

**Form MGT-13**

**CONSOLIDATED SCRUTINIZER'S REPORT**

**[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]**

To,

The Chairman  
Power Mech Projects Limited  
Plot No.77, Jubilee Enclave,  
Opp: Hitex, Madhapur,  
**Hyderabad- 500081.**

**Dear Sir,**

**Subject:** Consolidated Report on e-Voting as well as Physical Voting for the items proposed at the 20<sup>th</sup> Annual General Meeting ("AGM") of Power Mech Projects Limited ("the Company") held on Wednesday, the 25<sup>th</sup> day of September, 2019 at Hotel Novotel, Hitex, Madhapur, Hyderabad- 500081.

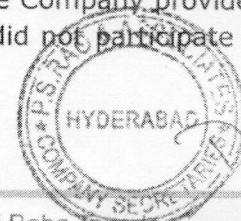
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With reference to the above subject, I, D.S. Rao, Practicing Company Secretary (C.P. No.: 14487), state that I was appointed as the Scrutinizer by the Board of Directors of the Company for scrutinizing the e-Voting process opened during the period from 09:00 A.M. on 22.09.2019 to 05:00 P.M. on 24.09.2019 and physical voting conducted through poll at the 20<sup>th</sup> AGM held at 11:00 A.M. at Hotel Novotel, Hitex, Madhapur, Hyderabad- 500081 in a fair and transparent manner, for ascertaining the requisite majority and for giving my report in connection with the items of business as provided in the notice dated 27<sup>th</sup> July, 2019. I report as under:

1. The Company availed the e-Voting services of M/s. Karvy Fintech Private Limited (hereinafter referred to as "the Service Provider") to offer the electronic voting facility to its Shareholders. The e-Voting facility was offered and kept open by the Company to its Shareholders during the period from 9:00 A.M. on 22.09.2019 to 05:00 P.M. on 24.09.2019. The Shareholders whose names appeared in the Register of Members / List of Beneficial Owners as on 18<sup>th</sup> September, 2019 (i.e. cut-off date) were allowed to participate and vote electronically on all the items of business proposed at the 20<sup>th</sup> AGM during the aforesaid period of e-Voting. On 25<sup>th</sup> September, 2019 the votes cast through e-Voting facility were duly unblocked by me in the capacity of the Scrutinizer in the presence of 2 persons who were present as witnesses.
2. At the 20<sup>th</sup> AGM of the Company held on Wednesday, 25<sup>th</sup> September, 2019 at 11:00 A.M. at Hotel Novotel, Hitex, Madhapur, Hyderabad- 500081, the Company provided the Poll facility to the Shareholders who attended the meeting and did not participate in the e-Voting facility to cast their votes at the AGM.

For POWER MECH PROJECTS LTD

*R. Srinivas*



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3. Subsequent to the completion of voting process at the 20<sup>th</sup> AGM, the votes cast by the Shareholders at the 20<sup>th</sup> AGM were diligently scrutinized by me. The votes cast at the 20<sup>th</sup> AGM were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and with the authorizations / proxies lodged with the Company.
4. As per the voting, I report that the votes cast "IN FAVOUR" are much higher than the votes cast "AGAINST" in relation to all the 10 (Ten) resolutions proposed in the said AGM Notice. I am herewith enclosing the details of votes cast through e-voting during the period from 09:00 A.M. on 22.09.2019 to 05:00 P.M. on 24.09.2019 and details of the physical voting conducted at the 20<sup>th</sup> AGM on each of the resolutions as **Annexure I**.
5. The promoters, being considered as interested in Resolution Nos. 3 and 5, have abstained from voting in relation to the said resolutions.
6. The poll papers and relevant records relating to electronic voting and Poll at the 20<sup>th</sup> AGM were sealed and handed over to the Company Secretary authorized by the Board for safekeeping.

**Place: Hyderabad**  
**Date : 25.09.2019**

For POWER MECH PROJECTS LTD

*R. Tibrewal*

COMPANY SECRETARY



*D.S. Rao*  
**CS D.S. Rao**  
**Company Secretary**  
**M. No.: 12394**  
**C.P. No.: 14487**

Date of the AGM/EGM	POWER MECH PROJECTS LIMITED
Total number of shareholders on record date	25-09-2019
No. of shareholders present in the meeting either in person or through proxy:	11278
Promoters and Promoter Group:	12
Public:	49
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of financial statements									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	9,194,074	9,194,074	100.0000	9,194,074	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		9,194,074	100.0000	9,194,074	0	0.0000	0.0000	0	0
Public- Institutions	E-Voting	3,103,666	1,695,355	54.6243	1,695,355	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	6,029
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,695,355	54.6243	1,695,355	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	2,413,024	21,712	0.8998	21,682	30	99.8618	0.1381	0	6,029
	Poll		1,388	0.0575	1,388	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		23,100	0.9573	23,070	30	99.8701	0.1299	0	0

For POWER MECH PROJECTS LTD

R. S. Rao

COMPANY SECRETARY



Handwritten signature: Rao

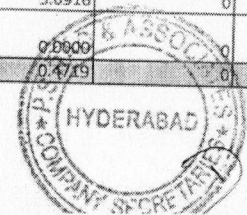
COMPANY SECRETARY

R. S. Sharma

FOR POWER MECH PROJECTS LTD

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - Declaration of dividend									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	9,194,074	9,194,074	100.0000	9,194,074	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		9,194,074	100.0000	9,194,074	0	0.0000	0.0000	0	0
Public- Institutions	E-Voting	3,103,666	1,701,384	54.8185	1,701,384	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,701,384	54.8185	1,701,384	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	2,413,024	21,712	0.8998	21,682	30	99.8618	0.1381	0	0
	Poll		1,388	0.0575	1,388	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		23,100	0.9573	23,070	30	99.8701	0.1299	0	0

Resolution No.	3										
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mrs. Sajja Lakshmi DIN- 00068991 as Director liable to retire by rotation										
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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	9,194,074	0	0.0000	0	0	0.0000	0.0000	0	9,194,074	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		0	0.0000	0	0	0.0000	0.0000	0.0000	0	0
Public- Institutions	E-Voting	3,103,666	1,701,384	54.8185	1,701,384	0	100.0000	0.0000	0	9194074	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		1,701,384	54.8185	1,701,384	0	0.0000	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	2,413,024	21,712	0.8998	21,682	30	99.8618	0.1381	0	0	
	Poll		1,388	0.0575	1,309	79	94.3083	5.6916	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0.0000	0	0
	Total		23,100	0.9573	22,991	109	99.5281	0.4719	0.0000	0	0



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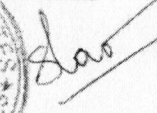
Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Statutory Auditors of the Company									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	9,194,074	9,194,074	100.0000	9,194,074	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		9,194,074	100.0000	9,194,074	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	3,103,666	1,701,384	54.8185	1,701,384	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,701,384	54.8185	1,701,384	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	2,413,024	21,712	0.8998	21,682	30	99.8618	0.1381	0	0
	Poll		1,388	0.0575	1,388	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		23,100	0.9573	23,070	30	99.8701	0.1299	0	0

Resolution No.	5									
Resolution required: (Ordinary/ Special)	SPECIAL - Revision in remuneration of Mr. S Kishore Babu, Chairman Managing Director									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	9,194,074	0	0.0000	0	0	0.0000	0.0000	0	9,194,074
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0.0000	0	0	0.0000	0.0000	0	0
Public- Institutions	E-Voting	3,103,666	1,701,384	54.8185	1,625,504	75,880	95.5401	4.4598	0	9194074
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,701,384	54.8185	1,625,504	75,880	95.5401	4.4599	0	0
Public- Non Institutions	E-Voting	2,413,024	21,712	0.8998	21,682	30	99.8618	0.1381	0	0
	Poll		1,388	0.0575	1,388	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		23,100	0.9573	23,070	30	99.8701	0.1299	0	0

COMPANY SECRETARY

K. S. Babu

FOR POWER MECH PROJECTS LTD

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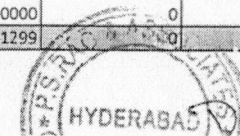
Resolution No.		6									
Resolution required: (Ordinary/ Special)		SPECIAL - Reappointment of Mr. T. Sankarlingam DIN00015954 as an Independent Non Executive Director									
Whether promoter/ promoter group are interested in the agenda/resolution?		No									
Category	Mode of Voting	No. of shares 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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	9,194,074	9,194,074	100.0000	9,194,074	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		9,194,074	100.0000	9,194,074	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting	3,103,666	1,701,384	54.8185	1,700,301	1,083	99.9363	0.0636	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		1,701,384	54.8185	1,700,301	1,083	99.9363	0.0637	0	0	
Public- Non Institutions	E-Voting	2,413,024	21,712	0.8998	21,682	30	99.8618	0.1381	0	0	
	Poll		1,388	0.0575	1,388	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		23,100	0.9573	23,070	30	99.8701	0.1299	0	0	

Resolution No.		7									
Resolution required: (Ordinary/ Special)		SPECIAL - Reappointment of Mr. GDV Prasada Rao DIN02754904 as an Independent Non Executive Director									
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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	9,194,074	9,194,074	100.0000	9,194,074	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		9,194,074	100.0000	9,194,074	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting	3,103,666	1,701,384	54.8185	1,555,607	145,777	91.4318	8.5681	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		1,701,384	54.8185	1,555,607	145,777	91.4319	8.5681	0	0	
Public- Non Institutions	E-Voting	2,413,024	21,712	0.8998	21,682	30	99.8618	0.1381	0	0	
	Poll		1,388	0.0575	1,388	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		23,100	0.9573	23,070	30	99.8701	0.1299	0	0	

COMPANY SECRETARY

R. Jibran

For POWER MECH PROJECTS LTD



Resolution No.	8										
Resolution required: (Ordinary/ Special)	SPECIAL - To approve the payment of remuneration to Mr. M Rajiv Kumar DIN07336483, Non Executive Director by way of Consultancy Fees										
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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	9,194,074	9,194,074	100.0000	9,194,074	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		9,194,074	100.0000	9,194,074	0	0.0000	0.0000	0	0	
Public- Institutions	E-Voting	3,103,666	1,701,384	54.8185	1,700,631	753	99.9557	0.0442	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		1,701,384	54.8185	1,700,631	753	99.9557	0.0442	0	0	
Public- Non Institutions	E-Voting	2,413,024	21,712	0.8998	21,682	30	99.8618	0.1381	0	0	
	Poll		1,388	0.0575	1,388	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		23,100	0.9573	23,070	30	99.8701	0.1299	0	0	

Resolution No.	9										
Resolution required: (Ordinary/ Special)	ORDINARY - Approval for Material Related Party Transactions with PMPL-ACPL, JV										
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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	9,194,074	337,093	3.6664	337,093	0	100.0000	0.0000	0	8,856,981	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		337,093	3.6664	337,093	0	100.0000	0.0000	0.0000	0	8,856,981
Public- Institutions	E-Voting	3,103,666	1,701,384	54.8185	1,701,384	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		1,701,384	54.8185	1,701,384	0	100.0000	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	2,413,024	21,712	0.8998	21,682	30	99.8618	0.1381	0	0	
	Poll		1,388	0.0575	1,388	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		23,100	0.9573	23,070	30	99.8701	0.1299	0.0000	0	0

COMPANY SECRETARY

*R. Srinivas*

FOR POWER MECH PROJECTS LTD

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Resolution No.	10									
Resolution required: (Ordinary/ Special)	ORDINARY - Approval for Material Related Party Transactions with PMPL-STX, JV									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	9,194,074	337,093	3.6664	337,093	0	100.0000	0.0000	0	8,856,981
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		337,093	3.6664	337,093	0	0.0000	0.0000	0	0
Public- Institutions	E-Voting	3,103,666	1,701,384	54.8185	1,701,384	0	100.0000	0.0000	0	8856981
	Poll		0	0.0000	0	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,701,384	54.8185	1,701,384	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	2,413,024	21,712	0.8998	21,682	30	99.8618	0.1381	0	0
	Poll		1,388	0.0575	1,388	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		23,100	0.9573	23,070	30	99.8701	0.1299	0	0
Total		14,710,764	2,061,577	14.0141	2,061,547	30	99.9985	0.0015	0	0

For POWER MECH PROJECTS LTD

*R. Sidra*

COMPANY SECRETARY



*slaw*