



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,
23rd Annual General Meeting of Equity Shareholders of
KNR CONSTRUCTIONS LIMITED
C-125, Anand Niketan,
New Delhi -110021

Held on Saturday, 29th September, 2018 at 11.A.M. at Hotel Mapple Emerld, NH-8, Rajokri, New Delhi – 110038

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 10th August, 2018, 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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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 23rd 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, is conducted in a fair and transparent manner and provide 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.

For **P.S. RAO & ASSOCIATES**
Company Secretaries
SIRONIYA
Contd....2

VIKAS SIRONIYA
Partner

C.P. No:5248

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) transacted at the 23rd Annual General Meeting (AGM) of the Company which was held on Saturday, 29th day of September, 2018, at 11:00 A.M. at Hotel Mapple Emerld, NH-8, Rajokri, New Delhi – 110038. The service provider, accordingly had 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.

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 22nd September, 2018. 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 26th September, 2018 and was closed at 5:00 P.M. on 28th September, 2018.

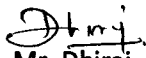
On 28th September, 2018 after 5:00 P.M, the voting portal of the service provider was blocked forthwith.

At the AGM, after completing other scheduled matters, a Ballot box was locked in my presence with due identification marks placed by me and was placed in the Meeting. The members cast their vote by way of physical ballot.

After completion of polling, I opened the Ballot box in the presence of Mr. Dhiraj and Mr. Avneet Singh Kohli who acted as the witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Share Transfer Agent of the Company.


I did not find any poll papers invalid.

Thereafter I unblocked the votes cast through e-voting facility in the presence of Mr. Dhiraj and Mr. Avneet Singh Kohli who acted as the witnesses, (signed hereunder) as prescribed under Rule 20 (3) (xii).


Mr. Dhiraj


Mr. Avneet Singh Kohli


For P.S. AND ASSOCIATES
Company Secretaries


Contd....3
PAGES 01/01
Page 1
C.P. NO:5248

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 29th September, 2018 and consolidated the same. 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.

The poll papers and all other relevant records were sealed and handed over to the Chairman for safe keeping.

Thanking You
Yours faithfully,


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

Place: Hyderabad
Date: 30th September, 2018

ORDINARY BUSINESS

KNR Constructions Limited

Agenda Item No. 1

Adoption of Audited Accounts

Details of Agenda

Adoption of Audited Annual Accounts (Standalone and Consolidated) for the FY ended 31st March, 2018

Resolution required

Ordinary Resolution

Mode of Voting

Electronic Voting & Physical Poll at AGM

whether promoter/ promoter Group are interested in the Agenda / resolution

No

Category	Mode of Voting	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	E - Voting	77880705	77880705	100	77880705	0	100.00	NA
	Poll		0	0	0	0	0.00	0
	Total		77880705	100	77880705	0	100.00	NA
Public Institutions	E - Voting		40948835	90.64	40948835	0	100.00	NA
	Poll	45178618	0	0	0	0	0.00	NA
	Total		40948835	90.64	40948835	0	100.00	NA
Public Non Institutions	E - Voting		1392526	7.93	1392316	210	99.98	0.02
	Poll	17557977	2953	0.02	2839	114	96.14	3.86
	Total		1395479	7.95	1395155	324	99.98	0.02
TOTAL		140617300	120225019	85.50	120224695	324	100.00	0.003

for P.S. SAULI
Company Secretary

VIKAS SINGHIA
Partner
C.P. No:524E

ORDINARY BUSINESS

KNR Constructions Limited

Agenda Item No. 2

Declaration of Dividend

Details of Agenda

Declaration of Dividend of Rs.0.40/- per Equity Share of Rs.2/- each

Resolution required

Ordinary Resolution

Mode of Voting

Electronic Voting & Physical Poll at AGM

whether promoter/ promoter Group are interested in the Agenda / resolution

No

Category	Mode of Voting	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	E - Voting		77880705	100.00	77880705	0	100	NA
	Poll	77880705	0	0	0	0	0	NA
	Total		77880705	100	77880705	0	100	NA
Public Institutions	E - Voting		41394287	91.62	41394287	0	100	NA
	Poll	45178618	0	0	0	0	0	NA
	Total		41394287	91.62	41394287	0	100	NA
Public Non Institutions	E - Voting		1392526	7.93	1392316	210	99.98	0.02
	Poll	17557977	2953	0.02	2839	114	96.14	3.86
	Total		1395479	7.95	1395155	324	100	0.02
TOTAL		140617300	120670471	85.81	120670147	324	100	0.0003

2011
 2012
 2013
 2014
 2015
 2016
 2017
 2018
 2019
 2020
 2021
 2022
 2023
 2024
 2025
 2026
 2027
 2028
 2029
 2030

ORDINARY BUSINESS

KNR Constructions Limited

Agenda Item No. 3

Re appointment of Mrs. K Yashoda to the office of Director

Details of Agenda

Re appointment of Mrs. K Yashoda to the office of Director

Resolution required

Ordinary Resolution

Mode of Voting

Electronic Voting & Physical Poll at AGM

whether promoter/ promoter Group are interested in the Agenda / resolution

Yes (Mrs. K Yashoda)

Category	Mode of Voting	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
				$(3) = \frac{(2)}{(1)} \times 100$			$(6) = \frac{(4)}{(2)} \times 100$	$(7) = \frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	E - Voting	77880705	71873200	92.29	71873200	0	100.00	NA
	Poll		0	0	0	0	0	NA
	Total		71873200	92.29	71873200	0	100	NA
Public Institutions	E - Voting		41394287	91.62	37026086	4368201	89.45	10.55
	Poll	45178618		0	0	0	0	0
	Total		41394287	91.62	37026086	4368201	89.45	10.55
Public Non Institutions	E - Voting		1392526	7.93	1385576	6950	99.50	0.50
	Poll	17557977	2953	0.02	2839	114	96.14	3.86
	Total		1395479	7.95	1388415	7064	99.49	0.51
TOTAL		140617300	114662966	81.54	110287701	4375265	96.18	3.8158

For P.S.RAU & ASSOCIATES
Company Secretaries

SPECIAL BUSINESS

KNR Constructions Limited

Agenda Item No. 4

Approval of Remuneration of Cost Auditors

Details of Agenda

Approval of Remuneration of Cost Auditors

Resolution required

Ordinary Resolution

Mode of Voting

Electronic Voting & Physical Poll at AGM

whether promoter/ promoter Group are interested in the Agenda / resolution

No

Category	Mode of Voting	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
Promoter and Promoter Group	E - Voting		77880705	100.00	77880705	NIL	100	NA
	Poll	77880705	0	0.00	0	NA	NA	NA
	Total		77880705	100.00	77880705	NA	100	NA
Public Institutions	E - Voting		41394287	91.62	41394287	0	100	NA
	Poll	45178618	0	0.00	0	0	NA	NA
	Total		41394287	91.62	41394287	0	100	NA
Public Non Institutions	E - Voting		1392526	7.93	1392312	214	99.98	0.02
	Poll	17557977	2953	0.02	2839	114	96.14	3.86
	Total		1395479	7.95	1395151	328	99.98	0.02
TOTAL		140617300	120670471	85.81	120670143	328	100.00	0.0003

Vikas

VIKAS
2013
C.F. NO. 02818

SPECIAL BUSINESS

KNR Constructions Limited

Agenda Item No. 5

Approval in terms of SEBI(LODR) (Amendment) Regulations 2018 to the continuation of Shri B V Rama Rao as Independent Directors upto 30.09.2018 as already approved by members

Details of Agenda

Approval in terms of SEBI(LODR) (Amendment) Regulations 2018 to the continuation of Shri B V Rama Rao as Independent Directors upto 30.09.2018 as already approved by members

Resolution required

Special Resolution

Mode of Voting

Electronic Voting & Physical Poll at AGM

whether promoter/
promoter Group are
interested in the Agenda/
resolution No

Category	Mode of Voting	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	E - Voting	77880705	77880705	100	77880705	NIL	100	NA
	Poll		0	0	0	NA	NA	NA
	Total	77880705	77880705	100	77880705	NA	100	NA
Public Institutions	E - Voting	45178618	41394287	91.62	40497584	896703	97.83	2.17
	Poll		0	0.00	0	NA	NA	NA
	Total	45178618	41394287	91.62	40497584	896703	97.83	2.17
Public Non Institutions	E - Voting	17557977	1392526	7.93	1390133	2393	99.83	0.17
	Poll		2953	0.02	2839	114	96.14	3.86
	Total	17557977	1395479	7.95	1392972	2507	99.82	0.18
TOTAL		140617300	120670471	85.81	119771261	899210	99.25	0.7452

For P.S.RAO & ASSOCIATES
Company Signatory

SPECIAL BUSINESS

KNR Constructions Limited

Agenda Item No. 6

Approval in terms of SEBI(LODR) (Amendment) Regulations 2018 to the continuation of Shri L B Reddy as Independent Directors upto 30.09.2018 as already approved by members

Details of Agenda

Approval in terms of SEBI(LODR) (Amendment) Regulations 2018 to the continuation of Shri L B Reddy as Independent Directors upto 30.09.2018 as already approved by members

Resolution required

Special Resolution

Mode of Voting

Electronic Voting & Physical Poll at AGM

whether promoter/
promoter Group are
interested in the Agenda/
resolution No

Category	Mode of Voting	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	E - Voting Poll	77880705	77880705	100	77880705	NIL	100	NA
	Total		0	0	0	NA	NA	NA
			77880705	100	77880705	NA	100	NA
Public Institutions	E - Voting Poll	45178618	41394287	91.62	40497584	896703	97.83	2.17
	Total		0	0	0	NA	NA	NA
			41394287	91.62	40497584	896703	97.83	2.17
Public Non Institutions	E - Voting Poll	17557977	1392526	7.93	1390133	2393	99.83	0.17
	Total		2953	0.02	2839	114	96.14	3.86
			1395479	7.95	1392972	2507	99.82	0.18
TOTAL		140617300	120670471	85.81	119771261	899210	99.25	0.7452

CO/WO

V. C. 1005218