

September 23, 2015



**1. Department of Corporate Services  
Bombay Stock Exchange Limited (BSE)**

Phiroze JeeJeebhoy Towers,  
Dalal Street, Fort,  
Mumbai - 400 001.  
**Scrip Code: 531080**

**2. Central Depository Services India Ltd.**

e-Voting Division  
16<sup>th</sup> Floor, P.J. Towers,  
Dalal Street, Fort  
Mumbai - 400 001

**ISIN : INE997I01012**  
**EVSN: 150905012**

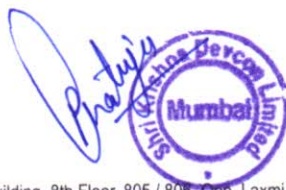
**Sub:- Declaration of Results of the voting on resolutions set out in notice of 21<sup>st</sup> Annual General Meeting held on 21<sup>st</sup> September, 2015.**

**Ref: Clause 35A of Listing Agreement**

The 21<sup>st</sup> Annual General Meeting of the Members of the Company were held on 21<sup>st</sup> September, 2015 at Hotels Svenska Design, SAB TV Road, Off Link Road, Andheri (W), Mumbai -400053 at 11: 30 a.m.

Requisite details under Clause 35A of the Listing Agreement are furnished below:

Sr. No.	Description	Particulars
1.	Date of AGM	21 <sup>st</sup> September, 2015
2.	Book Closure Date	14 <sup>th</sup> September, 2015 to 21 <sup>st</sup> September, 2015 (both days inclusive)
3.	Total Number of Shareholders as on cut of Date for e-voting	2103
4.	No. of the Shareholders present in the Meeting either in Person or through Proxy	
	Promoter and Promoter Group	04
	Public	17
	Proxy	NIL
5.	No. of the Shareholders attended the meeting through Video Conferencing	
	Promoter and Promoter Group	Not Arranged
	Public	
	Proxy	



**CORPORATE OFFICE :** "SRI KRISHNA" Building, 8th Floor, 805 / 806, Opp. Laxmi Industrial Estate, New Link Road, Andheri(W), Mumbai-400053, Maharashtra, INDIA  
Ph. : +91 22 32175699, CIN No. : L67190MH1993PLC075295 info@shrikrishnadevconlimited.com  
**INDORE OFFICE :** MZ - 1 & 2, Starlit Tower, 29, Y N Road, Indore-452001, Madhya Pradesh, INDIA Ph. : +91 731 3018689, Fax : +91 731 4041485

**The Following businesses were transacted at the AGM:**

**ORDINARY BUSINESS:**

<b>Resolution No.1:</b> To consider and adopt the Audited Financial Statements for the year ended 31 <sup>st</sup> March, 2015 and the Reports of the Board of Directors and the Auditors thereon.							
<b>Mode of voting: E-voting and Poll</b>							
Promoter / Public	No. of Shares held	No of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes polled against	% of votes polled in favour	% of votes polled against
	1	2	3=[2/1]*100	4	5	6=[4/2]*100	7=[5/2]*100
Promoter & Promoter Group	1,53,65,070	1,53,65,070	100	1,53,65,070	0	100	0
Public institutional holders	0	0	0	0	0	0	0
Public & Others	1,26,34,930	602	.005	91	511	15.12	84.88
Total	2,80,00,000	1,53,65,672	54.88	1,53,65,161	511	99.99	.01



**Resolution No.2:** Re-appointment of Mr. Naveen Kumar Jain as Director of the Company, who is liable to retire by rotation

**Mode of voting: E-voting and Poll**

Promoter / Public	No. of Shares held	No of votes polled	% of votes polled on outstanding shares $3=[2/1]*100$	No. of votes in favour	No. of votes polled against	% of votes polled in favour $6=[4/2]*100$	% of votes polled against $7=[5/2]*100$
	1	2		4	5		
Promoter & Promoter Group	1,53,65,070	1,53,65,070	100	1,53,65,070	0	100	0
Public institutional holders	0	0	0	0	0	0	0
Public & Others	1,26,34,930	602	.005	91	511	15.12	84.88
Total	2,80,00,000	1,53,65,672	54.88	1,53,65,161	511	99.99	.01

*P. Naveen*  


<b>Resolution No.3:</b> Ratification of appointment of M/s. Khandelwal & Khandelwal Associates, Chartered Accountants, as Statutory Auditors of the company.							
<b>Mode of voting: E-voting and Poll</b>							
Promoter / Public	No. of Shares held	No of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes polled against	% of votes polled in favour	% of votes polled against
	1	2	$3=[2/1]*100$	4	5	$6=[4/2]*100$	$7=[5/2]*100$
Promoter & Promoter Group	1,53,65,070	1,53,65,070	100	1,53,65,070	0	100	0
Public institutional holders	0	0	0	0	0	0	0
Public & Others	1,26,34,930	602	.005	91	511	15.12	84.88
Total	2,80,00,000	1,53,65,672	54.88	1,53,65,161	511	99.99	.01



**SPECIAL BUSINESS:**

**Resolution No.4:** Appointment of Ms. Prakshali Jain Non Executive Director of the Company.

<b>Mode of voting:</b>		<b>E-voting and Poll</b>					
Promoter / Public	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 polled against 5	% of votes polled in favour $6=[4/2]*100$	% of votes polled against $7=[5/2]*100$
Promoter & Promoter Group	1,53,65,070	1,53,65,070	100	1,53,65,070	0	100	0
Public institutional holders	0	0	0	0	0	0	0
Public & Others	1,26,34,930	602	.005	91	511	15.12	84.88
Total	2,80,00,000	1,53,65,672	54.88	1,53,65,161	511	99.99	.01



**Resolution No.5:** Appointment of Mr. Shailesh Kumar Jain as a Non Executive Independent Director to hold office for a term of five years.

**Mode of voting: E-voting and Poll**

Promoter / Public	No. of Shares held	No of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes polled against	% of votes polled in favour	% of votes polled against
	1	2	$3=[2/1]*100$	4	5	$6=[4/2]*100$	$7=[5/2]*100$
Promoter & Promoter Group	1,53,65,070	1,53,65,070	100	1,53,65,070	0	100	0
Public institutional holders	0	0	0	0	0	0	0
Public & Others	1,26,34,930	602	.005	91	511	15.12	84.88
Total	2,80,00,000	1,53,65,672	54.88	1,53,65,161	511	99.99	.01

Accordingly, I, Prateek Ghatiya, Company Secretary of Shri Krishna Devcon Limited, being authorized in writing by the Chairman of the meeting, declare that all the five (5) resolutions, as set out in the Notice of the 21<sup>st</sup> AGM of the Company, have been passed with requisite majority by the Members of the Company.

Kindly take the above on record.

For **Shri Krishna Devcon Limited**

**Prateek Ghatiya**  
Company Secretary



22<sup>nd</sup> September, 2015

The Chairman,  
**Shri Krishna Devcon Limited**  
"Shri Krishna" 805/806,  
Opp Laxmi Industrial Estate,  
New Link Road, Andheri (W),  
Mumbai- 400 053.

Dear Sir,

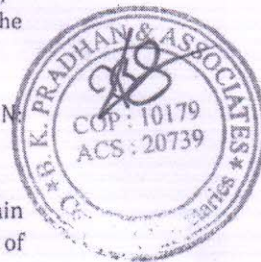
Sub: Scrutinizer's Report on the voting process conducted for 21<sup>st</sup> Annual General Meeting of Shareholders of Shri Krishna Devcon Limited held on 21<sup>st</sup> September, 2015.

Shri Krishna Devcon Limited ("the Company"), has passed resolution at the meeting of Board of Directors dated 14<sup>th</sup> August, 2015, appointed the undersigned as the Scrutinizer to ensure that the process of e-voting and physical voting through ballot (including ballots through post) on the resolutions, as prescribed under Section 108 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 of the Companies Act, 2013 and Clause 35B of the Listing Agreement, place for the approval of Member of the Company, be carried out in the fair and transparent manner.

The management of the Company is responsible to ensure the compliance with the requirements of Companies Act, 2013 and Rules, relating to e-voting and ballot on the resolutions contained in the Notice to the 21<sup>st</sup> Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the voting process through electronic means and ballot at the AGM is restricted to make a Scrutinizer's Report of the vote cast "in favour" or "against" the resolutions, based on the reports generated from the e-voting system of Central Depository Services (India) Limited (CDSL) and of voting through ballot as provided by Sharex Dynamic (India) Private Limited, the agencies engaged by the Company to provide voting facilities.

As required under Section 101 of the Act, a notice along with explanatory statement under Section 102 of the Act was sent to the Shareholders by Courier for seeking approval of members on following resolutions:

- (A) Resolution No.1 as an Ordinary Resolution for consideration and adoption of Audited Financial Statement for the year ended 31<sup>st</sup> March, 2015 together with Report of the Board of Director's and the Auditor's thereon.
- (B) Resolution No.2 as an Ordinary Resolution to appoint Mr. Naveen Kumar Jain (holding DIN: 00117876), who retires by rotation.
- (C) Resolution No.3 as an Ordinary Resolution for Ratification of appointment of M/s Khandewal and Khandelwal, Chartered Accountant, as Statutory Auditors of the Company.
- (D) Resolution No. 4 as a Ordinary Resolution for appointment of Ms. Prakshali Jain (DIN: 06977691), as a Non Executive Director.
- (E) Resolution No. 5 as a Ordinary Resolution for appointment of Mr. Shailesh Kumar Jain (DIN: 02390457), as a Non Executive Independent Director to hold office for a term of five years.



The Company provided the remote e-Voting facility offered by CDSL to cast votes on aforesaid resolutions through e-Voting by the members of the Company. The Company had also sent Ballot Forms with Annual Report to all the Shareholders, pursuant to the provisions of Clause 35B of the Listing Agreement to enable them to vote through postal ballot.

E-Voting facilities were made available to shareholders of the Company to exercise their voting rights from 9.00 a.m. of 18<sup>th</sup> September, 2015 and ends on 5.00 p.m. on 20<sup>th</sup> September, 2015. Accordingly e-votes casted upto 20<sup>th</sup> September, 2015 have been considered for my scrutiny. The facility of voting of the Annual General Meeting through physical ballot has also been considered for the scrutiny. The ballots received through post upto 5.00 p.m. of 20<sup>th</sup> September, 2015 have also been considered for my scrutiny.

After the conclusion of the Annual General Meeting, first the voting conducted through physical ballot at the meeting and thereafter through remote e-voting had been unblocked in the presence of two witnesses not in employment of the Company, namely Ms. Priyanka Jain and Ms. Dhvani Ajudiya. A summary of the votes cast by shareholder through remote e-voting and physical ballot (including ballots received through post) at the Annual General Meeting with their pattern of voting is as per Annexure annexed to this Report.

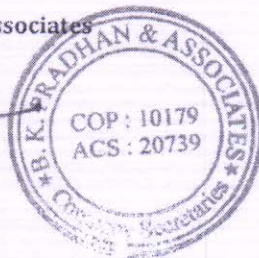
The result of the voting by members through remote e-voting and physical ballots (including ballots received through post) at the 21<sup>st</sup> Annual General Meeting in respect of the above mentioned resolutions may accordingly be declared by the Company Secretary of the Company (who has been so authorized by the Chairman in writing) and who has also countersigned this report.

Thanking you,  
Yours sincerely,

For B.K.Pradhan & Associates  
Company Secretaries

*Balkrishan Pradhan*

**Balkrishan Pradhan**  
Proprietor  
M.No: 20739  
C.P No: 10179



**ANNEXURE**

The summary of the votes cast through e-Voting confirmations and Physical Ballot received for each of the resolutions is given below:

**For Resolution 1:**

Sr. No.	Particulars	Resolution 1	
		No. of Ballots/ E-Voting	No. of Shares voted
1.	Votes cast through physical ballot	18	19,21,202
2.	e-Voting Confirmations received	7	1,34,44,470
	<b>Total</b>	25	1,53,65,672
3.	Less: Invalid Ballot/e-Voting confirmations	0	0
4.	<b>Net Valid Physical Ballot Forms/e-Voting</b>	25	1,53,65,672
	(i) Physical Ballot Forms/ e-Voting with assent for the Resolution	22	1,53,65,161
	% of Assent	-	99.997%
	(ii) Physical Ballot Forms/ e-Voting with dissent for the Resolution	3	511
	% of Dissent	-	0.003%

**For Resolution 2:**

Sr. No.	Particulars	Resolution 2	
		No. of Ballots/ E-Voting	No. of Shares voted
1.	Votes cast through physical ballot	18	19,21,202
2.	e-Voting Confirmations received	7	1,34,44,470
	<b>Total</b>	25	1,53,65,672
3.	Less: Invalid Ballot/ e-Voting confirmations	0	0
4.	<b>Net Valid Physical Ballot Forms/ e-Voting</b>	25	1,53,65,672
	(i) Physical Ballot Forms/ e-Voting with assent for the Resolution	22	1,53,65,161
	% of Assent	-	99.997%
	(ii) Physical Ballot Forms/ e-Voting with dissent for the Resolution	3	511
	% of Dissent	-	0.003%



## For Resolution 3:

Sr. No.	Particulars	Resolution 3	
		No. of Ballots/ E-Voting	No. of Shares voted
1.	Votes cast through physical ballot	18	19,21,202
2.	e-Voting Confirmations received	7	1,34,44,470
	<b>Total</b>	25	1,53,65,672
3.	Less: Invalid Ballot/ e-Voting confirmations	0	0
4.	<b>Net Valid Physical Ballot Forms/ e-Voting</b>	25	1,53,65,672
	(i) Physical Ballot Forms/ e-Voting with assent for the Resolution	22	1,53,65,161
	% of Assent	-	99.997%
	(ii) Physical Ballot Forms/ e-Voting with dissent for the Resolution	3	511
	% of Dissent	-	0.003%

## For Resolution 4:

Sr. No.	Particulars	Resolution 4	
		No. of Ballots/ E-Voting	No. of Shares voted
1.	Votes cast through physical ballot	18	19,21,202
2.	e-Voting Confirmations received	7	1,34,44,470
	<b>Total</b>	25	1,53,65,672
3.	Less: Invalid Ballot/ e-Voting confirmations	0	0
4.	<b>Net Valid Physical Ballot Forms/ e-Voting</b>	25	1,53,65,672
	(i) Physical Ballot Forms/ e-Voting with assent for the Resolution	22	1,53,65,161
	% of Assent	-	99.997%
	(ii) Physical Ballot Forms/ e-Voting with dissent for the Resolution	3	511
	% of Dissent	-	0.003%

## For Resolution 5:

Sr. No.	Particulars	Resolution 5	
		No. of Ballots/ E-Voting	No. of Shares voted
1.	Votes cast through physical ballot	18	19,21,202
2.	e-Voting Confirmations received	7	1,34,44,470
	<b>Total</b>	25	1,53,65,672
3.	Less: Invalid Ballot/ e-Voting confirmations	0	0
4.	<b>Net Valid Physical Ballot Forms/ e-Voting</b>	25	1,53,65,672
	(i) Physical Ballot Forms/ e-Voting with assent for the Resolution	22	1,53,65,161
	% of Assent	-	99.997%
	(ii) Physical Ballot Forms/ e-Voting with dissent for the Resolution	3	511
	% of Dissent	-	0.003%

