



KNR Constructions Limited

Date: 1st October 2015

Ref: KNRCL/SD/2015/ 75 & 76

To
Dept. of Corporate Services,
BSE Limited
P J Towers, Dalal Street,
Fort, MUMBAI - 400001

To
National Stock Exchange of India Limited
"Exchange Plaza",
Bandra Kurla Complex,
Bandra (E), MUMBAI - 400051

Fax: +91 - 22- 2272 2037 / 39 / 41
+91 22 2272 3121 / 3719 / 1557

Fax: +91- 22- 6641 8124 / 25 / 26
+91 22 2659 8237 / 38 ,
+91 22 2659 8347 / 48

Sir,

Sub: - Details of the voting results as per Clause 35A

Ref:- BSE Code: 532942, NSE Symbol: KNRCON

With reference to the above please find attached in the details of the voting results of the members as per Clause 35A of listing agreement for the 20th Annual General Meeting of the Members held on 30th September 2015 along with the Scrutinizers report for the e-voting.

The details of the said voting details are provided in the specified format.

This is for your information and records

Yours truly,

for KNR Constructions Limited

M. V. Venkata Rao

M. V. VENKATA RAO
Company Secretary



Enclosed:

Results of the voting in the format prescribed in Clause 35A
Scrutinizer report for e-voting



KNR Constructions Limited

Details of the Voting Results as per Clause 35A

Date of the AGM:	30 th September 2015
Total number of shareholders on record date:	7709 (as per the specified date for e-voting 24.09.2015)
No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	 2 38
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	 Not Arranged



(Agenda-wise)

Mode of voting for all the items was e-voting and physical poll conducted at the Meeting

Resolution 1: Adoption of (a) Audited Financial Statement of the Company for the financial year ended 31st March 2015, the report of the Board of Directors and Auditors thereon; and (b) Audited Consolidated Financial Statement of the Company for the financial year ended 31st March 2015 (ordinary resolution)

Promoter/Public	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in Favor	No. of Votes Against	% of Votes in Favor on votes polled	% of Votes against on votes polled
	1	2	3	4	5	6	7
			(3) = { (2) / (1) } *100			(6) = { (4) / (2) } *100	(7) = { (5) / (2) } *100
Promoter and Promoter Group	17086141	17086141	100.00	17086141	0	100.00	0
Public Institutional Holders	7642661	7270510	95.13	7246518	0	99.67	0
Public-Others	3394658	157483	4.64	157483	0	100.00	0
TOTAL	28123460	24514134	87.17	24490142	0	99.90	0

Resolution 2: Declaration of Divided on Equity Shares (Ordinary Resolution)

Promoter/Public	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in Favor	No. of Votes Against	% of Votes in Favor on votes polled	% of Votes against on votes polled
	1	2	3	4	5	6	7
			(3) = { (2) / (1) } *100			(6) = { (4) / (2) } *100	(7) = { (5) / (2) } *100
Promoter and Promoter Group	17086141	17086141	100.00	17086141	0	100.00	0
Public Institutional Holders	7642661	7270510	95.13	7246518	0	99.67	0
Public-Others	3394658	157483	4.64	157483	0	100.00	0
TOTAL	28123460	24514134	87.17	24490142	0	99.90	0



Resolution 3: Appointment of Shri K Jalandhar Reedy, Director retire by rotation (Ordinary Resolution)

Promoter/Public	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in Favor	No. of Votes Against	% of Votes in Favor on votes polled	% of Votes against on votes polled
	1	2	3	4	5	6	7
			$(3) = \{(2) / (1)\} * 100$			$(6) = \{(4) / (2)\} * 100$	$(7) = \{(5) / (2)\} * 100$
Promoter and Promoter Group	17086141	17086141	100.00	17086141	0	100.00	0
Public Institutional Holders	7642661	7270510	95.13	7202246	44272	99.06	0.61
Public-Others	3394658	157483	4.64	157483	0	100.00	0
TOTAL	28123460	24514134	87.17	24445870	44272	99.72	0.18

Resolution 4: Appointment of Statutory Auditors and fixing their remuneration (Ordinary Resolution)

Promoter/Public	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in Favor	No. of Votes Against	% of Votes in Favor on votes polled	% of Votes against on votes polled
	1	2	3	4	5	6	7
			$(3) = \{(2) / (1)\} * 100$			$(6) = \{(4) / (2)\} * 100$	$(7) = \{(5) / (2)\} * 100$
Promoter and Promoter Group	17086141	17086141	100.00	17086141	0	100.00	0
Public Institutional Holders	7642661	7270510	95.13	5616484	1630034	77.25	22.42
Public-Others	3394658	157483	4.64	157483	0	100.00	0.00
TOTAL	28123460	24514134	87.17	22860108	193992	93.25	0.79



**Resolution 5: Approval of Remuneration of Cost Auditors for Financial Year ending
31st March 2016 (Ordinary Resolution)**

Promoter/Public	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in Favor	No. of Votes Against	% of Votes in Favor on votes polled	% of Votes against on votes polled
	1	2	3	4	5	6	7
			$(3) = \{(2) / (1)\} * 100$			$(6) = \{(4) / (2)\} * 100$	$(7) = \{(5) / (2)\} * 100$
Promoter and Promoter Group	17086141	17086141	100.00	17086141	0	100.00	0
Public Institutional Holders	7642661	7270510	95.13	7246518	0	99.67	0
Public-Others	3394658	157483	4.64	157483	0	100.00	0
TOTAL	28123460	24514134	87.17	24490142	0	99.90	0

Note: all the aforesaid resolutions were passed with requisite majority





SCRUTINIZER'S REPORT ON VOTING
(Remote e-voting and Physical Poll)

Carried out for

KNR CONSTRUCTIONS LIMITED

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies,
(Management and Administration) Rules, 2014, as amended]

To
The Chairman,
KNR CONSTRUCTIONS LIMITED
C-125, ANAND NIKETAN
NEW DELHI

Sub: Scrutinizer Report on Remote e-Voting & Physical Poll at the AGM

Dear Sir,

Pursuant to the Resolution passed by the Board of Directors of **KNR CONSTRUCTIONS LIMITED** (the Company) on 14th August, 2015, I have been appointed as Scrutinizer for the purpose of scrutinizing voting process (remote e-voting & physical poll at the AGM) as laid under Rule 20 (3) (ix) of the Companies (Management and Administration) Rules, 2014, as amended, in respect of business items detailed in *Annexure - I* hereto .

I, hereby confirm that I am familiar and am aware of the concept of electronic voting system as prescribed under the said Rules and Clause 35B of the Listing Agreement, as amended, entered into by the Company with the Stock Exchange.

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (remote e-voting) and voting by using Ballot forms by the shareholders on the resolutions proposed in the Notice of the 20th AGM of the Company is the responsibility of the management. My responsibility as the scrutinizer is to ensure that the voting process, both through electronic means and by use of Ballot Forms at the AGM, are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report to the Chairman on the resolutions, based on the Reports generated from the electronic voting system provided by the Central Depository Services (India) Limited (CDSL) and the Report prepared based on the physical poll at the AGM.



The Company has engaged Central Depository Services (India) Limited (CDSL) as the Service provider for providing the e - voting platform to the shareholders of the Company. M/s Link Intime India Private Limited is the Registrar and share Transfer Agent (RTA) of the Company. The service provider provided a system for recording the votes of the shareholders electronically on all the items of the business (both Ordinary and Special business) to be transacted at the 20th Annual General Meeting (AGM) of the Company which was held on Wednesday, 30th day of September, 2015, at 11:00 A.M. at Hotel Mapple Emerald, NH - 8, Rajokri, New Delhi -110038. The service provider, accordingly has set up e-voting facility on its website. The company and the Service Provider had uploaded all the items of business (Notice of AGM) to be transacted on their respective websites to facilitate its shareholders to cast their vote electronically.

As on the cut off date, i.e., 24th September, 2015 there were 7709 shareholders in the Company. Notice of the AGM was sent electronically to the shareholders whose email IDs were registered and by way of post to the remaining shareholders.

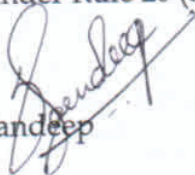
The cut- off date (record date) for the purpose of identifying the shareholders who were entitled to vote on the resolutions placed for consideration of the shareholders was fixed as 24th September, 2015. As prescribed in the aforesaid Rules, the remote e-voting facility was kept open for three days. It commenced at 9:00 A.M., on 27th September, 2015 and was closed at 5:00 P.M. on 29th September, 2015.

On 29th September, 2015 after 5:00 P.M, the voting portal of the service provider was blocked forthwith.

Further, on 30th September, 2015, after the completion of physical poll by the members, the Ballot Boxes were cut open and the ballot forms were taken in my custody. The Ballot forms were scrutinized and a Report on voting by physical poll was prepared by me.

On October 1st 2015, I unblocked the votes cast through e-voting facility in the presence of Mr. T. S. Sandeep and Mr. Prashant. T who acted as the witnesses, (signed hereunder) as prescribed under Rule 20 (3) (xi).

T. S. Sandeep



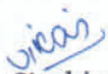
Prashant



Contd... 3

As a Scrutinizer, I have prepared separate Reports on the remote e-voting and on the voting by physical poll at the AGM held on 30th September, 2015. I hereby submit the consolidated Report on all the resolutions contained in the Notice of the said AGM and transacted thereat by way of remote e-voting and by way of physical poll as *Annexure I* hereto.

Thanking You
Yours faithfully,


Vikas Sirohiya
Partner
P.S Rao & Associates
Company Secretaries
M.No. 15116, C.P No. 5246



Place: Hyderabad
Date: 1st October 2015

P. S. Rao & Associates
Company Secretaries

ORDINARY BUSINESS

Agenda Item No. 1 Adoption of Audited Accounts

Details of Agenda Adoption of audited Annual Accounts for the FY ended 31st Mach, 2015

Resolution required Ordinary Resolution

Mode of Voting Electronic Voting & Physical Poll at AGM

Promoter/Public	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in Favor	No. of Votes Against	% of Votes in Favor on votes polled	% of Votes against on votes polled
	1	2	3	4	5	6	7
			$(3) = \frac{(2)}{(1)} * 100$			$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Promoter and Promoter Group							
Electronic Poll		13060220	76.44	13060220	0	100.00	N.A
Physical Poll at AGM		4025921	23.56	4025921	0	100.00	N.A
Sub Total	17086141	17086141	100.00	17086141	0	100.00	N.A
Public Institutional Holders							
Electronic Poll		6445510	84.34	6421518	0	99.63	N.A
Physical Poll at AGM		825000	10.79	825000	0	100.00	N.A
Sub Total	7642661	7270510	95.13	7246518	0	99.67	N.A
Public-Others							
Electronic Poll		157458	4.64	157458	0	100.00	N.A
Physical Poll at AGM		25	—	25	0	100.00	N.A
Sub Total	3394658	157483	4.64	157483	0	100.00	N.A
TOTAL	28123460	24514134	87.17	24490142	0	99.90	



ORDINARY BUSINESS

Agenda Item No. 2

Declaration of Dividend

Details of Agenda

Declaration of Dividend of Re 1 per Equity Share of Rs.10 each

Resolution required

Ordinary Resolution

Mode of Voting

Electronic Voting & Physical Poll at AGM

Promoter/Public	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in Favor	No. of Votes Against	% of Votes in Favor on votes polled	% of Votes against on votes polled
	1	2	3	4	5	6	7
			$(3) = \frac{(2)}{(1)} * 100$			$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Promoter and Promoter Group							
Electronic Poll		13060220	76.44	13060220	0	100.00	N.A
Physical Poll at AGM		4025921	23.56	4025921	0	100.00	N.A
Sub Total	17086141	17086141	100.00	17086141	0	100.00	N.A
Public Institutional Holders							
Electronic Poll		6445510	84.34	6421518	0	99.63	N.A
Physical Poll at AGM		825000	10.79	825000	0	100.00	N.A
Sub Total	7642661	7270510	95.13	7246518	0	99.67	N.A
Public-Others							
Electronic Poll		157458	4.64	157458	0	100.00	N.A
Physical Poll at AGM		25	-	25	0	100.00	N.A
Sub Total	3394658	157483	4.64	157483	0	100.00	N.A
TOTAL	28123460	24514134	87.17	24490142	0	99.90	



ORDINARY BUSINESS

Agenda Item No. 3

Reappointment of Mr. K. Jalandhar Reddy as a Director of the Company

Details of Agenda

Reappointment of Mr. K. Jalandhar Reddy as a Director of the Company

Resolution required

: Ordinary Resolution

Mode of Voting

Electronic Voting & Physical Poll at AGM

Promoter/Public	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in Favor	No. of Votes Against	% of Votes in Favor on votes polled	% of Votes against on votes polled
	1	2	3	4	5	6	7
			(3) = [(2) / (1)] * 100			(6) = [(4) / (2)] * 100	(7) = [(5) / (2)] * 100
Promoter and Promoter Group							
Electronic Poll		13060220	76.44	13060220	0	100.00	N.A
Physical Poll at AGM		4025921	23.56	4025921	0	100.00	N.A
Sub Total	17086141	17086141	100.00	17086141	0	100.00	N.A
Public Institutional Holders							
Electronic Poll		6445510	84.34	6377246	44272	98.94	0.69
Physical Poll at AGM		825000	10.79	825000	0	100.00	N.A
Sub Total	7642661	7270510	95.13	7202246	44272	99.06	0.61
Public-Others							
Electronic Poll		157458	4.64	157458	0	100.00	N.A
Physical Poll at AGM		25	—	25	0	100.00	N.A
Sub Total	3394658	157483	4.64	157483	0	100.00	N.A
TOTAL	28123460	24514134	87.17	24445870	44272	99.72	0.18



ORDINARY BUSINESS

Agenda Item No. 4

Details of Agenda

Resolution required

Mode of Voting

Reappointment of Statutory Auditors

Reappointment of M/s Sukumar & Co., Chartered Accountants as Statutory Audit

: Ordinary Resolution

Electronic Voting & Physical Poll at AGM

Promoter/Public	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in Favor	No. of Votes Against	% of Votes in Favor on votes polled	% of Votes against on votes polled
	1	2	3	4	5	6	7
			$(3) = \frac{(2)}{(1)} * 100$			$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Promoter and Promoter Group							
Electronic Poll		13060220	76.44	13060220	0	100.00	N.A
Physical Poll at AGM		4025921	23.56	4025921	0	100.00	N.A
Sub Total	17086141	17086141	100.00	17086141	0	100.00	N.A
Public Institutional Holders							
Electronic Poll		6445510	84.34	4791484	1630034	74.34	25.29
Physical Poll at AGM		825000	10.79	825000	0	100.00	N.A
Sub Total	7642661	7270510	95.13	5616484	1630034	77.25	22.42
Public-Others							
Electronic Poll		157458	4.64	157458	0	100.00	N.A
Physical Poll at AGM		25	—	25	0	100.00	N.A
Sub Total	3394658	157483	4.64	157483	0	100.00	N.A
TOTAL	28123460	24514134	87.17	22860108	193992	93.25	0.79



SPECIAL BUSINESS

Agenda Item No. 5

Remuneration of Cost Auditors

Details of Agenda

Remuneration of Rs.3,00,000 to M/s K K Rao & Associates, Cost Auditors

Resolution required

: Ordinary Resolution

Mode of Voting

Electronic Voting & Physical Poll at AGM

Promoter/Public	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in Favor	No. of Votes Against	% of Votes in Favor on votes polled	% of Votes against on votes polled
	1	2	3	4	5	6	7
			$(3) = \frac{(2)}{(1)} * 100$			$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Promoter and Promoter Group							
Electronic Poll		13060220	76.44	13060220	0	100.00	N.A
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Sub Total	17086141	17086141	100.00	17086141	0	100.00	N.A
Public Institutional Holders							
Electronic Poll		6445510	84.34	6421518	0	99.63	N.A
Physical Poll at AGM		825000	10.79	825000	0	100.00	N.A
Sub Total	7642661	7270510	95.13	7246518	0	99.67	N.A
Public-Others							
Electronic Poll		157458	4.64	157458	0	100.00	N.A
Physical Poll at AGM		25	—	25	0	100.00	N.A
Sub Total	3394658	157483	4.64	157483	0	100.00	N.A
TOTAL	28123460	24514134	87.17	24490142	0	99.90	N.A

