

Ref: KRNEL/CS/2016-17/

30th September, 2016

*The Corporate Relation Department
Bombay Stock Exchange Limited,
25th Floor, P.J. Towers,
Dalal Street, Fort,
Mumbai – 400 001*

*The Listing Department
National Stock Exchange of India Limited,
5th Floor, Exchange Plaza,
Bandra – Kurla Complex,
Bandra (E),
Mumbai – 400 051*

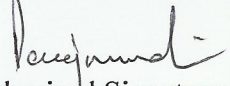
Dear Sir(s),

We wish to inform you that in terms of the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting and Ballot ('Poll') at the AGM venue. We would also like to apprise you that all the Resolutions in terms of Notice dated 23rd July, 2016, placed at the 32nd Annual General Meeting of the Company held on Friday, 30th September, 2016 at 11.00 A.M. have been approved by the Members with requisite majority. We further also enclose the details of the voting results in respect of the aforesaid Resolutions in the prescribed format, as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 enclosed as **Annexure 1** along with the Scrutinizer's Report which is enclosed as **Annexure 2**.

Thanking you.

Yours faithfully,

For Kalindee Rail Nirman (Engineers) Ltd.


Authorised Signatory

Encl: As above

KALINDEE RAIL NIRMAN (ENGINEERS) LTD.

(CIN No. L64120DL1984PLC114336)

Corp. Office: Birla Mills Complex, G. T. Road, Near Clock Tower, Delhi - 110007

Phone : +91-11-30017900, Fax: +91-11-30017901 & 30017902

Regd. Office: F-5, Gautam Nagar, Gulmohar Park Road, New Delhi-110049 (INDIA)

KALINDEE RAIL NIRMAN (ENGINEERS) LIMITED

30th September, 2016

Date of the AGM/EGM	
Total number of shareholders on record date	29839
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	1
Public:	100
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	0
Public:	0

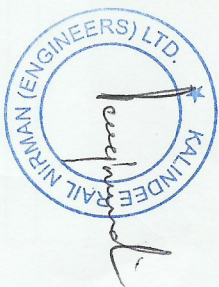
Item No. 1 - Adoption of Audited Financial Statements, Directors' and Auditors' Report thereon for the year ended 31st March, 2016.

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] * 100	% of Votes against on votes polled (7)=[(5)/(2)] * 100
Promoter and Promoter Group	E-Voting	7076293	7076293	100.00	7076293		100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	E-Voting							
Public- Institutions	Postal Ballot (if applicable)							
	E-Voting	61566	61566	100.00	61541	25	99.96	0.04
	Poll	9369738	894	0.01	891	3	99.66	0.34
	Postal Ballot (if applicable)							
Public- Non Institutions	Total	16507597	7138753	43.25	7138725	28	100.00	0.00



Item No. 2 - Re-appointment of Mr. Sandeep Fuller Director (DIN: 06754262), who retire by rotation and is eligible for re-election

Resolution required: (Ordinary/ Special)		Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?		No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – In favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	7076293	7076293	100.00	7076293		100.00	0.00	
	Poll								
	Postal Ballot (if applicable)								
	E-Voting								
Public- Institutions	Poll								
	Postal Ballot (if applicable)								
	E-Voting	61566	61566	100.00	61541	25	99.96	0.04	
	Poll	9369738	891	0.01	891	0	100.00	0.00	
Public- Non Institutions	Postal Ballot (if applicable)								
	Total	16507397	7138750	43.25	7138725	25	100.00	0.00	



Item No. 3 -Re-appointment of Mr. Varun Bhartuar (DIN: 03345634), Director who retire by rotation and is eligible for re-election

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7076293	7076293	100.00	7076293		100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	E-Voting							
Public- Institutions	Poll							
	Postal Ballot (if applicable)							
	E-Voting	61566	61566	100.00	61541	25	99.96	0.04
	Poll	9369738	894	0.01	892	2	99.78	0.22
Public- Non Institutions	Postal Ballot (if applicable)							
	Total	16507597	7138753	43.25	7138726	27	100.00	0.00

Item no. 4 - Ratification of Appointment of M/s. S. S. Kothari Mehta & Co, Chartered Accountants, as Statutory Auditors and fixing their remuneration

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7076293	7076293	100.00	7076293		100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	E-Voting							
Public- Institutions	Poll							
	Postal Ballot (if applicable)							
	E-Voting	61566	61566	100.00	61536	30	99.95	0.05
	Poll	9369738	894	0.01	891	3	99.66	0.34
Public- Non Institutions	Postal Ballot (if applicable)							
	Total	16507597	7138753	43.25	7138720	33	100.00	0.00

Item No. 5 - Appointment of Mr. Mohan Kumar Mysore Subbanna (DIN 07426606), as an Executive Director of the Company.

Ordinary

Resolution required: (Ordinary/ Special)
Whether promoter/ promoter group are interested in the agenda/ resolution?

Yes

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] * 100	% of Votes against on votes polled (7)=[(5)/(2)] * 100
Promoter and Promoter Group	E-Voting	7076293	7076293	100.00	7076293		100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
Public- Institutions	E-Voting	61566	61566	100.00	61521	45	99.93	0.07
	Poll	9369738	894	0.01	892	2	99.78	0.22
	Postal Ballot (if applicable)							
Public- Non Institutions	Total	16507597	7138753	43.25	7138706	47	100.00	0.00



Scrutinisers Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (3) (xi) of the Companies (Management and Administration) Rules, 2014]

To
The Board of Directors
Kalindee Rail Nirman (Engineers) Limited
New Delhi

Ballot and E-voting at the 32nd Annual General Meeting of the Equity Shareholders of Kalindee Rail Nirman (Engineers) Limited held on Friday, the 30th day of September, 2016 started at 11.00 A. M. at Saras Garden, G T Karnal Road, Mukhmel Pur Bandh, Near Hanuman Mandir, Alipur, Delhi 110 036 and concluded at 12.00 noon

Dear Sir,

I, Jatin Gupta, appointed as Scrutiniser(s) for the purpose of Scrutinising the electronic voting process in respect of the Resolutions proposed at the 32nd Annual General Meeting of the Equity Shareholders of Kalindee Rail Nirman (Engineers) Limited, held on Friday, 30th September, 2016 at 11.00 A.M. at Saras Garden, G T Karnal Road, Mukhmel Pur Bandh, Near Hanuman Mandir, Alipur, Delhi 110 036, submit my report as under:

1. The e-voting service was provided by M/s. Central Depository Services Limited.
2. The period of remote e-voting had started from 9:00 A.M. on Monday, 26th September, 2016 and ended at 5.00 P.M. on Thursday, 29th September, 2016.
3. The e-voting thereafter was unblocked on Friday, 30th September, 2016 in the presence of two witnesses namely Ms. Mamta Pandey and Ms. Shivangi Singhal who are not in the employment of the Company.



4. The Company has also provided the facility of Poll i.e. Ballot paper at the venue of the Annual General Meeting.
5. Based on the reports generated at CDSL portal, the consolidated report of remote e-voting and Poll is as under (rounded off to two decimal).

Item No. 1 : Adoption of the Audited Financial Statements of the Company including the Director's and Statutory Auditor's Report thereon for the year ended 31st March, 2016

	No. of Members who voted	No. of members for which votes casted	Percentage of votes to the total no. of valid votes
Voted in favour of the Resolution	42	7138725	100.00
Voted against the resolution	4	28	0.00
abstained	76	--	Nil

Item No. 2- Appointment of Mr. Sandeep Fuller (DIN-06754262) retiring by rotation.

	No. of Members who voted	No. of members for which votes casted	Percentage of votes to the total no. of valid votes
Voted in favour of the Resolution	45	7138725	100.00
Voted against the resolution	1	25	0.00
abstained	76	--	0.00

Item No. 3- Appointment of Mr. Varun Bharthuar (DIN-03345634) retiring by rotation.

	No. of Members who voted	No. of members for which votes casted	Percentage of votes to the total no. of valid votes
Voted in favour of the Resolution	43	7138726	100.00
Voted against the resolution	3	27	0.00
abstained	76	--	nil



Item No. 4- Ratification of appointment of M/s S.S. Kothari Mehta & Co. LLP, Chartered Accountants (registration no. 000756N), as Statutory Auditors and to fix their remuneration.

	No. of Members who voted	No. of members for which votes casted	Percentage of votes to the total no. of valid votes
Voted in favour of the Resolution	41	7138720	100.00
Voted against the resolution	5	33	0.00
abstained	76	--	nil

Item No. 5- Candidature/Regularisation of Mr. Mohan Kumar Mysore Subbannna (DIN:07426606) as Director.

	No. of Members who voted	No. of members for which votes casted	Percentage of votes to the total no. of valid votes
Voted in favour of the Resolution	41	7138706	100.00
Voted against the resolution	5	47	0.00
abstained	76	--	nil

The resolution stands passed under e-voting and Ballot with requisite Majority. Out of total ballot exercised one ballot was found to be invalid.

I hereby confirm that I am maintaining the registers received from the service provider and the Company both electronically and manually, in respect of the votes cast through e-voting and Ballot by the shareholders of the Company. I shall be arranging to hand over these records to you or such other persons as authorized by you.

Thanking you,

Place: New Delhi

Dated: 30th September, 2016

Yours faithfully



Jatin Gupta
FCS: 5651

Witnesses:-

1. (Name) *Mamta*
2. (Name) *JOGESHWAR ROY*

Signature:

Signature:

