



**SCRUTINIZER'S REPORT ON E-VOTING**

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]

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

**Sub:** Scrutinizer Report on E-Voting

**Dear Sir,**

Pursuant to the Resolution passed by the Board of Directors of **KNR CONSTRUCTIONS LIMITED** (the Company) on 14<sup>th</sup> August, 2014, I have been appointed as Scrutinizer for the e-voting process as laid under Rule 20 (3) (ix) of the Companies (Management and Administration) Rules, 2014.

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 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 are the Registrar and share Transfer Agent (RTA) of the Company. The service provider, had 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 19<sup>th</sup> Annual General Meeting (AGM) of the Company which is scheduled to be held on Tuesday, 30<sup>th</sup> day of September, 2014, at 11.30 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., 22<sup>nd</sup> August, 2014 there were 5,777 shareholders in the Company. Notices of the AGM were sent electronically to the shareholders whose email IDs were registered and by way of post to the remaining shareholders.



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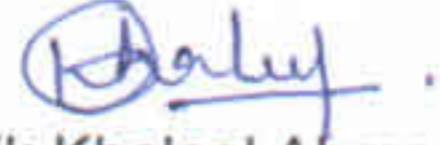


The cut- off date (record date) for the purpose of identifying the shareholders who were entitled to vote on the resolutions placed for consideration of the shareholders was fixed as 22<sup>nd</sup> August, 2014. As prescribed in the aforesaid Rules, the e-voting facility was kept open for three days. It commenced at 9.00 A.M., on 24<sup>th</sup> September, 2014 and was closed at 6.00 P.M. on 26<sup>th</sup> September, 2014.

After 6.00 P.M on 26<sup>th</sup> September, 2014 the voting portal of the service provider was blocked forthwith. On September 27<sup>th</sup> 2014, I unblocked the votes cast through e-voting facility in the presence of Mr. Piyush Dwivedi and Mr. Shaik Khaleel Ahmed who acted as the witnesses, (signed hereunder) as prescribed under Rule 20 (3) (xi).



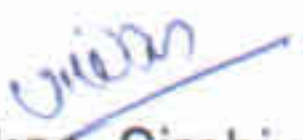
Piyush Dwivedi



Shaik Khaleel Ahmed

As a Scrutinizer, the report of the e-Voting carried out by the shareholders was duly compiled, the details of which are laid in the **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: 27<sup>th</sup> September, 2014



**Annexure to the Scrutinizer's Report in respect of electronic Voting**

| Resolution<br>n | Resolution Description                                                                                                           | Mode       | No. of<br>persons<br>voted | Total Votes<br>polled | Favour  |          |                           | Against |        |                           |
|-----------------|----------------------------------------------------------------------------------------------------------------------------------|------------|----------------------------|-----------------------|---------|----------|---------------------------|---------|--------|---------------------------|
|                 |                                                                                                                                  |            |                            |                       | Ballots | Votes    | % of total valid<br>votes | Ballots | Votes  | % of total valid<br>votes |
| 1               | Adoption of audited Annual Accounts for the FY ended 31st March, 2014                                                            | Electronic | 18                         | 23039947              | 18      | 23039947 | 100                       | 0       | N.A.   | N.A.                      |
| 2               | Declaration of Dividend @ Re 1 per Equity Share of Rs.10 each                                                                    | Electronic | 18                         | 23039947              | 18      | 23039947 | 100                       | 0       | N.A.   | N.A.                      |
| 3               | Reappointment of Mr. K. Jalandhar Reddy as Director of the Company                                                               | Electronic | 18                         | 23039947              | 17      | 22890955 | 99.35                     | 1       | 148992 | 0.65                      |
| 4               | Reappointment of Mr. M. Rajesh Reddy as Director of the Company                                                                  | Electronic | 18                         | 23039947              | 18      | 23039947 | 100                       | 0       | N.A.   | N.A.                      |
| 5               | Reappointment of M/s Sukumar & Co., Chartered Accountants as Statutory Auditors of the Company                                   | Electronic | 18                         | 23039947              | 17      | 22890955 | 99.35                     | 1       | 148992 | 0.65                      |
| 6               | Appointment of Smt. Kamidi Yashoda as Director of the Company, liable to retire by rotation                                      | Electronic | 18                         | 23039947              | 18      | 23039947 | 100                       | 0       | N.A.   | N.A.                      |
| 7               | Appointment of Shri B V Rama Rao as an Independent Director for a period of 5 years commencing from 1st October, 2014            | Electronic | 18                         | 23039947              | 18      | 23039947 | 100                       | 0       | N.A.   | N.A.                      |
| 8               | Appointment of Shri L B Reddy as an Independent Director for a period of 5 years commencing from 1st October, 2014               | Electronic | 18                         | 23039947              | 18      | 23039947 | 100                       | 0       | N.A.   | N.A.                      |
| 9               | Remuneration of Rs.3,00,000 to M/s K K Rao & Associates, Cost Auditors                                                           | Electronic | 18                         | 23039947              | 18      | 23039947 | 100                       | 0       | N.A.   | N.A.                      |
| 10              | Consent of the Company accorded to the Board of Directors to borrow monies U/s 180(1) ( c) of the Companies Act, 2013            | Electronic | 18                         | 23039947              | 18      | 23039947 | 100                       | 0       | N.A.   | N.A.                      |
| 11              | Consent of the Company accorded to the Board of Directors to mortgage / create charge U/s 180(1) ( a) of the Companies Act, 2013 | Electronic | 18                         | 23039947              | 18      | 23039947 | 100                       | 0       | N.A.   | N.A.                      |



*(Signature)*