Shrikrishna
DEVCON LIMITED

www.shrikrishnadevconlimited.com

Dated: 22nd September, 2017

1. **To,** **BSE Limited** **P.J. Towers, Rotunda Bldg,** **Dalal Street, Mumbai- 400 001** *Through: BSE Listing Centre*	2. **To,** **Central Depository Services India Ltd.,** **e-Voting Division** **16th Floor, P.J. Towers,** **Rotunda Bldg, Dalal Street,** **Mumbai- 400 001** *EVSN: 170817065*

SUB: DISCLOSURE OF VOTING RESULTS OF 23RD ANNUAL GENERAL MEETING HELD ON 20.09.2017.

REF: SECURITY ID: SHRIKRISH, SECURITY CODE: 531080, ISIN: INE997I01012

Dear Sir/ Ma'am,

Pursuant to provisions of Section 108 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014, as amended, Regulation 44 of the SEBI (LODR) Regulations, 2015, and Secretarial Standard-2 issued by the Institute of Company Secretaries of India, the Company had provided E-voting facility and Voting through Poll process to its members on the business transacted at the 23rd Annual General Meeting of the Members of the Company ("AGM"), were transacted at the AGM held on Wednesday, the 20th day of September, 2017 at 11:30 a.m. at Svenska Design Hotel, SAB TV Road, Off Link Road, Andheri (W), Mumbai – 400 053.

Company had appointed Mr. Balkrishan Pradhan, Practicing Company Secretary as the scrutinizer for the E-voting from 17.09.2017 to 19.09.2017 and Voting through Poll process at the 23rd AGM. The Scrutinizer has submitted his Consolidated Report of the total votes cast in favour or against during the E-voting and Voting through Poll process, a copy of which is attached hereto.

Accordingly, I, Neeraj Anjane, Company Secretary of the Company, on the basis of Consolidated Scrutinizer's Report and on being authorized by Mr. Sunil Kumar Jain (Chairman of 23rd AGM) in writing in this behalf, hereby declare that all the 5 (Five) resolutions, as set out in the Notice of the 23rd AGM of the Company, have been passed with requisite majority by the Members of the Company

This is for the information of the Exchange and members thereof.
You are requested to take same on record.

Thanking You
Yours Sincerely
For, Shri Krishna Devcon Limited

Shri Krishna Devcon Limited MUMBAI

Neeraj Anjane
Company Secretary

Encl: Consolidated Scrutinizer's Report.

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B. K. Pradhan & Associates

Company Secretaries
M.Com, L.L.B, FCS

21st September, 2017

Mr. Sunil Kumar Jain, Chairman /
Mr. Neeraj Anjane, Company Secretary
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 23rd Annual General Meeting of the Members of Shri Krishna Devcon Limited held on 20th September, 2017.

Shri Krishna Devcon Limited ("the Company") has, vide resolution of its meeting of the Board of Directors dated 16th August, 2017, appointed the undersigned as the Scrutinizer to ensure that the process of remote e-voting and physical voting through ballot on the resolutions contained in the notice dated 16th August, 2017 ("Notice") at the 23rd Annual General Meeting held on 20th September, 2017 (AGM), as required under Section 108 real with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 of the Companies Act, 2013 ("the Act") as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, be carried out in a fair and transparent manner.

The management of the Company is responsible to ensure the compliance with the requirements of Companies Act, 2013 and Rules, made there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, relating to remote e-voting and physical voting through ballot on the resolutions contained in the aforesaid Notice of the 23rd Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer is to scrutinize and ensure that the voting done is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report on the vote cast "in favour" and "against" the resolutions, based on the reports generated from the e-voting system of Central Depository Services (India) Limited (CDSL) and of voting through physical ballots as provided by the Company on the resolutions contained in the Notice.

As required under Section 101 of the Act, a notice along with explanatory statement under Section 102 of the Act was sent to Members (i.e. by courier, Speed Post, Registered Post or through e-mail) for seeking approval of members on following resolutions:

1. Resolution No. 1 as an Ordinary Resolution to consider and adopt the Audited Financial Statements (Including Consolidated Financial Statement) for the year ended 31st March, 2017 and Report of the Board of Director's and Auditor's thereon.

2. Resolution No. 2 as an Ordinary Resolution to appoint a Director in place of Mr. Naveen Kumar Jain (DIN 00117876), who retires by rotation and being eligible offers himself for re-appointment.

B.K. PRADHAN & ASSOCIATES COP : 10179 FCS : F8879 Company Secretaries

Unit No. 9, 3rd Floor, Indumati Apt., Opp.Gokhale School, Simpoli Road, Borivali West, Mumbai - 400 092.
Ph: 022-65304411 • Email: bkpradhan21@gmail.com / balkrishan@bkpgroup.in • Website: www.bkpgroup.in

3. Resolution No. 3 as an Ordinary Resolution for Appointment of M/s M A K & Associates, Chartered Accountants (Firm's Registration No. 003060C), as the Statutory Auditors of the Company in place of the retiring Statutory Auditors M/s Khandelwal & Khandelwal Associates, Chartered Accountants (Firm's Registration No. 008389C), to hold office for a period of Five years from the conclusion of this AGM until the conclusion of 28th AGM of the Company to be held in the year 2022, subject to ratification of appointment at every AGM, on such remuneration as may be mutually agreed upon between by the Board of Directors and the Statutory Auditors

4. Resolution No. 4 as a Special Resolution for Re-appointment of Mr. Sunil Kumar Jain (DIN: 00101324) as Managing Director of the Company for the period of Three (3) years with effect from 01st November, 2017 on the terms and conditions as set out in the Explanatory Statement annexed with the Notice of the 23rd Annual General Meeting (AGM) of the members of the Company and as enumerated in the Agreement dated 16th August, 2017.

5. Resolution No. 5 as an Ordinary Resolution to charge from the member such fees in advance equivalent to estimated actual expenses of delivery of the documents delivered through registered post or speed post or by courier service or such other mode of delivery of documents pursuant to any request by the shareholder for delivery of documents, through a particular mode of service mentioned above provided such request along with requisite fees has been duly received by the Company at least 10 days in advance of dispatch of documents by the Company to the shareholder.

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 pursuant to the provisions of Clause 44 of the SEBI (LODR) Regulations, 2015. The Company also made available the physical ballots at the 23rd AGM to the Shareholders to enable them to vote through physical ballots on the aforesaid resolutions. Remote e-voting facilities was made available to shareholders of the Company to exercise their voting rights from 9:00 a.m. of 17th September, 2017 and ends on 5:00 p.m. on 19th September, 2017. Accordingly e-votes casted upto 5:00 p.m. of 19th September, 2017 have been considered for my scrutiny. Further, the votes casted at the 23rd AGM through physical ballots have also been considered for the scrutiny.

After the conclusion of the Annual General Meeting, first the voting conducted through physical ballot at the meeting was unblocked in the presence of two witnesses not in employment of the Company, namely Mr. Ajaykumar Vishwakarma and Ms. Priyanka Sharma and thereafter vote casted through remote e-voting had been unblocked in the presence of two witnesses not in employment of the Company, namely Mr. Ajaykumar Vishwakarma and Ms. Priyanka Sharma. 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.

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The result of the voting by members through remote e-voting and physical ballots at the 23rd Annual General Meeting in respect of the above mentioned resolutions may accordingly be declared by the Chiarman of the Company or Mr. Neeraj Anjane, Company Secretary of the Company (who has been so authorized by the Chairman in writing) and who has also countersigned here under in token thereof.

Thanking you,
Yours sincerely,

For B.K. Pradhan & Associates
Company Secretaries

B.K. PRADHAN & ASSOCIATES * Company Secretaries * COP : 10179 FCS : F8879

Balkrishan Pradhan
Proprietor
Membership No.: F 8879
C.P No: 10179

For Shri Krishna Devcon Limited
Countersigned By:

Shri Krishna Devcon Limited MUMBAI

Neeraj Anjane
Company Secretary

We the undersigned witnesses that reports were unblocked from e-voting website of CDSL (https://www.evotingindia.com) in our presence at 20th September, 2017

(Ajaykumar Vishwakarma)

(Priyanka Sharma)

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ANNEXURE

The summary of the votes cast through remote e-voting confirmations and physical ballots received for each of the resolutions is given below:

For Resolution No. 1 :- As an Ordinary Resolution to consider and adopt the Audited Financial Statements (Including Consolidated Financial Statement) for the year ended 31st March, 2017 and Report of the Board of Director's and Auditor's thereon.

Sr. No.	Particulars		Resolution No. 1	
			No. of Physical Ballots / E-Voting Confirmation	No. of votes
1.	Votes cast through physical Ballots		13	851
2.	Voting through remote e-voting confirmation		11	13449326
	Total		24	13450177
3.	Less: Invalid physical ballot/ remote e-voting confirmations		0	0
4.	**Net valid physical ballots / remote e-voting confirmation**		24	13450177
	(i)	Physical ballots / remote e-voting confirmation with assent for the Resolution	24	13450177
		% of Assent	-	100%
	(ii)	Physical ballots / remote e-voting confirmation with dissent for the Resolution	0	0
		% of Dissent	-	0%

For Resolution No. 2 :- As an Ordinary Resolution to appoint a Director in place of Mr. Naveen Kumar Jain (DIN 00117876), who retires by rotation and being eligible offers himself for re-appointment.

Sr. No.	Particulars		Resolution No. 2	
			No. of Physical Ballots / E-Voting Confirmation	No. of votes
1.	Votes cast through physical Ballots		13	851
2.	Voting through remote e-voting confirmation		11	13449326
	Total		24	13450177
3.	Less: Invalid physical ballot/ remote e-voting confirmations		0	0
4.	**Net valid physical ballots / remote e-voting confirmation**		24	13450177
	(i)	Physical ballots / remote e-voting confirmation with assent for the Resolution	24	13450177
		% of Assent	-	100%
	(ii)	Physical ballots / remote e-voting confirmation with dissent for the Resolution	0	0
		% of Dissent	-	0%

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For Resolution No. 3 :- As an Ordinary Resolution for Appointment of M/s M A K & Associates, Chartered Accountants (Firm's Registration No. 003060C), as the Statutory Auditors of the Company in place of the retiring Statutory Auditors M/s Khandelwal & Khandelwal Associates, Chartered Accountants (Firm's Registration No. 008389C), to hold office for a period of Five years from the conclusion of this AGM until the conclusion of 28th AGM of the Company to be held in the year 2022, subject to ratification of appointment at every AGM, on such remuneration as may be mutually agreed upon between by the Board of Directors and the Statutory Auditors.

Sr. No.	Particulars		Resolution No. 3	
			No. of Physical Ballots / E-Voting Confirmation	No. of votes
1.	Votes cast through physical Ballots		13	851
2.	Voting through remote e-voting confirmation		11	13449326
	Total		24	13450177
3.	Less: Invalid physical ballot/ remote e-voting confirmations		0	0
4.	**Net valid physical ballots / remote e-voting confirmation**		24	13450177
	(i)	Physical ballots / remote e-voting confirmation with assent for the Resolution	24	13450177
		% of Assent	-	100%
	(ii)	Physical ballots / remote e-voting confirmation with dissent for the Resolution	0	0
		% of Dissent	-	0%

For Resolution No. 4 :- As a Special Resolution for Re-appointment of Mr. Sunil Kumar Jain (DIN: 00101324) as Managing Director of the Company for the period of Three (3) years with effect from 01st November, 2017 on the terms and conditions as set out in the Explanatory Statement annexed with the Notice of the 23rd Annual General Meeting (AGM) of the members of the Company and as enumerated in the Agreement dated 16th August, 2017.

Sr. No.	Particulars		Resolution No. 4	
			No. of Physical Ballots / E-Voting Confirmation	No. of votes
1.	Votes cast through physical Ballots		13	851
2.	Voting through remote e-voting confirmation		11	13449326
	Total		24	13450177
3.	Less: Invalid physical ballot/ remote e-voting confirmations		0	0
4.	**Net valid physical ballots / remote e-voting confirmation**		24	13450177
	(i)	Physical ballots / remote e-voting confirmation with assent for the Resolution	24	13450177
		% of Assent	-	100%
	(ii)	Physical ballots / remote e-voting confirmation with dissent for the Resolution	0	0
		% of Dissent	-	0%

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For Resolution No. 5 :- As an Ordinary Resolution for to charge from the member such fees in advance equivalent to estimated actual expenses of delivery of the documents delivered through registered post or speed post or by courier service or such other mode of delivery of documents pursuant to any request by the shareholder for delivery of documents, through a particular mode of service mentioned above provided such request along with requisite fees has been duly received by the Company at least 10 days in advance of dispatch of documents by the Company to the shareholder

Sr. No.	Particulars		Resolution No. 5	
			No. of Physical Ballots / E-Voting Confirmation	No. of votes
1.	Votes cast through physical Ballots		13	851
2.	Voting through remote e-voting confirmation		11	13449326
	Total		24	13450177
3.	Less: Invalid physical ballot/ remote e-voting confirmations		0	0
4.	**Net valid physical ballots / remote e-voting confirmation**		24	13450177
	(i)	Physical ballots / remote e-voting confirmation with assent for the Resolution	24	13450177
		% of Assent	-	100%
	(ii)	Physical ballots / remote e-voting confirmation with dissent for the Resolution	0	0
		% of Dissent	-	0%

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