



## KNR Constructions Limited

Date: 6<sup>th</sup> October 2015

Ref: KNRCL/SD/2015/ 81 & 82

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: - Minutes of 20<sup>th</sup> Annual General Meeting of the Company

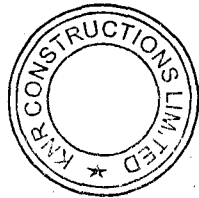
Ref: - Clause 31 of Listing Agreement  
KNR Constructions Limited,  
BSE Code: 532942, NSE Symbol: KNRCON

With reference to the above please find attached copy of Minutes of the 20<sup>th</sup> Annual General Meeting of the Company held on 30<sup>th</sup> September 2015.

This is for your information and necessary records.

Yours truly,  
for KNR Constructions Limited

*M. V. Venkata Rao*  
M. V. VENKATA RAO  
Company Secretary



# MINUTES BOOK

MINUTES OF THE MEETING OF 20<sup>TH</sup> ANNUAL GENERAL MEETING OF MEMBERS OF KNR CONSTRUCTIONS LIMITED HELD ON WEDNESDAY THE 30<sup>TH</sup> DAY OF SEPTEMBER 2015 AT 11.00 AM. AT HOTEL MAPPLE EMERALD, NH-8, RAJOKRI, NEW DELHI 110038

## DIRECTORS PRESENT

1. Shri L B Reddy, Director
2. Shri K Narasimha Reddy, Managing Director
3. Shri K Jalandhar Reddy, Executive Director

## IN ATTENDANCE

1. Mr. C Sukumar Babu, Partner, M/s Sukumar Babu and Co.,
2. Mr. G Sravana Kumar, CGM
3. M V Venkata Rao, Company Secretary
4. Mr. Vikas Sirohiya, Scrutinizer

Members: 40 ( including proxy)

After ascertaining the quorum, the Company Secretary, welcomed the shareholders to the 20<sup>th</sup> Annual General Meeting and requested Shri L B Reddy, Chairman of the Audit Committee of the Company, to preside over the meeting.

The following documents / Registers of the Company remained open and accessible for inspection during the continuance of the AGM:

- a. Financial Statements for the Financial Year ended 31.03.2015, including the Consolidated Financial Statement for the said Financial year and the Report of the Board of Directors and Auditors
- b. Register of Directors and Key Managerial Personnel and their shareholding.
- c. Register of Contracts or Arrangements in which Directors are Interested.

Shri L B Reddy, Chairman, commenced the proceedings of the meeting. The Chairman welcomed the Shareholders to the 20<sup>th</sup> Annual General Meeting and introduced the Directors present on the dais.

Notice convening the meeting and the Directors' Report were taken as read with the permission of the members.

CHAIRMAN'S INITIALS



# MINUTES BOOK

## Auditor's Report

The Chairman requested the Statutory Auditors to read out the Auditors Report to the shareholders. Mr. C Sukumar Babu, Partner M/s Sukumar Babu and Co., Chartered Accountants, Hyderabad read the Auditors Report.

## Chairman's Address to the Members

The Chairman explained the state of affairs of the Company. He explained the performance of the Company for the financial year 2014-2015.

After clarifying questions from the shareholders, the agenda for the meeting was taken up for consideration.

The Chairman drew attention that the Company, pursuant to the provisions of the Companies Act, 2013, had provided the facility of remote e-voting on all the Resolutions forming part of the agenda of the AGM; the period for remote e-voting commenced from 27.09.2015 at 9:00 a.m and ended on 29.09.2015 at 5:00 p.m

The Chairman advised that those who had not been able to cast their votes by remote e-voting, may avail the facility of ballot voting provided at the AGM venue once the Resolutions as per the agenda are read.

The Chairman, thereafter read the resolutions as follows:

## ORDINARY BUSINESS

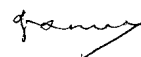
### ITEM NO. 1

Ordinary resolution to receive, consider and adopt

- (a) the audited Statement of Profit and Loss for the financial year ended 31<sup>st</sup> March, 2015 and the Balance Sheet as on that date together with the Report of the Board of Directors and Auditors thereon; and
- (b) the audited consolidated Statement of Profit and Loss for the financial year ended 31st March, 2015 and the Balance Sheet as on that date

**"RESOLVED THAT** the Audited Balance Sheet of the Company (Standalone and Consolidated) as at 31<sup>st</sup> March 2015 and the Statement of Profit and Loss Account (standalone and consolidate) for the year ended on that date together with the relevant schedules attached thereto and the Directors Report and Auditors Report thereon be and are hereby received, considered and adopted."

CHAIRMAN'S INITIALS



# MINUTES BOOK

## ITEM NO. 2

Ordinary resolution to declare Dividend of Rs. 1.00 Per Equity shares of Rs. 10.00 Each to the Shareholders for the financial year 2014-2015

**"RESOLVED THAT** a dividend of Rs. 1/- per every Equity Share of Rs. 10/- on the Equity Share Capital of the Company, as recommended by the Board of Directors be paid to those members of the Company, for the year 2014-2015, whose names are appearing on the Register of Members of the company as on 24<sup>th</sup> September 2015, the book closure date fixed for this purpose."

## ITEM NO. 3

Ordinary resolution to appoint a Director in place of Shri K Jalandhar Reddy (DIN: 00434911), who retires by rotation and being eligible, offers himself for reappointment

**"RESOLVED THAT** Shri K Jalandhar Reddy, Director who retires by rotation and being eligible for re-appointment be and is hereby re-appointed as a Director of the Company."

## ITEM NO. 4

Ordinary resolution to appoint M/s Sukumar Babu & Co., Chartered Accountants (Registration No. 004188S) as Statutory Auditors of the Company

**"RESOLVED THAT** M/s Sukumar Babu & Co., Chartered Accountants (Registration No. 004188S), be and are hereby re-appointed as Statutory Auditors of the Company from the Conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting at such remuneration as may be agreed upon by the Executive Finance Committee and the Auditors, in addition to reimbursement of all out of pocket expenses in connection with the audit of the accounts of the Company for the financial year ended 31<sup>st</sup> March 2016."

## **SPECIAL BUSINESS**

## ITEM NO. 5

Ordinary resolution to approve the remuneration of the Cost Auditors for the financial year ending March 31, 2016

**"RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force, M/s K.K Rao & Associates, Cost Auditors to audit the Cost records maintained by the Company for the financial year ending March 31, 2016, on a remuneration of Rs. 300000 excluding taxes as may be applicable, be and is hereby ratified."

CHAIRMAN'S INITIALS



# MINUTES BOOK

The Chairman thereafter announced that commencement of e-voting on the Resolutions which had been proposed and seconded as required under the Secretarial Standard of General Meetings.

The Chairman advised that Mr. Vikas Sirohiya, Practicing Company Secretary has been appointed as Scrutinizer by the Board of Directors for such e-voting, on completion of which the AGM would stand concluded.

The Scrutinizer Report dated 1<sup>st</sup> October 2015, inter alia, containing the Results of the remote e-voting and ballot voting at the AGM venue was presented to the Chairman, in terms of which all the Resolutions were approved by the requisite majority; the said results as annexed, were declared the same day and posted on the Company's website and on the website of the CDSL.

Place: Hyderabad  
Date: 05.10.2015

  
**CHAIRMAN**

CHAIRMAN'S INITIALS

# MINUTES BOOK

Annexure

## 20<sup>th</sup> Annual General Meeting (AGM) – Results of Voting

Particulars		Remote e-voting	Physical Ballot at the AGM	Consolidated Votes	
				Total No. of Votes	% of votes against polled
ORDINARY BUSINESS					
Item No. 1 – Ordinary Resolution  To receive, consider and adopt the Audited Balance Sheet of the Company (Standalone and Consolidated) as at 31 <sup>st</sup> March 2015 and the Statement of Profit and Loss Account (standalone and consolidate) for the year ended on that date together with the relevant schedules attached thereto and the Directors Report and Auditors Report thereon.”	No. of Votes Polled	19663188	4850946	24514134	100.00
	For	19639196	4850946	24490142	99.90
	Against	-	-	-	-
	Invalid	-	-	-	-
Item No. 2 – Ordinary Resolution Declare Dividend of Rs. 1.00 Per Equity shares of Rs. 10.00 Each to the Shareholders for the financial year 2014-2015	No. of Votes Polled	19663188	4850946	24514134	100.00
	For	19639196	4850946	24490142	99.90
	Against	-	-	-	-
	Invalid	-	-	-	-
Item No. 3 – Ordinary Resolution Appoint a Director in place of Shri K Jalandhar Reddy (DIN: 00434911), who retires by rotation and being eligible, offers himself for reappointment	No. of Votes Polled	19663188	4850946	24514134	100.00
	For	19594924	4850946	24445870	99.72
	Against	44272	-	44272	0.18
	Invalid	-	-	-	-
Item No. 4 – Ordinary Resolution Appoint M/s Sukumar Babu & Co., Chartered Accountants (Registration No. 004188S) as Statutory Auditors of the Company	No. of Votes Polled	19663188	4850946	24514134	100.00
	For	18009162	4850946	22860108	93.25
	Against	1630034	-	1630034	6.65
	Invalid	-	-	-	-
SPECIAL BUSINESS					
Item No. 5 – Ordinary Resolution Approve the remuneration of the Cost Auditors for the financial year ending March 31, 2016	No. of Votes Polled	19663188	4850946	24514134	100.00
	For	19639196	4850946	24490142	99.90
	Against	-	-	-	-
	Invalid	-	-	-	-
				CHAIRMAN'S- INITIALS	
				