



VINAY BABU GADE ACS, LLB

Company Secretary in Practice

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CONSOLIDATED SCRUTINIZER'S REPORT

Form No MGT – 13

[Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time]

To

Dr. A.J.Prasad

Chairman for 35th Annual General Meeting of the Equity Shareholders,

HBL Power Systems Limited,

Hyderabad, 500034.

Dear Sir,

I, CS Vinay Babu Gade, Company Secretary in whole-time Practice, having office at Hyderabad, Telangana was appointed as the scrutinizer by the Board of Directors of **HBL Power Systems Limited** (CIN: L40109TG1986PLC006745), having registered office at 8-2-601, Road No.10, Banjara Hills, Hyderabad - 500 034, Telangana (the "Company") in the Board Meeting held on August 13, 2021 pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions, if any, and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 including any statutory modification(s) or re-enactment(s) thereof for the time being in force.

My scope as a scrutinizer is :

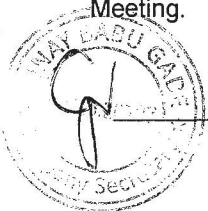
- a. To scrutinize the votes casted through electronic means (the "e-voting") and check whether the remote e-voting process was in fair and transparent manner held between Wednesday the September 22, 2021, 09.00 AM (IST) and Friday the September 24, 2021, 05.00 PM (IST) as stated in the Notice of the Annual General Meeting.
- b. To scrutinize the votes casted through instapoll and check whether the voting process by use of instapoll at the 35th Annual General Meeting held on Saturday the September 25, 2021 at 4:00 P.M through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), is conducted in a fair and transparent manner.

Notice of the Annual General Meeting :

The e-Notice dated August 13, 2021 convening 35th Annual General Meeting of the equity shareholders of the Company held on Saturday the September 25, 2021 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") at 4:00 P.M, was sent through e-mail on September 02, 2021 to the shareholders whose names were recorded in the Register of members or in the Register of beneficial owners maintained by the depositories of the Company as on August 27, 2021. Pursuant to circulars issued by Ministry of Corporate Affairs (MCA) vide Circular No.14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No.20/2020 dated May 05, 2020 read with Securities and Exchange Board of India (SEBI) vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79, dated May 12, 2020 the requirement of sending physical copies of the annual report has been dispensed with.

Cut-off date :

The shareholders whose names were recorded in the Register of members or in the Register of beneficial owners maintained by the depositories of the Company as on the "cut-off " date of September 17, 2021 were entitled to vote on the resolutions as set out at item nos.1 to 6 in the Notice of the Annual General Meeting.



A. J. Prasad

4-65, Koheda, Hayathnagar, Hyderabad- 501511, Telangana, India

Newspaper Advertisement:

A public notice by way of an advertisement in newspapers was published by the Company on September 05, 2021 immediately on the completion of dispatch of notices of the Annual General Meeting, in terms of Rule 20 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions, if any, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, in Financial Express (English newspaper having nationwide circulation) and Nava Telangana (principal vernacular language newspaper of the State in which the registered office is situated) for the purpose of voting.

For e-voting:

Pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable regulations, if any, including any statutory modification(s) or re-enactment(s) thereof for the time being in force the Company has arranged for remote e-voting facility to its shareholders through KFin Technologies Private Limited, Registrar and Share Transfer Agents having their office at Gachibowli, Hyderabad (the "Agency").

The e-voting period commenced on Wednesday the September 22, 2021, 09.00 AM (IST) and ended on Friday the September 24, 2021, 05.00 PM (IST). The e-voting platform was provided as per the SEBI circular SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020, was blocked thereafter and the votes cast under e-voting facility were then unblocked by me on Saturday the September 25, 2021 at 04.46 PM (IST) in presence of Mr. Ravinder Rao and Mr. Venkatesh two witnesses not being in the employment of the Company.

I have scrutinized and reviewed the remote e-voting process and votes tendered therein based on the data downloaded from the Agency e-voting system [<https://evoting.karvy.com>].

For voting through Ballot:

The Chairman of the meeting announced voting through instapoll after the meeting. The instapoll facility was provided by KFin Technologies Private Limited, Registrar and Share Transfer Agents having their office at Gachibowli, Hyderabad.

The instapoll was managed and reconciled by the Company / Registrar and Share Transfer Agents i.e., KFin Technologies Private Limited having office at Gachibowli, Hyderabad. (the "Agency").

As per the list of shareholders provided by the Company / Agency, the names of the shareholders who have voted on e-voting platform through [<https://evoting.karvy.com>] have been blocked and the instapoll vote casted by the members attended from remote locations during the meeting were only reconciled for the purpose of eliminating duplicate voting.

I have scrutinized and reviewed the instapoll voting. The vote casted through process was conducted in fair and transparent manner.

I now submit my Consolidated Report as under on the results of voting through remote e-voting and voting by ballot at the 35th Annual General Meeting in respect of the said resolutions:-

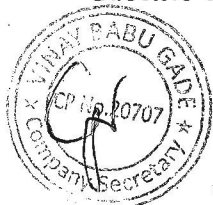
Item No. 1

Type of business: Ordinary Business

Type of resolution: Ordinary Resolution

To receive, consider and adopt the audited financial statements of the Company (standalone and consolidated) for the financial year ended March 31, 2021 together with the reports of the Board of Directors' and Auditor's thereon.

A. J. Rasad



Particulars	Number of votes and votes contained in						% of votes
	e-votes		Instapoll		Total		
	Number	Votes	Number	Votes	Number	Votes	
For	229	20828004	9	69701	238	20897701	99.95
Against	16	11226	0	0	16	11226	00.05
Abstained/Invalid	3	1612	0	0	3	1612	00
Total	248	20840870	9	69701	257	20910539	100.00

Based on the aforesaid result, the resolution was passed with requisite majority. You may accordingly declare the same.

Item No. 2

Type of business: Ordinary Business

Type of resolution: Ordinary Resolution

To declare dividend for the year ended on March 31, 2021. A dividend of 35% (i.e. 0.35 paise on each share of Re 1 was declared)

Particulars	Number of votes and votes contained in						% of votes
	e-votes		Instapoll		Total		
	Number	Votes	Number	Votes	Number	Votes	
For	232	20828040	9	69701	241	20897741	99.95
Against	14	11202	0	0	14	11202	0.05
Abstained/Invalid	2	1610	0	0	2	1610	0
Total	248	20840852	9	69701	257	20910553	100.00

Based on the aforesaid result, the resolution was passed with requisite majority. You may accordingly declare the same.

Item No. 3

Type of business: Ordinary Business

Type of resolution: Ordinary Resolution

To appoint a director in place of Mrs. Kavita Prasad Aluru (DIN: 00319292) who retires by rotation and is eligible for re-appointment.

Particulars	Number of votes and votes contained in						% of votes
	e-votes		Instapoll		Total		
	Number	Votes	Number	Votes	Number	Votes	
For	213	20240596	9	69701	222	20310297	97.14
Against	30	598212	0	0	30	598212	2.86
Abstained/Invalid	5	2014	0	0	5	2014	0
Total	248	20840822	9	69701	257	20910523	100.00

Based on the aforesaid result, the resolution was passed with requisite majority. You may accordingly declare the same.

Item No. 4

Type of business: Ordinary Business

Type of resolution: Ordinary Resolution

To appoint M/s. Rao & Kumar, Chartered Accountants, Visakhapatnam (ICAI Firm Registration No. 03089S), as auditors for the year 2021-22 till the conclusion of the next Annual General Meeting and to authorise the Board to fix their remuneration.

A. J. Prasad



Particulars	Number of votes and votes contained in						% of votes
	e-votes		Instapoll		Total		
	Number	Votes	Number	Votes	Number	Votes	
For	227	20827852	9	69701	236	20897553	99.94
Against	18	11348	0	0	18	11348	0.05
Abstained/Invalid	3	1612	0	0	3	1612	0
Total	248	20840812	9	69701	257	20910513	100.00

Based on the aforesaid result, the resolution was passed with requisite majority. You may accordingly declare the same.

Item No. 5

Type of business: Special Business

Type of resolution: Ordinary Resolution

Appointment of Mr. Mr. Advay Bhagirath Mikkilineni (DIN 09207003) as a Director in the capacity of Non-Executive Non-Independent promoter group Director

Particulars	Number of votes and votes contained in						% of votes
	e-votes		Instapoll		Total		
	Number	Votes	Number	Votes	Number	Votes	
For	216	16373490	9	69451	224	16442941	96.77
Against	27	547710	1	250	27	547960	3.22
Abstained/Invalid	5	3919612	0	0	6	3919612	0
Total	248	20840812	9	69701	257	20910513	100.00

Based on the aforesaid result, the resolution was passed with requisite majority. You may accordingly declare the same.

Item No. 6

Type of business: Special Business

Type of resolution: Ordinary Resolution

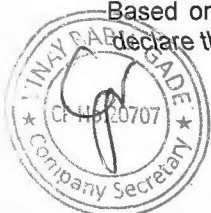
Appointment of Dr. Ramanujulu Nandakumar Ramnath (DIN 03639492) as Non-Executive Independent Director of the Company for a period of Five Years

Particulars	Number of votes and votes contained in						% of votes
	e-votes		Instapoll		Total		
	Number	Votes	Number	Votes	Number	Votes	
For	222	20825656	9	69701	231	20895357	99.94
Against	22	13146	0	0	22	13146	0.06
Abstained/Invalid	4	2010	0	0	4	2010	0
Total	248	20840812	9	69701	257	20910513	100.00

Note: Any split vote(s) casted by any member, counted in both for and against. Any votes casted by promoter / promoters group being interested party in this agenda item have not been considered in determining voting results.

Based on the aforesaid result, the resolution was passed with requisite majority. You may accordingly declare the same.

A. J. Rasad



The compliance with the provisions of the Companies Act, 2013 and the rules made thereunder and regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to voting through instapoll (whichever and wherever applicable) have been taken care by management of the Company.

All relevant records relating to electronic voting shall remain in my custody until the Chairman considers, approves and signs the Minutes of the 35th Annual General Meeting and the same shall be handed over to the Chairman / Company Secretary for safe keeping and all relevant records relating to ballot voting have been handed over to Company Secretary of the Company for safe keeping.

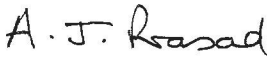
Thanking you,

Yours faithfully




Scrutinizer
G Vinay Babu
Company Secretary in Practice
ACS No.: A20592 .CP No.:20707
UDIN: A020592C001008920

Countersigned by
For HBL Power Systems Limited



Dr. A J Prasad
Chairman of the 35th Annual General meeting



Date: 25.09.2021
Place: Hyderabad, Telangana.

Date: 25.09.2021
Place: Hyderabad, Telangana