

Panyam Cements & Mineral Industries Limited

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Central Administrative Office :
Plot No. 188, 1st Floor,
Phase-II, Kamalapuri Colony,
Hyderabad - 500 073. TS, INDIA.

Extra Ordinary General Meeting held on Monday, the January 25, 2016 at 11.45 A.M. at Regd. Office C-1 Industrial Estate , Bommalasatram, Nandyal -518 502. Kurnool Dist,A.P.

DECLARATION OF RESULTS ON RMOTE E- VOTING

Pursuant to the provisions of Section 108 of the Companies Act,2013 read with the rules prescribed there under and in accordance with the Listing Agreement, the Company has provided e-voting facility to its members to cast their votes electronically on the 2 (two only) resolutions mentioned in the Notice of the Extra Ordinary General Meeting of the Company held on January 25, 2016.

The e-Voting commenced at 9.00 A.M. on 22nd January, 2016 and concluded on 5.00 P.M on 23rd January, 2016.

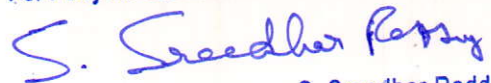
M/s. GMVDR & Associates, Company Secretaries acted as Scrutinizers for the entire voting process.

Based on the Scrutinizer's reports dated September,28th 2015 (attached hereto), for e-voting and voting through ballot forms I declare that all the resolutions contained in the Notice convening the Extra Ordinary General Meeting have been passed with requisite majority.

Date :28.01.2016

Place : Nandyal.

For Panyam Cements & Mineral Industries Ltd.



S. Sreedhar Reddy
Managing Director

To
The Chairman
M/s. Panyam Cements & Mineral Industries Limited
Registered Office:
C-1, Industrial Estate
Nandyal - 518 501.

Dear Sir.

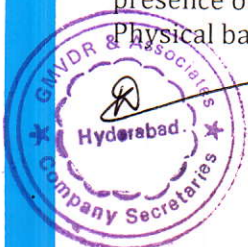
Sub: - Scrutinizer's Report on e-voting conducted pursuant to provisions of Section. 108 of Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014

I G.M.V.Dhanunjaya Rao of GMVDR & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Panyam Cements & Mineral Industries Limited vide resolution dated 29th December, 2015 pursuant to Section. 108 of Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the Electronic Voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions to be passed at the Extra Ordinary General Meeting of the Company to be held on 25th January, 2016. The Notice dated 29th December, 2015 convening Extra Ordinary General Meeting (EGM) of the Company along with Statement selling out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolution to be passed at the said EGM of the Company to be held on 25th January, 2016.

The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means on the resolutions contained in the Notice of the Extra Ordinary General Meeting (EGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a scrutinizer's report of the votes cast "**in favour**" or "**Against**" the resolutions and "**invalid**" votes, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the company and the records and registers being maintained and provided by the Company.

The Company has availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting e-voting by the Shareholders of the Company. The Company has also provided voting by physical ballot papers to the members who do not have access to e-voting facility.

The shareholders of the company holding shares as on the "cut-off" date were entitled to vote on the proposed resolution as set out at item nos. 1 & 2 in the Notice of the Extra Ordinary General Meeting. The voting period for e-voting commenced on Friday, 22nd January, 2016 at 09.00 a.m and ended on Saturday, 23rd January, 2016 at 5.00 p.m and the CDSL e-voting platform was blocked thereafter and the votes cast under e-voting facility were then unblocked in the presence of two witnesses who were not in the employment of the Company. Votes cast through Physical ballot forms received upto 24.01.2016 were considered.



I have scrutinized and reviewed the voting through electronic means and physical mode and votes tendered therein based on the data downloaded from the Central Depository Services (India) Limited (CDSL) e-voting system and the ballot forms received respectively. I now submit my Report as under on the result of the voting through electronic means and physical mode in respect of the said Resolutions:

| | |
|-----------------|--|
| Resolution No.1 | Approval from the shareholders for the Issue of Secured, Rated, Listed, Non-Convertible & Redeemable Debentures on Private Placement basis |
|-----------------|--|

| 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 |
|-----------------------------|-------------------------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| Promoter and Promoter Group | E-Voting | 83,67,879 | 82,96,415 | 99.15 | 82,96,415 | 0 | 100.00 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | Not applicable | -- | -- | -- | -- | -- |
| | Total | | 83,67,879 | 82,96,415 | 99.15 | 82,96,415 | 0 | 100.00 |
| Public - Institutions | E-Voting | 32,31,495 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | |
| | Postal Ballot (if applicable) | | Not applicable | -- | -- | -- | -- | -- |
| | Total | | 32,31,495 | 0 | 0 | 0 | 0 | 0 |
| Public - Non Institutions | E-Voting | 44,18,765 | 3,44,166 | 7.79 | 3,44,166 | 0 | 100.00 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | |
| | Postal Ballot (if applicable) | | Not applicable | -- | -- | -- | -- | -- |
| | Total | | 44,18,765 | 3,44,166 | 7.79 | 3,44,166 | 0 | 100.00 |
| TOTAL | | 1,60,18,139 | 86,40,581 | 53.94 | 86,40,581 | 0 | 100.00 | 0 |



Resolution No.2 Approval from the shareholders for the Issue of 8,43,060 Convertible Warrants by way of Preferential Allotment

| 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 |
|-----------------------------|-------------------------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| Promoter and Promoter Group | E-Voting | 83,67,879 | 82,96,415 | 99.15 | 82,96,415 | 0 | 100.00 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | Not applicable | -- | -- | -- | -- | -- |
| | Total | | 83,67,879 | 82,96,415 | 99.15 | 82,96,415 | 0 | 100.00 |
| Public - Institutions | E-Voting | 32,31,495 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | |
| | Postal Ballot (if applicable) | | Not applicable | -- | -- | -- | -- | -- |
| | Total | | 32,31,495 | 0 | 0 | 0 | 0 | 0 |
| Public - Non Institutions | E-Voting | 44,18,765 | 3,44,166 | 7.79 | 3,44,166 | 0 | 100.00 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | |
| | Postal Ballot (if applicable) | | Not applicable | -- | -- | -- | -- | -- |
| | Total | | 44,18,765 | 3,44,166 | 7.79 | 3,44,166 | 0 | 100.00 |
| TOTAL | | 1,60,18,139 | 86,40,581 | 53.94 | 86,40,581 | 0 | 100.00 | 0 |

Place: Hyderabad
Date: 27.01.2016



For GMVDR & ASSOCIATES
Company Secretaries

[Signature]
(G.M.V.Dhanunjaya Rao)
C.P. No. 5250