



KNR Constructions Limited.

Dated 30th September 2018

Ref: KNRCL/SD/2018/105 & 106

To
Dept. of Corporate Services,
BSE Limited
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Fort, MUMBAI - 400001

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Sir,

Sub: - Proceedings of the 23rd Annual General Meeting

Ref: - KNR Constructions Limited, BSE Code: 532942, NSE Symbol:
KNRCON

With reference to the above, please find attached the proceedings of the 23rd Annual General Meeting of the Company held on 29.09.2018 at Hotel Mapple Emerald, NH-8, Rajokri, New Delhi - 110038 under Regulation 30 of SEBI (Listing Obligations and Disclosures Requirements) Regulations.

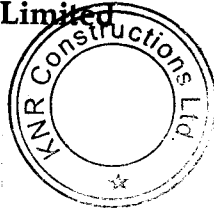
This is for your records.

Yours sincerely,

For KNR Constructions Limited

M. V. Venkata Rao

M. V. VENKATA RAO
Company Secretary



PROCEEDINGS OF 23rd ANNUAL GENERAL MEETING OF KNR CONSTRUCTIONS LIMITED HELD ON SATURDAY, 29TH SEPTEMBER, 2018 AT 11:00 A.M. HOTEL MAPPLE EMERALD, NH-8, RAJOKRI, NEW DELHI – 110038.

MEMBERS PRESENT:

Members were present in person – 77

No Proxies

DIRECTORS PRESENT:

1. Shri B V Rama Rao, Independent Director & Chairman
2. Shri L B Reddy, Independent Director
3. Shri K Jalandhar Reddy, Executive Director & CFO

ALSO PRESENT

1. Mr. K Viswanath, Partner, M/s K P Rao & Co., Chartered Accountants
2. Mr. S Vaikuntanathan, Vice President (F&A)
3. M V Venkata Rao, Company Secretary
4. Mr. Vikas Sirohiya, Scrutinizer, Partner, M/s P S Rao & Associates, Company Secretaries
5. Mr. K Venkata Ram Rao, GM (F&A)

The meeting commenced at 11:00 A.M. (IST) and concluded at 1:15 P.M. (IST)

1. Mr. M V Venkata Rao welcomed the members to the 23rd Annual General Meeting (AGM) of the Company and introduced the Directors, Auditors and others present in the meeting.
2. Shri B V Rama Rao, Chairman of the Company extended a warm welcome to all persons present in the AGM. After ascertaining the presence of requisite quorum, he called the meeting to order and commenced the proceedings.
3. Shri B V Rama Rao presented his address highlighting the business operations, future prospects, industry scenario etc.
4. The Company Secretary informed the members that the Register of Directors Shareholding and other statutory registers were available for inspection by the members during the meeting.
5. With the consent of members present, the notice convening 23rd AGM was taken as read.

6. The Auditors were requested to read out their Report on the audited annual accounts of the Company for the financial year ended 31st March, 2018.

Thereafter, Shri K Viswanath, Partner, M/s. K P Rao & Co. Chartered Accountants, the Statutory Auditor, read out his Report.

7. Thereafter the Chairman invited the members to express their queries, if any.

8. Members sought additional information on the business operations of the Company.

9. The Chairman took note of the same and along with the management team responded to the queries from members. He expressed his gratitude for the faith reposed by the members in the management of the Company.

10. The Company Secretary informed that in compliance with the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, and amendments thereto, voting on business items of the AGM is being carried out through electronic means as well as through physical poll. He further informed that the remote e- voting process has been completed as per the schedule, for which Mr. Vikas Sirohiya, Company Secretary in Practice was appointed as the Scrunitizer. The results of the said e-voting will be declared in consolidation with the outcome of physical poll.

He further informed that the Company has made necessary arrangements for voting through physical poll to such shareholders who did not cast their vote through remote e -voting. The Company Secretary then explained the poll procedure to the members and noted that the members were in possession of the poll papers.

11. Thereafter the business items as per the notice of the AGM were taken up in chronological order.

The Company Secretary read out the business items and indicated the type of resolution required in each case.

Item No.1

Adoption of audited financial statements for the Financial Year ended 31st March, 2018, the Reports of the Board of Directors and Auditors thereon.

– proposed as Ordinary Resolution

Item No.2

Declaration of divided of Rs. 0.40/- per equity share of Rs. 2/- each for the year ended 31st March 2018

– proposed as Ordinary Resolution

Item No.3

Re-appointment of Smt. K Yashoda, as Director of the Company liable to retire by rotation

– proposed as Ordinary Resolution

Item No.4

Approval of the Remuneration of the Cost Auditors

– proposed as Ordinary Resolution

Item No.5

Approval in terms of SEBI (LODR) (Amendment) Regulations 2018 to the continuation of Shri B V Rama Rao (DIN: 00972552) as Independent Director upto 30.09.2019

– proposed as Special Resolution

Item No.6

Approval in terms of SEBI (LODR) (Amendment) Regulations 2018 to the continuation of Shri L B Reddy (DIN: 00956445) as Independent Director upto 30.09.2019

– proposed as Special Resolution

12. The Company Secretary, then requested the members to fill up the poll papers and drop the same in the Ballot boxes provided for the said purpose. He requested the members to join for refreshments upon completion of Voting.
13. The volunteers helped the members in filling up the Poll Papers. The members cast their vote and proceeded for refreshments.

14. After completion of Voting, the scrutinizer, in the presence of two witnesses opened the Ballot Boxes, segregated the valid and invalid votes and ascertained the votes cast in favour and against in respect of each resolution.
15. After the break, the Scrutinizer submitted his report (pertaining to physical poll) to the Chairman.
16. The Chairman announced that the consolidated voting results will be announced within 48 hours and will be placed on the website of the Company and that of the CDSL, the e voting agency, along with the report of Scrutinizer. Simultaneously, the same will be forwarded to the Stock Exchanges, BSE Limited and National Stock Exchange of India Limited also.
17. Upon the request of the Chairman, the Company Secretary extended vote of thanks
18. The Chairman declared the meeting as concluded.