

K&R RAIL ENGINEERING LIMITED

CIN: L45200TG1983PLC082576

**Registered Office : 3rd floor, Sai Krishna, Plot No. 797 A, Road No. 36,
Jubilee Hills, Hyderabad 500033**

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To,
BSE Limited
P. J. Towers,
Dalal Street,
Mumbai – 400001

Date: 30.09.2023

Dear Sir/ Madam,

Sub: Outcome of 40th Annual General Meeting (AGM) and Voting Results for FY 2022-23.

Unit: K&R Rail Engineering Limited (BSE Scrip Code:514360)

With reference to the subject cited, this is to inform the Exchange that the 40th Annual General Meeting of **K&R Rail Engineering Limited** held on Saturday, the 30th day of September, 2023 commenced at 10:00 a.m. concluded at 10.37 a.m. through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”).

In this regard, please find enclosed the following-

- (1) Summary of proceedings as required under Regulation 30, Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as **Annexure – I.**
- (2) Voting Results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as **Annexure – II.**
- (3) Report of Scrutinizer pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as **Annexure – III.**
The Meeting concluded at 10:37 a.m.

Thanking you.

Yours faithfully
For K&R Rail Engineering Limited

Chandrakant
Company Secretary and Compliance Officer

Encl: as above

FORM NO.MGT-13

Report of Scrutinizer(s)

*[Pursuant to section 108 of the Companies Act, 2013 and rule 21(2) of the
Companies (Management and Administration) Rules, 2014]*

To,
The Chairperson
K&R Rail Engineering Limited
3rd floor, Sai Krishna, Plot No. 797 A, Road No. 36,
Jubilee Hills, Hyderabad 500033

Dear Sir/Madam,

Sub: Scrutiniser Report for the 40th Annual General of the Shareholders of K&R Rail Engineering Limited held on Saturday, 30.09.2023 at 10.00 A.M. (IST) through video conferencing (VC)/ Other Audio-Visual Means (OAVM).

Unit: K&R Rail Engineering Limited

I, Aakanksha, Practicing Company Secretary was appointed as the Scrutinizer pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the purpose of:

- (i) Scrutinizing the remote e-voting process under the provisions of Section 108 of Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations.
- (ii) Voting through electronic voting system ("Instapoll") at the AGM.

The management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013 and Rules and circulars issued by MCA and SEBI relating to conducting of AGM through VC/OAVM and voting by electronic means for the resolutions contained in the Notice of 40th Annual General Meeting of the Shareholders dated 11.08.2023. Our responsibility as a Scrutinizer for the voting process of voting by electronic means is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favor" and/or "against" the resolution stated in the notice of the AGM, based on the report generated from e-voting system provided by CDSL, the agency authorized under the Rules and engaged

**AAKANKSHA
PRACTICING COMPANY SECRETARY**

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by the Company to provide remote e-voting facilities and e-voting facilities to vote at the AGM (“Instapoll”).

I submit my report as under:

1. The remote E-Voting period remained open from Wednesday, the 27th day of September, 2023 (9.00 A.M. IST) and ends on Friday, The 29th day of September, 2023 (5.00 P.M. IST).
2. The Annual Report, Notice of Annual General Meeting and the e-voting instructions were sent only by the electronic mode (e-mail) to those members whose email addresses were registered with the Company / Depository Participants.
3. In accordance with the Notice of the 40th Annual General Meeting sent to the shareholders and the ‘Advertisement’ published pursuant to Rule 20 (4) (v) of the Companies (Management and Administration) Rules 2014, (Amendment Rules 2015) on 9th September, 2023.
4. The voting rights were reckoned as on Saturday, the 23rd day of September, 2023 being the Cutoff date for the purpose of deciding the entitlements of members at the remote e-voting.
5. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting and e-Voting during AGM were unblocked with 15 minutes from the conclusion of Annual General Meeting.
6. After the Chairman had put the resolutions in the notice of the AGM to vote, the shareholders present at the AGM through VC were given opportunity to cast their respective votes through e-voting facility provided by CDSL.
7. As per the information given by the RTA the names of the shareholders who had voted by remote e-voting through the facility provided by CDSL were blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
8. Based on the report generated from the e-voting website of CDSL the consolidated report on the results of the voting for the resolutions starting from serial Nos 1, 2 to 3 are given here under:

a) Resolution No. 1 (Ordinary Resolution):

To receive, consider and adopt the Audited Balance Sheets as at March 31, 2023, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the Notes attached thereto, along with the Report of Auditors and Directors thereon.

(i) Voted in favour of the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast in favour of the resolution	% of Total number of Valid Votes cast
Remote E- Voting	43	2,99,593	100
E-Voting at the EGM	--	--	--
Total	43	2,99,593	100

(ii) Voted against the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast against the resolution	% of Total number of Valid Votes cast
Remote E- Voting	--	--	--
E-Voting at the EGM	--	--	--
Total	--	--	--

(iii) Invalid Votes:

Mode of Voting	Total number of members Whose votes were declared invalid	Total Number of Votes cast by them
Remote E- Voting	--	--
E-Voting at the EGM	--	--
Total	--	--

b) Resolution No. 2 (Ordinary Resolution):

To appoint a director in place of Mr. Sanjay Kothapalli (DIN: 08449196), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast in favour of the resolution	% of Total number of Valid Votes cast
Remote E- Voting	42	2,99,456	99.99
E-Voting at the EGM	--	--	--
Total	42	2,99,456	99.99

(ii) Voted against the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast against the resolution	% of Total number of Valid Votes cast
Remote E- Voting	1	10	0.01
E-Voting at the EGM	--	--	--
Total	1	10	0.01

(iii) Invalid Votes:

Mode of Voting	Total number of members Whose votes were declared invalid	Total Number of Votes cast by them
Remote E- Voting	--	--
E-Voting at the EGM	--	--
Total	--	--

c) Resolution No. 3 (Ordinary Resolution):

Increase in the Authorised Share Capital and consequent alteration of the capital clause in the Memorandum of Association of the Company.

(i) Voted in favour of the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast in favour of the resolution	% of Total number of Valid Votes cast
Remote E- Voting	43	2,99,593	100
E-Voting at the EGM	--	--	--
Total	43	2,99,593	100

(ii) Voted against the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast against the resolution	% of Total number of Valid Votes cast
Remote E- Voting	--	--	--
E-Voting at the EGM	--	--	--
Total	--	--	--

(iii) Invalid Votes:

Mode of Voting	Total number of members Whose votes were declared invalid	Total Number of Votes cast by them
Remote E- Voting	--	--
E-Voting at the EGM	--	--
Total	--	--

**AAKANKSHA
PRACTICING COMPANY SECRETARY**

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9. A list of Equity Shareholders who voted “FOR” and “AGAINST” the Resolutions (Both through Remote E-Voting and e-Voting at the AGM) has been handed over to the Company.
10. The electronic data and all other relevant records relating to the e-voting shall remain in our safe custody and shall be handed over to the Company for preserving safely after the Chairperson considers, approves and sign the Minutes of the aforesaid AGM.

**Place : Hyderabad
Date : 30.09.2023**

**Aakanksha
Practicing Company Secretary
M. No. A49041, CP No: 20064
UDIN: A049041E001147523**