

**KEC International Limited**

Regd. Office: RPG House, 463, Dr. Annie Besant Road, Worli, Mumbai 400030, India
 Tel.: +91-22-61691600 • Fax +91-22-66670287
 CIN No. L45200MH2005PLC152061 • Web.: www.kecrpg.com

July 30, 2015

National Stock Exchange of India Limited

Exchange Plaza, 5th floor
 Plot No. C/1, G Block
 Bandra-Kurta Complex
 Bandra (East),
 Mumbai 400 051

Dear Sir,

Sub: Proceedings of the Annual General Meeting in terms of Clause 31(d) of the Listing Agreement

With reference to the captioned subject, we wish to inform you that the tenth Annual General Meeting (AGM) of the Company was held on July 29, 2015. At the beginning of the meeting, the Chairman welcomed the members to the AGM and briefed them about the performance of the Company. Further, he requested the members to raise queries or comments on the Annual Report and performance of the Company. Some members spoke at the meeting making few suggestions and also raised few queries and the Chairman replied to the queries to the satisfaction of the members and also took note of their suggestions.

Further, voting through poll was conducted at the meeting for the shareholders who could not avail the facility of remote e-voting and based on the report of the scrutinizer the following resolutions as mentioned in the Notice convening the said meeting, including declaration of dividend at ₹ 0.90 per equity share of ₹ 2/- each, were passed with the requisite majority:

Item No. 1	Adoption of Annual Accounts for the year ended March 31, 2015 and the reports of the Board of Directors and Auditors thereon
Item No. 2	Declaration of dividend on equity shares for the year ended March 31, 2015
Item No. 3	Re-appointment of Mr. H. V. Goenka as a Director of the Company, who retires by rotation
Item No. 4	Ratification of appointment of Deloitte Haskins & Sells, Chartered Accountants, Auditors of the Company
Item No. 5	Appointment of Branch Auditors for the Financial year 2015-16
Item No. 6	Ratification of the remuneration payable to M/s. Kirit Mehta & Co., Cost Accountants for the Financial Year 2015-16
Item No. 7	Appointment of Mrs. Nirupama Rao as an Independent Director
Item No. 8	Appointment of Mr. A. T. Vaswani as an Independent Director
Item No. 9	Payment of Commission to Non-Executive Directors
Item No. 10	Approval of Related Party Transactions

Thanking You,

Yours Sincerely,

For **KEC International Limited**

Ch. V. Jagannadha Rao

Vice President – Legal & Company Secretary

