

To,  
The Board of Directors  
M/s. KNR Constructions Limited

14<sup>th</sup> October, 2017

Dear Sir,

**Sub: Passing of resolutions through postal Ballot.**

Pursuant to the resolution passed by the Board of Directors of M/s. KNR Constructions Limited on 14<sup>th</sup> August, 2017, I have been appointed as scrutinizer to receive, process and scrutinize the postal ballot papers in respect of the Special Resolutions as circulated in the postal ballot notice dated 06<sup>th</sup> September, 2017

To enable wider participation of share holders, pursuant to the provisions of section 108 of the Companies Act, 2013 (the act) and the rules framed there under and as required under the listing agreement, listed Companies are required to provide e-voting facility to their share holders for all resolution to be passed at General Meeting or through postal ballot.

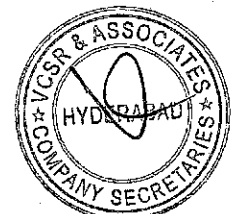
KNR Constructions Limited had therefore made arrangement with the system provider CDSL for providing system of recording votes of shareholders electronically through e-voting. KNR Constructions Limited had accordingly arranged through its Registrar and Transfer Agent M/s. Link Intime India Private Limited (RTA), Hereinafter referred to as RTA to set up the e-voting facility on the CDSL e-voting website: <https://www.evoting.india.com>.

KNR Constructions Limited through RTA uploaded the resolution together with the explanatory statement on which e-voting is required and for generating Electronic Voting Event Number (EVEN) by the system provider. The registered of members was made up, for the purpose of dispatch of postal ballots to the shareholders as of 01<sup>th</sup> September, 2017 (cutoff date).

**Description of Special Resolutions:**

1. Shifting of Registered Office from The National Capital Territory of Delhi to The State of Telangana.

I report that the postal ballot notice date 06<sup>th</sup> September, 2017 under section 110 of the Companies Act, 2013 read with the relevant rules dispatched to 3124 shareholders in physical form along with self addressed prepaid business reply envelope on 11<sup>th</sup> September, 2017.



In addition to the above, postal ballot notices were also sent via electronic mode by the company, the system provider to the shareholders at their e-mail addresses registered with the Depository participants as per the data downloaded from the CDSL and NSDL as on 01<sup>st</sup> September, 2017 (cutoff date).

I report that I have received the postal ballot forms from the shares holders during the period starting from Tuesday, 12<sup>th</sup> September 2017 to Thursday, 12<sup>th</sup> October, 2017. All the postal ballot forms together with all votes cast by E-voting through CDSL received up to 12<sup>th</sup> October, 2017 being the last date fixed by the Company for receipt of the ballot forms/ e-voting were considered for my scrutiny.

On scrutiny, I report that 123 (One Hundred Twenty Three) shareholders have exercised their vote through e-voting and 15 (Fifteen) share holders have exercised their votes through postal ballot forms in physical mode.

The voting was reckoned in proportion to Members shares of voting rights on the paid up equity share capital of the company as on 01<sup>st</sup> September, 2017. The postal ballot notice was also placed on the website of the company during the period of voting i.e. 12<sup>th</sup> September 2017 to 12<sup>th</sup> October, 2017.

The locked E-votes on the website of CDSL has been unblocked by me in the presence of two witnesses namely Mr. Siva Prasad J and Mr. Nagulmeera Sk who are not employees of the company. The e-votes were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company.

The summary of the postal ballot is as per the attached **Annexure**.

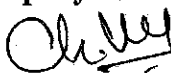
**Result of the Postal Ballot:**

These special resolutions set out in the notice of the postal ballot dated 06<sup>th</sup> September, 2017 require more than three-fourths of the number of votes to be cast in favour of the resolution in order to pass the resolution. I report that the Special Resolutions have been passed by the share holders by the requisite majority.

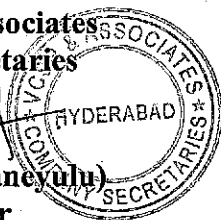
Thanking you,

Yours faithfully,

**For VCSR & Associates  
Company Secretaries**



**(Ch. Veeranjanyulu)  
Partner**



**CP No. 6392 F.C.S No. 6121**

**ANNEXURE**

**Physical Voting Result**

S.No	Resolution	Assent				Dessent				Invalid			Summary of result	
		No.of Shareholders	No.of Shares	Percent age (%)	No.of Shareholders	No.of Shares	Percent tage (%)	No.of Shareholders	No.of Shares	Percent age (%)	No.of Shareholders	No.of Shares		
1	Shifting of Registered Office from The National Capital Territory of Delhi to The State of Telangana	14	2536	100	1	5	Negligible	0	0	0	15	2541		

The above resolutions are passed with requisite majority.

**Electronic Voting Result**

S.No	Resolution	Assent				Dessent				Invalid			Summary of result	
		No. of Shareholders	No. of Shares	Percent age (%)	No. of Shareholders	No. of Shares	Percent age (%)	No. of Shareholders	No. of Shares	Perce ntage (%)	No. of Shareholders	No. of Shares		
1	Shifting of Registered Office from The National Capital Territory of Delhi to The State of Telangana	117	126739251	100	6	36	Negligible	0	0	0	123	126739287		

The above resolutions are passed with requisite majority.



**Consolidated Results (Physical & E-voting)**

S.No	Resolution	Assent			Dissent			Invalid			Summary of result	
		No.of Shareholders	No.of Shares	Percentage (%)	No.of Shareholders	No.of Shares	Percentage (%)	No.of Shareholders	No.of Shares	Percentage (%)	No.of Shareholders	No.of Shares
1	Shifting of Registered Office from The National Capital Territory of Delhi to The State of Telangana	131	12674178	100	7	41	Negligible	0	0	0	138	12674182

The above resolutions are passed with requisite majority.

