

Date: 07-10-2019
Place: Hyderabad

The General Manager Department of Corporate Services Bombay Stock Exchange Limited Phiroze Jeejabhoy Towers Dalal Street, Fort Mumbai - 400 001	The Manager Listing Department National Stock Exchanges of India Limited Exchange Plaza , 5 th Floor, Plot No.C/1, G Block, Bandra- Kurla Complex, Bandra(East) Mumbai - 400 051
Scrip Code: 531746 ISIN: INE505C01016	Scrip Code: PRAENG ISIN: INE505C01016

Dear Sir/Madam,

Sub: Prajay Engineers Syndicate Limited - Proceedings of Adjourned 25th Annual General Meeting held on 07th day of October, 2019.

With reference to the captioned subject, we would like to inform you that the Adjourned 25th Annual General Meeting (AGM) of the Company was held on Monday, the 07th day of October, 2019, at 3.00 P.M., at 1-10-63 & 64, 5th Floor, Prajay Corporate House, Chikoti Gardens, Begumpet, Hyderabad - 500 016, Telangana, India.

Pursuant to Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the proceedings of the Adjourned 25th AGM of the Company are enclosed herewith at **Annexure-I**.

We request to take the same on your record.

Thanking You,
Yours Faithfully,

For Prajay Engineers Syndicate Limited



Vijaysen Reddy Dantapalli
Chairman and Managing Director,
DIN: 00291185

Encl: A/a



Prajay Engineers Syndicate Limited

▲ Regd.Office : 1-10-63 & 64, 5th Floor, Prajay Corporate House
Chikoti Gardens, Hyderabad -500 016.
Tel : 91 - 40 6628 5566

▲ E-mail : Info@prajayengineers.com

www.prajayengineers.com

CIN : L45200TG1994PLC017384

Annexure-I

PROCEEDINGS OF THE ADJOURNED 25TH ANNUAL GENERAL MEETING (AGM) OF THE MEMBERS OF PRAJAY ENGINEERS SYNDICATE LIMITED HELD ON MONDAY, 07TH DAY OF OCTOBER, 2019 AT 3.00 P.M. AT 1-10-63 & 64, 5TH FLOOR, PRAJAY CORPORATE HOUSE, CHIKOTI GARDENS, BEGUMPET, HYDERABAD - 500 016, TELANGANA.

The Adjourned 25th Annual General Meeting of Prajay Engineers Syndicate Limited was held on Monday, the 07th day of October, 2019, at 3.00 P.M., at 1-10-63 & 64, 5th Floor, Prajay Corporate House, Chikoti Gardens, Begumpet, Hyderabad - 500 016, Telangana.

Notice of the Annual General Meeting since already circulated, was taken as read with permission of the members of the company.

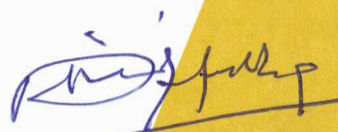
CA K. Peddabai, Partner, M/s. Karumanchi & Associates, Chartered Accountants, Hyderabad, Statutory Auditors read the Auditors Report.

The Chairman invited the Members of the company to ask questions or seek clarifications on the Agenda items and thereafter the management of the Company along with the Chairman clarified the queries raised by the Members of the company.

The Chairman informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility to the Shareholders of the Company to enable them to cast their votes electronically on the items mentioned in the Notice, from September 27, 2019 (09.00 am.) to September 29, 2019 (05.00 pm). Further, it was informed that the Company had fixed September 23, 2019 as the Cut-off date for determining the eligibility to vote by electronic means or through ballot voting in the AGM.

The Chairman further informed that the Company has appointed CS M Ramana Reddy, Practicing Company Secretary (M. No: 37864 & CP No: 18415), Hyderabad as the Scrutinizer to scrutinize the votes cast by the shareholders through remote e-voting and ballot voting at the AGM venue. The Chairman further informed that the Company had made arrangements for ballot voting at the AGM venue to enable those shareholders,

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who could not exercise their right to vote through remote e-voting, to cast their vote in respect of business mentioned in the Notice of the 25th AGM of the Company. The Chairman further informed that those shareholders who had cast their vote through remote e-voting can attend the Meeting but shall not be allowed to vote again at the Meeting.

Thereafter, the Chairman read the items of the Ordinary Business and Special Business to be transacted at the 25th Annual General Meeting as detailed below and explained the procedure for casting vote on the resolutions mentioned below through ballot voting:-

ORDINARY BUSINESS:

1. To receive, consider and adopt:

i) Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2019 together with the Reports of Board of Directors and Auditors thereon.

ii) Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2019 together with the Reports of Auditors thereon.

2. To appoint a Director in place of Mr. Rohit Reddy Dantapalli, (holding DIN:07560450) who retires by rotation and being eligible offers himself for re-appointment.

SPECIAL BUSINESS:

3. Regularisation of appointment of Mr. Vijaysen Reddy Dantapalli, as a Director of the Company

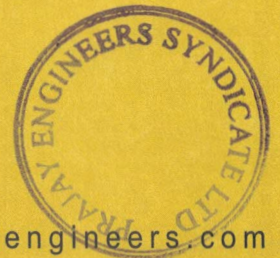
To consider and if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies 2013, ("the Act") and Rules made there under (as may be amended from time to time, including any statutory modification(s) or re-enactment thereof for the time being in force) and based on the recommendations of the Nomination and Remuneration Committee of the Company, the consent of the members of the Company be and is hereby accorded to regularize the appointment of Mr.Vijaysen Reddy Dantapalli (holding DIN:00291185), as a Director of the Company.

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who was appointed by the Board of Directors as an Additional Director of the Company w.e.f 25th April, 2019 and whose term of office as an Additional Director of the Company expires at this Annual General Meeting and in respect of whom the Company has received a notice in writing under section 160 of the Act, from a member proposing his candidature for the office of Director of the Company."

"RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to do all such acts, deeds, things and matters as may be required and necessary for giving effect to the aforesaid resolution including filing of necessary forms if any with the Registrar of Companies."

4. To approve the appointment of Mr. Vijaysen Reddy Dantapalli as a Managing Director of the Company

To consider and if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:

"RESOLVED THAT subject to the provisions of Sections 196 and 203 read with Schedule V to the Act, and all other applicable sections and provisions of the Companies Act, 2013, and Rules made there under (as may be amended from time to time, including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to Article 88 of the Articles of Association of the Company, consent of the members of the Company be and is hereby accorded for the appointment of Mr. Vijaysen Reddy Dantapalli (holding DIN:00291185), as a Managing Director of the Company for a period of 3 years w.e.f. from 26th April, 2019, without any remuneration and as per the brief terms set out in the explanatory statement to this resolution".

"RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to do all such acts, deeds, things and matters as may be required and necessary for giving effect to the aforesaid resolution including filing of necessary forms if any with the Registrar of Companies."

5. Appointment of Mr. L. Jaya Simha Reddy, as an Independent Director of the Company

To consider and if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:



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“RESOLVED THAT pursuant to the provisions of section 149 and 150, of the Companies Act, 2013 (“the Act”) read with Schedule IV, and other applicable provisions of the Act if any, and rules made thereunder, 25th Notice of Annual Report 2018-19 and pursuant to the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment thereof, for the time being in force), and based on the recommendations of the Nomination and Remuneration Committee of the Company, the members of the Company be and are hereby accord their consent to appoint Mr. Jaya Simha Reddy Lingam (holding DIN 08328343), (who was appointed by the Board of Directors as an Additional Director of the Company w.e.f 14th February, 2019 and whose term of office as an Additional Director (under Non-Executive Independent category) of the Company expires at this Annual General Meeting and in respect of whom Company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director), as an Independent Director of the Company not liable to retire by rotation, hold office for a term of 5 consecutive years from 14th February, 2019 to 13th February, 2024”.

“RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to do all such acts, deeds, things and matters as may be required and necessary for giving effect to the aforesaid resolutions including filing of necessary forms if any with the Registrar of Companies.”

The Chairman announced that the resolutions as per Notice of the 25th Annual General Meeting of the Company are required to be passed- as ordinary resolutions. The result of e-voting and of the Ballot Papers along with scrutinizer’s report will be announced within 48 hours after the conclusion of the Annual General Meeting.

After the ballot voting was completed, the Chairman formally announced the closure of business of Adjourned 25th AGM of the Company. There being no other business to transact, the meeting concluded at 4:05 PM.



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PRAJAY

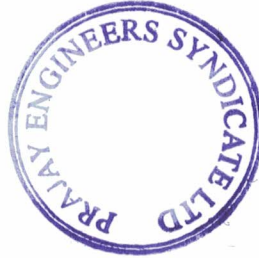
This is for your information and records.

Thanking You,
Yours Faithfully,

For Prajay Engineers Syndicate Limited



Vijaysen Reddy Dantapalli
Chairman and Managing Director
DIN: 00291185



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