encl:- a/a

**27th AGM RESULTS IN FORMAT UNDER CLAUSE 35 OF THE LISTING AGREEMENT**

**E-Voting & Poll**

Resolution No.1 Resolution : Adoption of Audited Statement of Accounts for FY 2013-2014 and Reports of the Directors' and Auditors thereon	Promoter/Public	No.of Shares held (1)	No.of votes polled (2)	% of votes polled on outstanding shares (3)	No.of votes - in favour (4)	No.of votes against (5)	% of votes in favour of votes polled (6)	% of votes against on votes polled (7)
	Ordinary	Promoter & Promoter Group	38438633	38438633	100.00	38438633	0	100
	Public - Institutional Holders	19577944	10761459	54.97	10761459	0	100	-
	Public - Others	10879618	735510	6.76	735510	0	100	-
	<b>Total</b>	<b>68896195</b>	<b>49935602</b>	<b>72.48</b>	<b>49935602</b>	<b>0</b>	<b>100</b>	<b>-</b>

**E-Voting & Poll**

Resolution No.2 Resolution : Declaration of Dividend for FY 2013-14	Promoter/Public	No.of Shares held (1)	No.of votes polled (2)	% of votes polled on outstanding shares (3)	No.of votes - in favour (4)	No.of votes against (5)	% of votes in favour of votes polled (6)	% of votes against on votes polled (7)
	Ordinary	Promoter & Promoter Group	38438633	38438633	100.00	38438633	0	100
	Public - Institutional Holders	19577944	15546459	79.41	15546459	0	100	-
	Public - Others	10879618	735510	6.76	735510	0	100	-
	<b>Total</b>	<b>68896195</b>	<b>54720602</b>	<b>79.42</b>	<b>54720602</b>	<b>0</b>	<b>100</b>	<b>-</b>

**E-Voting & Poll**

Resolution No.3 Resolution : Re-appointment of Dr.G.Pawan (DIN:00768751) as Director of the company	Promoter/Public	No.of Shares held (1)	No.of votes polled (2)	% of votes polled on outstanding shares (3)	No.of votes - in favour (4)	No.of votes against (5)	% of votes in favour of votes polled (6)	% of votes against on votes polled (7)
	Ordinary	Promoter & Promoter Group	38438633	38438633	100.00	38438633	0	100
	Public - Institutional Holders	19577944	15119859	77.23	10448758	4671101	69	31
	Public - Others	10879618	735510	6.76	735510	0	100	-
	<b>Total</b>	<b>68896195</b>	<b>54294002</b>	<b>78.81</b>	<b>49622901</b>	<b>4671101</b>	<b>91</b>	<b>9</b>

**E-Voting & Poll**

Resolution No.4 Resolution : Re-appointment of Dr. Y.L.Nene (DIN: 01372263) as non-retiring Independent Director	Promoter/Public	No.of Shares held (1)	No.of votes polled (2)	% of votes polled on outstanding shares (3)	No.of votes - in favour (4)	No.of votes against (5)	% of votes in favour of votes polled (6)	% of votes against on votes polled (7)
	Ordinary	Promoter & Promoter Group	38438633	38438633	100.00	38438633	0	100
	Public - Institutional Holders	19577944	15119859	77.23	10649126	4470733	70	30
	Public - Others	10879618	735510	6.76	734570	940	100	0
	<b>Total</b>	<b>68896195</b>	<b>54294002</b>	<b>78.81</b>	<b>49822329</b>	<b>4471673</b>	<b>92</b>	<b>8</b>

For KAVERI SEED COMPANY LTD.

  
(G.V. BHASKAR RAO)  
Managing Director

**E-Voting & Poll**

Resolution No.5 Resolution : Re- appointment of Mr. M. Srikanth Reddy (DIN: 00026249) as non- retiring Independent Director.	Promoter/Public	No.of Shares held (1)	No.of votes polled (2)	% of votes polled on outstanding shares (3)	No.of votes - in favour (4)	No.of votes against (5)	% of votes in favour of votes polled (6)	% of votes against on votes polled (7)
	Promoter & Promoter Group	38438633	38438633	100.00	38438633	0	100	-
	Public - Institutional Holders	19577944	15546459	79.41	15546459	0	100	-
	Public - Others	10879618	735510	6.76	735510	0	100	-
	<b>Total</b>	<b>68896195</b>	<b>54720602</b>	<b>79.42</b>	<b>54720602</b>	<b>0</b>	<b>100</b>	<b>-</b>

**E-Voting & Poll**

Resolution No.6 Resolution : Appointment and remuneration of M/s. P.R. Reddy & Co. Chartered Accountants as Statutory Auditors	Promoter/Public	No.of Shares held (1)	No.of votes polled (2)	% of votes polled on outstanding shares (3)	No.of votes - in favour (4)	No.of votes against (5)	% of votes in favour of votes polled (6)	% of votes against on votes polled (7)
	Promoter & Promoter Group	38438633	38438633	100.00	38438633	0	100	-
	Public - Institutional Holders	19577944	15546459	79.41	10761459	4785000	69	31
	Public - Others	10879618	735510	6.76	735510	0	100	-
	<b>Total</b>	<b>68896195</b>	<b>54720602</b>	<b>79.42</b>	<b>49935602</b>	<b>4785000</b>	<b>91</b>	<b>9</b>

**E-Voting & Poll**

Resolution No.7 Resolution : Appointment of Mr. P.Varaprasad Rao (DIN: 1971782) as an Independent Director	Promoter/Public	No.of Shares held (1)	No.of votes polled (2)	% of votes polled on outstanding shares (3)	No.of votes - in favour (4)	No.of votes against (5)	% of votes in favour of votes polled (6)	% of votes against on votes polled (7)
	Promoter & Promoter Group	38438633	38438633	100.00	38438633	0	100	-
	Public - Institutional Holders	19577944	15119859	77.23	5864126	9255733	39	61
	Public - Others	10879618	735410	6.76	735410	0	100	-
	<b>Total</b>	<b>68896195</b>	<b>54293902</b>	<b>78.81</b>	<b>45038169</b>	<b>9255733</b>	<b>83</b>	<b>17</b>

**E-Voting & Poll**

Resolution No.8 Resolution : Appointment of Dr. S.Raghuvardhan Reddy (DIN: 1992206) as an Independent Director	Promoter/Public	No.of Shares held (1)	No.of votes polled (2)	% of votes polled on outstanding shares (3)	No.of votes - in favour (4)	No.of votes against (5)	% of votes in favour of votes polled (6)	% of votes against on votes polled (7)
	Promoter & Promoter Group	38438633	38438633	100.00	38438633	0	100	-
	Public - Institutional Holders	19577944	15546459	79.41	15546459	0	100	-
	Public - Others	10879618	735410	6.76	735410	0	100	-
	<b>Total</b>	<b>68896195</b>	<b>54720502</b>	<b>79.42</b>	<b>54720502</b>	<b>0</b>	<b>100</b>	<b>-</b>

For KAVERI SEED COMPANY LTD.

*(G. V. BHASKAR RAO)*  
Managing Director

## E-Voting &amp; Poll

Resolution No.9 Resolution : of Dr. S.M.Ilyas (DIN: 3542011) as an Independent Director	Promoter/Public	No.of Shares held (1)	No.of votes polled (2)	% of votes polled on outstanding shares (3)	No.of votes - in favour (4)	No.of votes against (5)	% of votes in favour of votes polled (6)	% of votes against on votes polled (7)
	Ordinary Appointment	Promoter & Promoter Group	38438633	38438633	100.00	38438633	0	100
	Public - Institutional Holders	19577944	15546459	79.41	15546459	0	100	-
	Public - Others	10879618	735410	6.76	735410	0	100	-
	<b>Total</b>	<b>68896195</b>	<b>54720502</b>	<b>79.42</b>	<b>54720502</b>	<b>0</b>	<b>100</b>	<b>-</b>

## E-Voting &amp; Poll

Resolution No.10 Resolution : of Mr. K.Purushotham (DIN:01540645) as an Independent Director	Promoter/Public	No.of Shares held (1)	No.of votes polled (2)	% of votes polled on outstanding shares (3)	No.of votes - in favour (4)	No.of votes against (5)	% of votes in favour of votes polled (6)	% of votes against on votes polled (7)
	Ordinary Appointment	Promoter & Promoter Group	38438633	38438633	100.00	38438633	0	100
	Public - Institutional Holders	19577944	15546459	79.41	15546459	0	100	-
	Public - Others	10879618	735410	6.76	735410	0	100	-
	<b>Total</b>	<b>68896195</b>	<b>54720502</b>	<b>79.42</b>	<b>54720502</b>	<b>0</b>	<b>100</b>	<b>-</b>

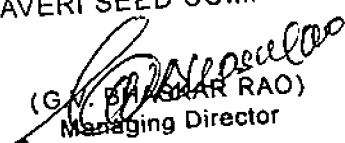
## E-Voting &amp; Poll

Resolution No.11 Resolution : the terms of appointment of Mr. R.Venumanohar Rao (DIN: 00637125)	Promoter/Public	No.of Shares held (1)	No.of votes polled (2)	% of votes polled on outstanding shares (3)	No.of votes - in favour (4)	No.of votes against (5)	% of votes in favour of votes polled (6)	% of votes against on votes polled (7)
	Ordinary Variation In	Promoter & Promoter Group	38438633	38438633	100.00	38438633	0	100
	Public - Institutional Holders	19577944	15546459	79.41	15546459	0	100	-
	Public - Others	10879618	735410	6.76	735410	0	100	-
	<b>Total</b>	<b>68896195</b>	<b>54720502</b>	<b>79.42</b>	<b>54720502</b>	<b>0</b>	<b>100</b>	<b>-</b>

## E-Voting &amp; Poll

Resolution No.12 Resolution : Increase of Remuneration payable to Mr. G.V.Bhaskar Rao, Managing Director	Promoter/Public	No.of Shares held (1)	No.of votes polled (2)	% of votes polled on outstanding shares (3)	No.of votes - in favour (4)	No.of votes against (5)	% of votes in favour of votes polled (6)	% of votes against on votes polled (7)
	Ordinary Approve the	Promoter & Promoter Group	38438633	38438633	100.00	38438633	0	100
	Public - Institutional Holders	19577944	15546459	79.41	15546459	0	100	-
	Public - Others	10879618	735410	6.76	734020	1390	100	0
	<b>Total</b>	<b>68896195</b>	<b>54720502</b>	<b>79.42</b>	<b>54719112</b>	<b>1390</b>	<b>100</b>	<b>0</b>

For KAVERI SEED COMPANY LTD.



(G.V. BHASKAR RAO)  
Managing Director

## E-Voting &amp; Poll

Resolution No.13 Ordinary Resolution : Increase of Remuneration payable to Mrs. G.Vanaja Devi, Whole time Director	Promoter/Public	No.of Shares held (1)	No.of votes polled (2)	% of votes polled on outstanding shares (3)	No.of votes - in favour (4)	No.of votes against (5)	% of votes in favour of votes polled (6)	% of votes against on votes polled (7)
	Promoter & Promoter Group	38438633	38438633	100.00	38438633	0	100	-
	Public - Institutional Holders	19577944	15546459	79.41	15546459	0	100	-
	Public - Others	10879618	735410	6.76	734020	1390	100	0
<b>Total</b>	<b>68896195</b>	<b>54720502</b>	<b>79.42</b>	<b>54719112</b>	<b>1390</b>	<b>100</b>	<b>0</b>	

## E-Voting &amp; Poll

Resolution No.14 Ordinary Resolution : Increase of Remuneration payable to Mr. R.Venumanohar Rao, Whole time Director	Promoter/Public	No.of Shares held (1)	No.of votes polled (2)	% of votes polled on outstanding shares (3)	No.of votes - in favour (4)	No.of votes against (5)	% of votes in favour of votes polled (6)	% of votes against on votes polled (7)
	Promoter & Promoter Group	38438633	38438633	100.00	38438633	0	100	-
	Public - Institutional Holders	19577944	15546459	79.41	15546459	0	100	-
	Public - Others	10879618	735410	6.76	734960	450	100	0
<b>Total</b>	<b>68896195</b>	<b>54720502</b>	<b>79.42</b>	<b>54720052</b>	<b>450</b>	<b>100</b>	<b>0</b>	

## E-Voting &amp; Poll

Resolution No.15 Ordinary Resolution : Increase of Remuneration payable to Mr. C.Vamsheedhar, Whole time Director	Promoter/Public	No.of Shares held (1)	No.of votes polled (2)	% of votes polled on outstanding shares (3)	No.of votes - in favour (4)	No.of votes against (5)	% of votes in favour of votes polled (6)	% of votes against on votes polled (7)
	Promoter & Promoter Group	38438633	38438633	100.00	38438633	0	100	-
	Public - Institutional Holders	19577944	15546459	79.41	15546459	0	100	-
	Public - Others	10879618	735410	6.76	734960	450	100	0
<b>Total</b>	<b>68896195</b>	<b>54720502</b>	<b>79.42</b>	<b>54720052</b>	<b>450</b>	<b>100</b>	<b>0</b>	

## E-Voting &amp; Poll

Resolution No.16 Ordinary Resolution : Increase of Remuneration payable to Mr. C. Mithunchand, Whole time Director	Promoter/Public	No.of Shares held (1)	No.of votes polled (2)	% of votes polled on outstanding shares (3)	No.of votes - in favour (4)	No.of votes against (5)	% of votes in favour of votes polled (6)	% of votes against on votes polled (7)
	Promoter & Promoter Group	38438633	38438633	100.00	38438633	0	100	-
	Public - Institutional Holders	19577944	15546459	79.41	15546459	0	100	-
	Public - Others	10879618	735410	6.76	734960	450	100	0
<b>Total</b>	<b>68896195</b>	<b>54720502</b>	<b>79.42</b>	<b>54720052</b>	<b>450</b>	<b>100</b>	<b>0</b>	

For KAVERI SEED COMPANY LTD.



(G. V. VENUMANOHAR RAO)  
Managing Director

**E-Voting & Poll**

Resolution No.17 Resolution : Borrowings Limit of the company	Special Approval of	Promoter/Public	No.of Shares held (1)	No.of votes polled (2)	% of votes polled on outstanding shares (3)	No.of votes - in favour (4)	No.of votes against (5)	% of votes in favour of votes polled (6)	% of votes against on votes polled (7)
		Promoter & Promoter Group	38438633	38438633	100.00	38438633	0	100	-
Public - Institutional Holders	19577944	15546459	79.41	15546459	0	100	-		
Public - Others	10879618	735410	6.76	734663	747	100	0		
<b>Total</b>	<b>68896195</b>	<b>54720502</b>	<b>79.42</b>	<b>54719755</b>	<b>747</b>	<b>100</b>	<b>0</b>		

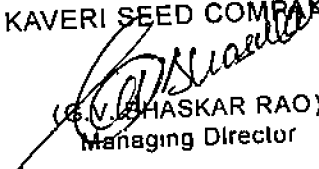
**E-Voting & Poll**

Resolution No.18 Resolution : Authorization to mortgage and charge for borrowings up to Rs.400 Cr.	Special	Promoter/Public	No.of Shares held (1)	No.of votes polled (2)	% of votes polled on outstanding shares (3)	No.of votes - in favour (4)	No.of votes against (5)	% of votes in favour of votes polled (6)	% of votes against on votes polled (7)
		Promoter & Promoter Group	38438633	38438633	100.00	38438633	0	100	-
Public - Institutional Holders	19577944	15546459	79.41	15546459	0	100	-		
Public - Others	10879618	735410	6.76	735113	297	100	0		
<b>Total</b>	<b>68896195</b>	<b>54720502</b>	<b>79.42</b>	<b>54720205</b>	<b>297</b>	<b>100</b>	<b>0</b>		

**E-Voting & Poll**

Resolution No.19 Resolution : Related Party contract Agreement with M/s.Aditya Agri Tech Pvt. Ltd., a wholly owned subsidiary	Special Approval the	Promoter/Public	No.of Shares held (1)	No.of votes polled (2)	% of votes polled on outstanding shares (3)	No.of votes - in favour (4)	No.of votes against (5)	% of votes in favour of votes polled (6)	% of votes against on votes polled (7)
		Promoter & Promoter Group	38438633	19846253	51.63	19846253	0	100	-
Public - Institutional Holders	19577944	15546459	79.41	15546459	0	100	-		
Public - Others	10879618	735510	6.76	735510	0	100	-		
<b>Total</b>	<b>68896195</b>	<b>36128222</b>	<b>52.44</b>	<b>36128222</b>	<b>0</b>	<b>100</b>	<b>-</b>		

For KAVERI SEED COMPANY LTD.

  
G. V. BHASKAR RAO  
Managing Director

**E-Voting & Poll**

Resolution No.20 Special Resolution : Approval the Related Party contract Agreement with M/s. Genome Agritech Pvt. Ltd., a wholly owned subsidiary	Promoter/Public	No.of Shares held (1)	No.of votes polled (2)	% of votes polled on outstanding shares (3)	No.of votes - in favour (4)	No.of votes against (5)	% of votes in favour of votes polled (6)	% of votes against on votes polled (7)
	Promoter & Promoter Group	38438633	19846253	51.63	19846253	0	100	-
	Public - Institutional Holders	19577944	15546459	79.41	15546459	0	100	-
	Public - Others	10879618	735510	6.76	735510	0	100	-
<b>Total</b>	<b>68896195</b>	<b>36128222</b>	<b>52.44</b>	<b>36128222</b>	<b>0</b>	<b>100</b>	<b>-</b>	

**E-Voting & Poll**

Resolution No.21 Special Resolution : Approval the Related Party Transactions of land lease agreements entered with the promoters/directors and subsidiary of the company	Promoter/Public	No.of Shares held (1)	No.of votes polled (2)	% of votes polled on outstanding shares (3)	No.of votes - in favour (4)	No.of votes against (5)	% of votes in favour of votes polled (6)	% of votes against on votes polled (7)
	Promoter & Promoter Group	38438633	3386550	8.81	3386550	0	100	-
	Public - Institutional Holders	18289434	15546459	85.00	11023732	4522727	71	29
	Public - Others	10879618	735510	6.76	735410	100	100	0
<b>Total</b>	<b>67607685</b>	<b>19668519</b>	<b>29.09</b>	<b>15145692</b>	<b>4522827</b>	<b>77</b>	<b>23</b>	

For KAVERI SEED COMPANY LTD.

  
(G. V. BHASKAR RAO)  
Managing Director

## Company Secretaries

Office : Plot No. 6-2-1/2, Flat No. 504, Afzal Commercial Complex, Beside,  
MMTS Rly. Station (South) Lakdi-ka-pool, Hyderabad-500 004, E-mail : l.d.reddy@gmail.com

*L.Dhananjay Reddy*

B.Com.LL.B., ACS.

### Report of Scrutinizer

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20 of the Companies  
(Management and Administration) Rules, 2014]

To,

**The Chairman**  
**KAVERI SEED COMPANY LTD.**  
513B,5th Floor,Minerva Complex,  
Sarojini Devi Road, Secunderabad-500003

Dear Sir,

I, L.Dhananjay Reddy, Proprietor of L.D.Reddy & Co., Company Secretaries, have been appointed by the Board of Directors of M/s. Kaveri Seed Company Ltd. as Scrutinizer for the purpose of Scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried as per the Provisions of section 108 of the Companies Act, 2013 read with rule 20 of the Companies(Management and Administration) Rules, 2014 in a fair and transparent manner for the resolutions as contained in the notice of the Twenty Seventh Annual General Meeting of the Company Scheduled to be held on Thursday, 18<sup>th</sup> September, 2014 at 11.15 A.M hereby submit my report as under:

The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the rules relating to voting through electronic means on the resolutions contained in the notice to the Twenty Seventh Annual General Meeting of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a scrutinizer's report of the votes cast "in favor" "against" or remain "abstain/invalid" on the resolutions stated below, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited(CDSL), the authorized agency to provide e-voting facility engaged by the company.





1. The e-voting period commenced on, 13<sup>th</sup> September, 2014 and ends on 15<sup>th</sup> September 2014 on [www.evotingindia.com](http://www.evotingindia.com)
2. The share holders holding shares as on the cut-off i.e., 15<sup>th</sup> August, 2014 were entitled to vote on the proposed resolutions stated in the Notice of 27<sup>th</sup> AGM of the Company.
3. The Votes were unblocked on 16<sup>th</sup> September, 2014 in the presence of two witnesses Miss. Shruti Gupta and Mr.K.Naresh who are not in the votes being unblocked at their presence.
4. The details containing interalia, list of Equity share holders, who voted “for” , “against” or “abstain” on each of the resolution that were put to vote, were generated from the e-voting website of CDSL.
5. Based on the aforesaid the results of the e-voting are as under:

**E-Voting (Ballot Details)**

<b>EVSN</b>	140816019 for KAVERI SEED COMPANY LIMITED
<b>ISIN</b>	INE455I01029:KAVERI SEED COMPANY LIMITED
<b>Nominal Value</b>	10
<b>Voting Rights</b>	1
<b>Total Folios Voted</b>	91



**Item No.1**

Ordinary Resolution , to adopt the audited Balance Sheet as at 31<sup>st</sup> March 2014, and Statement of Profit and loss Account as on that date

(i) Voted in favour / Against /Abstain the resolution:

	No. Shares Voted	% of Shares Voted
Voted in favour	47165291	100%
Voted Against	Nil	--
Abstain from Voting	Nil	--
Total	47165291	100%

**Item No.2**

Ordinary Resolution , to declare Dividend on Equity Shares and to ratify Interim Dividend

(i) Voted in favour / Against /Abstain the resolution:

	No. Shares Voted	% of Shares Voted
Voted in favour	51950291	100%
Voted Against	Nil	--
Abstain from Voting	Nil	--
Total	51950291	100%



**Item No.3**

Ordinary Resolution , to appoint a Director in place of Dr. G.Pawan, ( DIN : 00768751) , who retires by rotation by being eligible offers himself for re-appointment as Non-Executive and Non Independent Director

(i) Voted in favour / Against /Abstain the resolution:

	No. Shares Voted	% of Shares Voted
Voted in favour	46858866	90.95
Voted Against	4664825	09.05
Abstain from Voting	Nil	--
Total	51523691	100%

**Item No.4**

Ordinary Resolution , to Appoint Dr. Y.L.Nene (DIN : 01372263), who retires by rotation, and being eligible, seeks re-appointment as non-retiring Independent Director

(i) Voted in favour / Against /Abstain the resolution:

	No. Shares Voted	% of Shares Voted
Voted in favour	47052018	91.32
Voted Against	4471673	08.68
Abstain from Voting	Nil	--
Total	51523691	100%





**Item No.7**

Ordinary Resolution , to Appoint Mr. P. Varaprasad Rao (DIN: 1971782) as Independent Director

(i) Voted in favour / Against /Abstain the resolution:

	No. Shares Voted	% of Shares Voted
Voted in favour	42267858	82.04
Voted Against	9255733	17.96%
Abstain from Voting	Nil	--
Total	51523591	100%

**Item No.8**

Ordinary Resolution , to Appoint Dr. S.Raghuvardhan Reddy (DIN: 1992206) as Independent Director

(i) Voted in favour / Against /Abstain the resolution:

	No. Shares Voted	% of Shares Voted
Voted in favour	51950191	100%
Voted Against	Nil	--
Abstain from Voting	Nil	--
Total	51950191	100%



**Item No.9**

Ordinary Resolution , to Appoint Dr. S.M.Ilyas (DIN: 3542011) as Independent Director

(i) Voted in favour / Against /Abstain the resolution:

	No. Shares Voted	% of Shares Voted
Voted in favour	51950191	100%
Voted Against	Nil	--
Abstain from Voting	Nil	--
Total	51950191	100%

**Item No.10**

Ordinary Resolution , to Appoint Mr. K. Purushotham (DIN: 01540645) as Independent Director

(i) Voted in favour / Against /Abstain the resolution:

	No. Shares Voted	% of Shares Voted
Voted in favour	51950191	100%
Voted Against	Nil	--
Abstain from Voting	Nil	--
Total	51950191	100%



**Item No.11**

Ordinary Resolution , variation in the terms of Appointment of Mr. R.Venumanohar Rao (DIN: 00637125) as Whole time Director

(i) Voted in favour / Against /Abstain the resolution:

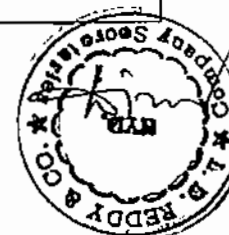
	No. Shares Voted	% of Shares Voted
Voted in favour	51950191	100%
Voted Against	Nil	--
Abstain from Voting	Nil	--
Total	51950191	100%

**Item No.12**

Ordinary Resolution , increase of remuneration payable to Mr. G.V.Bhaskar Rao, Managing Director

(i) Voted in favour / Against /Abstain the resolution:

	No. Shares Voted	% of Shares Voted
Voted in favour	51948801	99.998
Voted Against	1390	0.002
Abstain from Voting	Nil	--
Total	51950191	100%



**Item No.13**

Ordinary Resolution , increase of remuneration payable to Mrs. G.Vanaja Devi, Whole Time Director

(i) Voted in favour / Against /Abstain the resolution:

	No. Shares Voted	% of Shares Voted
Voted in favour	51948801	99.998
Voted Against	1390	0.002
Abstain from Voting	Nil	--
Total	51950191	100%

**Item No.14**

Ordinary Resolution , increase of remuneration payable to Mr. R.Venumanohar Rao, Whole Time Director

(i) Voted in favour / Against /Abstain the resolution:

	No. Shares Voted	% of Shares Voted
Voted in favour	51949741	100%
Voted Against	450	0.00%
Abstain from Voting	Nil	--
Total	51950191	100%





**Item No.15**

Ordinary Resolution , increase of remuneration payable to Mr. C. Vamsheedhar, Whole Time Director

(i) Voted in favour / Against /Abstain the resolution:

	No. Shares Voted	% of Shares Voted
Voted in favour	51949741	100%
Voted Against	450	0.00%
Abstain from Voting	Nil	--
Total	51950191	100%

**Item No.16**

Ordinary Resolution , increase of remuneration payable to Mr. C. Mithun Chand, Whole Time Director

(i) Voted in favour / Against /Abstain the resolution:

	No. Shares Voted	% of Shares Voted
Voted in favour	51949741	100%
Voted Against	450	0.00%
Abstain from Voting	Nil	--
Total	51950191	100%



**Item No.17**

Special Resolution , for enhancing Borrowing powers upto Rs.400 Crores

(i) Voted in favour / Against /Abstain the resolution:

	No. Shares Voted	% of Shares Voted
Voted in favour	51949444	99.999
Voted Against	747	0.001%
Abstain from Voting	Nil	--
Total	51950191	100%

**Item No.18**

Special Resolution , for enhancing Borrowing powers of Board of Directors upto Rs.400 Crores

(i) Voted in favour / Against /Abstain the resolution:

	No. Shares Voted	% of Shares Voted
Voted in favour	51949894	100%
Voted Against	297	0.00%
Abstain from Voting	Nil	--
Total	51950191	100%



**Item No.19**

Special Resolution , to approve the Contract Agreement with M/s. Aditya Agri Tech Pvt. Ltd. a Wholly Owned Subsidiary of the Company:

(i) Voted in favour / Against /Abstain the resolution:

	No. Shares Voted	% of Shares Voted
Voted in favour	33357911	100%
Voted Against	Nil	--
Abstain from Voting	Nil	--
Total	33357911	100%

**Item No.20**

Special Resolution , to approve the Contract Agreement with M/s. Genome Agritech Pvt. Ltd. a Wholly Owned Subsidiary of the Company:

(i) Voted in favour / Against /Abstain the resolution:

	No. Shares Voted	% of Shares Voted
Voted in favour	33357911	100%
Voted Against	Nil	--
Abstain from Voting	Nil	--
Total	33357911	100%



**Item No.21**

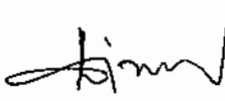
Special Resolution , To approve the Related Party Transaction:

(i) Voted in favour / Against /Abstain the resolution:

	No. Shares Voted	% of Shares Voted
Voted in favour	9749002	68.34%
Voted Against	4516551	31.66
Abstain from Voting	Nil	--
Total	14265553	100%

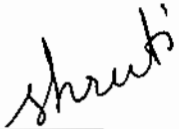
Date: 16.09.2014  
Place: Hyderabad.

For L D REDDY & CO.,  
Company Secretaries

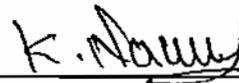
  
L.Dhanamjay Reddy  
C.P.No. 3752  
M.No- 13104



We the Undersigned witness that the votes were unblock from e-voting website of CDSL([www.evotingindia.com](http://www.evotingindia.com)) in our Presence on 28<sup>th</sup> July , 2014.



Shruti Gupta  
302,Shri Nivas Mahavir Residency,  
Ramkote, Hyderabad-500001



K.Naresh  
504, Afzal Commerical Complex,  
Lakdikapool, Hyderabad-500004

# L.D.Reddy & Co

Mobile : 99499 38181  
98492 69757

## Company Secretaries

Office : Plot No. 6-2-1/2, Flat No. 504, Afzal Commercial Complex, Beside,  
MMTS Rly. Station (South) Lakdi-ka-pool, Hyderabad-500 004, E-mail : l.d.reddy@gmail.com

*L.Dhananjay Reddy*

B.Com.LL.B., ACS.

FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]

To,

**The Chairman**  
**KAVERI SEED COMPANY LTD.**  
513B,5th Floor,Minerva Complex,  
Sarojini Devi Road, Secunderabad-500003

Twenty Seventh Annual General Meeting of the Equity Shareholders of  
Kaveri Seed Company Ltd

Held On Thursday, 18<sup>th</sup> September,2014

Dear Sir,

I L.Dhananjay Reddy, L.D.Reddy & Co., Company Secretaries appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the Twenty Seventh Annual General Meeting of the Equity Shareholders of Kaveri Seed Company Ltd, held on Thursday, 18th September,2014 at 11.15 at Surana Udyog Hall, The Federation of Andhra Pradesh Chambers of Commerce and Industry(FAPCCI House) 11-6-841, Red Hills, Hyderabad – 500004, Telangana submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, One ballot boxes kept for polling were locked in my/our presence with due identification marks placed by me.

*L.Dhananjay Reddy*  
L.D.Reddy & Co.  
Company Secretaries  
Hyderabad

2. The locked ballot boxes were subsequently opened in my presence and poll papers were Diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

4. The result of the Poll is as under:

**Item No 1: Ordinary Resolution, to adopt the audited Balance Sheet as at 31st March 2014, and Statement of Profit and loss Account as on that date**

(i) Voted in favour of the resolution:

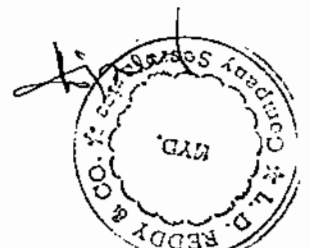
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	2770311	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	--	--

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	306149



**Item No 2: Ordinary Resolution , to declare Dividend on Equity Shares and to ratify Interim Dividend**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	2770311	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	--	--

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	306149

**Item No 3: Ordinary Resolution , to appoint a Director in place of Dr. G.Pawan, ( DIN : 00768751) , who retires by rotation by being eligible offers himself for re-appointments as Non-Executive and Non Independent Director**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
50	2764035	99.77%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	6276	0.23%

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	306149



**Item No 4: Ordinary Resolution , to Appoint Dr. Y.L.Nene (DIN : 01372263), who retires by rotation, and being eligible, seeks re-appointment as non-retiring Independent Director**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	2770311	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	--	--

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	306149

**Item No 5: Ordinary Resolution , to Appoint Sri M. Srikanth Reddy (DIN : 00026249), who retires by rotation, and being eligible, seeks re-appointment as non-retiring Independent Director**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	2770311	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	--	--

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	306149





**Item No 6: Ordinary Resolution , to Appoint Statutory Auditors to hold office from the conclusion of this AGM until the conclusion of the 30th AGM**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	2770311	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	—	--

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	306149

**Item No 7: Ordinary Resolution , to Appoint Mr. P. Varaprasad Rao (DIN: 1971782) as Independent Director**

(i) Voted in favour of the resolution:


Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	2770311	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	—	--

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	306149

*K. Prasad*  


**Item No 8: Ordinary Resolution , to Appoint Dr. S.Raghuvardhan Reddy (DIN: 1992206) as Independent Director**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	2770311	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	--	--

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	306149

**Item No 9: Ordinary Resolution , to Appoint Dr. S.M.Ilyas (DIN: 3542011) as Independent Director**

(i) Voted in favour of the resolution:

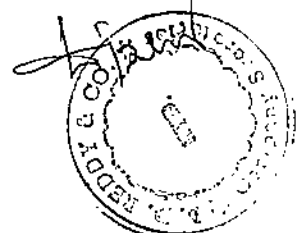
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	2770311	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	--	--

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	306149



**Item No 10: Ordinary Resolution , to Appoint Mr. K. Purushotham (DIN: 01540645) as Independent Director**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	2770311	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	--	--

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	306149

**Item No 11: Ordinary Resolution , variation in the terms of Appointment of Mr. R.Venumanohar Rao (DIN: 00637125) as Whole time Director**

(i) Voted in favour of the resolution:

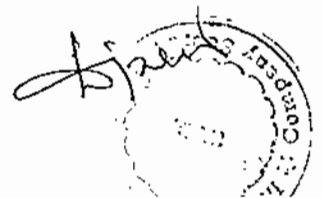
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	2770311	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	--	--

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	306149



**Item No 12: Ordinary Resolution , increase of remuneration payable to Mr. G.V.Bhaskar Rao, Managing Director**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	2770311	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	--	--

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	306149

**Item No 13: Ordinary Resolution , increase of remuneration payable to Mrs. G.Vanaja Devi, Whole Time Director**

(i) Voted in favour of the resolution:

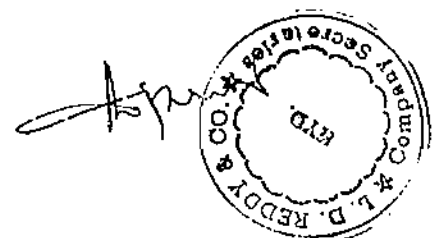
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	2770311	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	--	--

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	306149



**Item No 14: Ordinary Resolution , increase of remuneration payable to Mr. R.Venumanohar Rao, Whole Time Director**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	2770311	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	--	--

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	306149

**Item No 15: Ordinary Resolution , increase of remuneration payable to Mr. C. Vamsheedhar, Whole Time Director**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	2770311	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	--	--

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	306149



**Item No 16: Ordinary Resolution , increase of remuneration payable to Mr. C. Mithun Chand, Whole Time Director**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	2770311	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	--	--

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	306149

**Item No 17: Special Resolution , for enhancing Borrowing powers upto Rs.400 Crores**

(i) Voted in favour of the resolution:

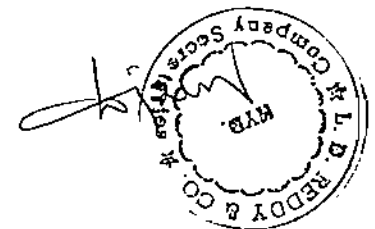
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	2770311	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	--	--

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	306149



**Item No 18: Special Resolution , for enhancing Borrowing powers of Board of Directors upto Rs.400 Crores**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	2770311	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	--	--

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	306149

**Item No 19: Special Resolution , to approve the Contract Agreement with M/s. Aditya Agri Tech Pvt. Ltd. a Wholly Owned Subsidiary of the Company:**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	2770311	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	--	--

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	306149

Handwritten signature and circular stamp of the scrutiner, L. Dhanamjay Reddy.

**Item No 20: Special Resolution , to approve the Contract Agreement with M/s. Genome Agritech Pvt. Ltd. a Wholly Owned Subsidiary of the Company:**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	2770311	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	--	—

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	306149

**Item No 21: Special Resolution , To approve the Related Party Transaction:**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
52	5396690	99.88%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	6276	0.12%

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	306149

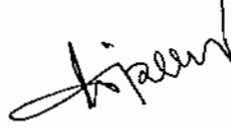
*L. Dhanamjay Reddy*



5. A Statement of Containing Equity Shareholders containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Date: 18.09.2014  
Place: Hyderabad.

For L D REDDY & CO.,  
Company Secretaries

  
L.Dhanamjaya Reddy  
C.P.No. 3752  
M.No- 13104



## Company Secretaries

Office : Plot No. 6-2-1/2, Flat No. 504, Afzal Commercial Complex, Beside,  
MMTS Rly. Station (South) Lakdi-ka-pool, Hyderabad-500 004, E-mail : l.d.reddy@gmail.com

*L.Dhananjay Reddy*

B.Com.LL.B., ACS.

To,

**The Chairman**

**KAVERI SEED COMPANY LTD.**

513B,5th Floor,Minerva Complex,

Sarojini Devi Road, Secunderabad-500003

Dear Sir,

**Sub: CONSOLIDATED REPORT OF THE RESULTS OF 27<sup>TH</sup> ANNUAL GENERAL MEETING**

I L.Dhananjay Reddy, L.D.Reddy& Co., Company Secretaries appointed as Scrutinizer for the purpose of the e-voting and poll taken on the below mentioned resolution(s), at the Twenty Seventh Annual General Meeting of the Equity Shareholders of Kaveri Seed Company Ltd, held on Thursday, 18th September,2014 at 11.15 at Surana Udyog Hall, The Federation of Andhra Pradesh Chambers of Commerce and Industry(FAPCCI House) 11-6-841, Red Hills, Hyderabad – 500004, Telangana submit our Consolidated report as under:

Item No	Poll -In favour (Shares)	Poll - Against (Shares)	E-Voting Favour (Shares)	E-Voting Against (Shares)	Total No of shares
1	2770311	--	47165291	--	49935602
2	2770311	--	51950291	--	54720602
3	2764035	6276	46858866	4664825	54294002



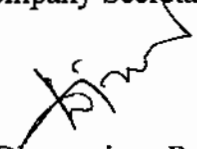
4	2770311	--	47052018	4471673	54294002
5	2770311	--	51950291	--	54720602
6	2770311	--	47165291	4785000	54720602
7	2770311	--	42267858	9255733	54293902
8	2770311	--	51950191	--	54720502
9	2770311	--	51950191	--	54720502
10	2770311	--	51950191	--	54720502
11	2770311	--	51950191	--	54720502
12	2770311	--	51948801	1390	54720502
13	2770311	--	51948801	1390	54720502
14	2770311	--	51949741	450	54720502
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17	2770311	---	51949444	747	54720502
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19	2770311	--	33357911	--	36128222
20	2770311	--	33357911	--	36128222
21	5396690	6276	9749002	4516551	19668519

Date: 18.09.2014

Place: Hyderabad.

For L D REDDY & CO.,

Company Secretaries

  
L.Dhanamjaya Reddy

C.P.No. 3752

M.No- 13104

