



# POWER MECH®

Date: 30.09.2016

To,  
Corporate Relations Department,  
BSE Limited,  
PJ Towers, Dalal Street,  
Fort, Mumbai – 400001  
Fax: +91 – 22- 22722037/39/41  
+91 22 22723121/3719/1557

To,  
National Stock Exchange of India Limited,  
Exchange Plaza,  
BandraKurla Complex,  
Bandra (E), Mumbai - 400051  
Fax: +91 – 22 – 66418124/25/26

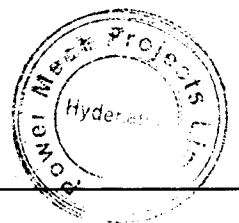
Dear Sir,

**Sub: - Outcome of the 17<sup>th</sup> Annual General Meeting of the shareholders of the company held on 30<sup>th</sup> September, 2016 at 11:00 A.M at Hotel Avasa, Madhapur, Hyderabad-500081**

**Ref: BSE Scrip Code: 539302 NSE Symbol: POWERMECH**

With reference to the subject cited, the 17<sup>th</sup> Annual General Meeting (AGM) of the Shareholders of the Company was held on 30.09.2016, at 11.00 A.M., at Hotel Avasa, Madhapur, Hyderabad-500081, Telangana, India. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 ("AmendedRules2015") and Regulation 44 of SEBI (listing Obligations & Disclosure Requirements) Regulations, Company had provided remote e-voting facility to the members of the Company in respect of business to be transacted at the 17<sup>th</sup> AGM from 27<sup>th</sup> September, 2016 - 9:00 A.M to 29<sup>th</sup> September, 2016 -17:00 P.M.

At the 17<sup>th</sup> AGM, facility of Voting through Ballot Paper was also made available at the AGM and members/ Proxy attending the AGM, who did not vote using remote e-voting, voted through Ballot Paper on the resolutions pertaining to the ordinary and special businesses as set out in item no. 1 to 8 of the notice of the 17<sup>th</sup> AGM.



## POWER MECH PROJECTS LIMITED

AN ISO 9001, ISO 14001 & OHSAS 18001 CERTIFIED COMPANY

**Regd. & Corporate Office :**  
Plot No. 77, Jubilee Enclave, Opp. Hitex,  
Madhapur, Hyderabad-500081  
Telangana, India  
CIN : U74140TG1999PLC032156

Phone : 040-30444444  
Fax : 040-30444400  
E-mail : info@powermech.net  
Website : www.powermechprojects.in



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# POWER MECH®

Mr. M B Suneel, Practicing Company Secretary, (who acted as the scrutinizer for e-voting process) also acted as the Scrutinizer for poll process. The Scrutinizer submitted his report dated 30<sup>th</sup> September, 2016 on the voting, after considering results as per e-voting and results as per poll conducted at the 17<sup>th</sup> AGM.

Based on the scrutinizers report the below mentioned resolutions proposed in the 17<sup>th</sup> AGM have been passed with requisite majority:

**Item No.1: To consider and adopt the Audited Financial Statements (both Standalone and Consolidated) of the Company for the year 2015-16 together with the Report of the Board of Directors and Auditors thereon**

**Item No.2: To confirm Interim Dividend of 10% (ie) Re 1/- per share as Final Dividend for the financial year 2015-16.**

**Item No.3: To appoint a director in place of Shri S Kishore Babu, Director who retires by rotation and being eligible offers himself for reappointment.**

**Item No.4: Ratification of appointment of M/s. Brahmayya & Co, Chartered Accountants, Vijayawada as statutory auditors of the Company and fix their remuneration.**

**Item No. 5: To Appoint Shri M Rajiv Kumar (DIN: 07336483) as a Director**

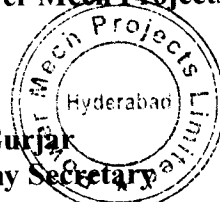
**Item No. 6: To Appoint Shri Sutanu Behuria (DIN: 00051668) as an Independent Director**

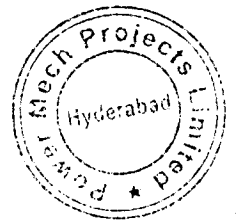
**Item No. 7: To Appoint Shri Vivek Paranjpe (DIN: 03378566) as an Independent Director**

**Item No.8: Reappointment of Shri S Kishore Babu (DIN: 00971313) as Managing Director**

***Copy of the voting results as per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 is enclosed along with Scrutinizer Report.***

**For Power Mech Projects Limited**

  
  
**Mohit Gurjar**  
Company Secretary



## POWER MECH PROJECTS LIMITED

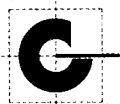
AN ISO 9001, ISO 14001 & OHSAS 18001 CERTIFIED COMPANY

**Regd. & Corporate Office :**  
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Fax : 040-30444400  
E-mail : info@powermech.net  
Website : www.powermechprojects.in



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	POWER MECH PROJECTS LIMITED
Date of the AGM/EGM	30-09-2016
Total number of shareholders on record date	18480
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	11
Public:	42
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 - To Consider and adopt the Audited Financial Statements, (both standalone and Consolidated) of the company for the year 2015-16 together with the report of the Board of Directors and Auditors thereon:							
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
Promoter and Promoter Group	E-Voting	9534087	8915928	93.52	8915928	0	100.00	0.00
	Poll		618159	6.48	618159	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	<b>Total</b>		<b>9534087</b>	<b>100.00</b>	<b>9534087</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutions	E-Voting	2777419	1995092	71.83	1995092	0	100.00	0.00
	Poll		0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	<b>Total</b>		<b>1995092</b>	<b>71.83</b>	<b>1995092</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Non Institutions	E-Voting	2399258	965	0.04	939	26	97.31	2.69
	Poll		84883	3.54	84883	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	<b>Total</b>		<b>85848</b>	<b>3.58</b>	<b>85822</b>	<b>26</b>	<b>99.97</b>	<b>0.03</b>
<b>Total</b>		<b>14710764</b>	<b>11615027</b>	<b>78.96</b>	<b>11615001</b>	<b>26</b>	<b>100.00</b>	<b>0.00</b>

For Power Mech Projects Limited

  
 Mohit Gurjar  
 Company Secretary  
 Membership No: 20557

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - To Consider and adopt the Audited Financial Statements, (both standalone and Consolidated) of the company for the year 2015-16 together with the report of the Board of Directors and Auditors thereon:							
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
Promoter and Promoter Group	E-Voting	9534087	8915928	93.52	8915928	0	100.00	0.00
	Poll		618159	6.48	618159	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	<b>Total</b>		<b>9534087</b>	<b>100.00</b>	<b>9534087</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutions	E-Voting	2777419	1995092	71.83	1995092	0	100.00	0.00
	Poll		0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	<b>Total</b>		<b>1995092</b>	<b>71.83</b>	<b>1995092</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Non Institutions	E-Voting	2399258	965	0.04	939	26	97.31	2.69
	Poll		84883	3.54	84883	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	<b>Total</b>		<b>85848</b>	<b>3.58</b>	<b>85822</b>	<b>26</b>	<b>99.97</b>	<b>0.03</b>
<b>Total</b>		<b>14740764</b>	<b>11615027</b>	<b>78.96</b>	<b>11615001</b>	<b>26</b>	<b>100.00</b>	<b>0.00</b>

For Power Mech Projects Limited

*Mohit*  
Mohit Gurjar  
Company Secretary  
Membership No: 20557

Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - To confirm interim dividend of 10% (i.e) Rs.1/- per share as Final Dividend for the Financial year 2015-16							
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
Promoter and Promoter Group	E-Voting	9534087	8915928	93.52	8915928	0	100.00	0.00
	Poll		618159	6.48	618159	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	<b>Total</b>		<b>9534087</b>	<b>100.00</b>	<b>9534087</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutions	E-Voting	2777419	1995092	71.83	1995092	0	100.00	0.00
	Poll		0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	<b>Total</b>		<b>1995092</b>	<b>71.83</b>	<b>1995092</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Non Institutions	E-Voting	2399258	965	0.04	918	47	95.13	4.87
	Poll		84883	3.54	84881	2	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	<b>Total</b>		<b>85848</b>	<b>3.58</b>	<b>85799</b>	<b>49</b>	<b>99.94</b>	<b>0.06</b>
<b>Total</b>		<b>14710764</b>	<b>11615027</b>	<b>78.96</b>	<b>11614978</b>	<b>49</b>	<b>100.00</b>	<b>0.00</b>

For Power Mech Projects Limited

*Mit*  
 Mohit Gurjar  
 Company Secretary  
 Membership No: 20557

Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a director in place of Shri S Kishore Babu, Director who retires by rotation and being eligible offers himself for re-appointment							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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	9534087	8915928	93.52	8915928	0	100.00	0.00
	Poll		618159	6.48	618159	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	<b>Total</b>		<b>9534087</b>	<b>100.00</b>	<b>9534087</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutions	E-Voting	2777419	1995092	71.83	1995092	0	100.00	0.00
	Poll		0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	<b>Total</b>		<b>1995092</b>	<b>71.83</b>	<b>1995092</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Non Institutions	E-Voting	2399258	965	0.04	919	46	95.23	4.77
	Poll		84883	3.54	84883	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	<b>Total</b>		<b>85848</b>	<b>3.58</b>	<b>85802</b>	<b>46</b>	<b>99.95</b>	<b>0.05</b>
<b>Total</b>		<b>14710764</b>	<b>11615027</b>	<b>78.96</b>	<b>11814981</b>	<b>46</b>	<b>100.00</b>	<b>0.00</b>

For Power Mech Projects Limited

*Mohit*  
Mohit Gurjar  
Company Secretary  
Membership No: 20557

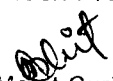
Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of Appointment of M/s. Brahmayya & Co, Chartered Accountants, Vijayawada as statutory auditors of the company and fix their remuneration							
Whether promoter/ promoter group are interested in the agenda/resolution?	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
Promoter and Promoter Group	E-Voting	9534087	8915928	93.52	8915928	0	100.00	0.00
	Poll		618159	6.48	618159	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	<b>Total</b>		<b>9534087</b>	<b>100.00</b>	<b>9534087</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutions	E-Voting	2777419	1995092	71.83	1995092	0	100.00	0.00
	Poll		0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	<b>Total</b>		<b>1995092</b>	<b>71.83</b>	<b>1995092</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Non Institutions	E-Voting	2399258	965	0.04	919	46	95.23	4.77
	Poll		84883	3.54	84883	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	<b>Total</b>		<b>85848</b>	<b>3.58</b>	<b>85802</b>	<b>46</b>	<b>99.95</b>	<b>0.05</b>
<b>Total</b>		<b>14710784</b>	<b>11615027</b>	<b>78.96</b>	<b>11614981</b>	<b>46</b>	<b>100.00</b>	<b>0.00</b>

For Power Mech Projects Limited

*Mohit*  
 Mohit Gurjar  
 Company Secretary  
 Membership No: 20557

Resolution No.	5							
Resolution required: (Ordinary/ Special)	ORDINARY - To Appoint Shri M Rajiv Kumar (DIN: 07336483) as a 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
Promoter and Promoter Group	E-Voting	9534087	8915928	93.52	8915928	0	100.00	0.00
	Poll		618159	6.48	618159	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	<b>Total</b>		<b>9534087</b>	<b>100.00</b>	<b>9534087</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutions	E-Voting	2777419	1995092	71.83	1774491	220601	88.94	11.06
	Poll		0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	<b>Total</b>		<b>1995092</b>	<b>71.83</b>	<b>1774491</b>	<b>220601</b>	<b>88.94</b>	<b>11.06</b>
Public- Non Institutions	E-Voting	2399258	965	0.04	919	46	95.23	4.77
	Poll		84883	3.54	84883	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	<b>Total</b>		<b>85848</b>	<b>3.58</b>	<b>85802</b>	<b>46</b>	<b>99.95</b>	<b>0.05</b>
<b>Total</b>		<b>14710764</b>	<b>11615027</b>	<b>78.96</b>	<b>11394380</b>	<b>220647</b>	<b>98.10</b>	<b>1.90</b>


For Power Mech Projects Limited

  
Mohit Gurjar  
Company Secretary  
Membership No: 20557



Resolution No.	6							
Resolution required: (Ordinary/ Special)	ORDINARY - To Appoint Shri Sutanu Behuria (DIN: 00051668) as an Independent 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
Promoter and Promoter Group	E-Voting	9534087	8915928	93.52	8915928	0	100.00	0.00
	Poll		618159	6.48	618159	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	<b>Total</b>		<b>9534087</b>	<b>100.00</b>	<b>9534087</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutions	E-Voting	2777419	1995092	71.83	1995092	0	100.00	0.00
	Poll		0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	<b>Total</b>		<b>1995092</b>	<b>71.83</b>	<b>1995092</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Non Institutions	E-Voting	2399258	965	0.04	919	46	95.23	4.77
	Poll		84883	3.54	84883	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	<b>Total</b>		<b>85848</b>	<b>3.58</b>	<b>85802</b>	<b>46</b>	<b>99.95</b>	<b>0.05</b>
<b>Total</b>		<b>14710764</b>	<b>11615027</b>	<b>78.96</b>	<b>11614981</b>	<b>46</b>	<b>100.00</b>	<b>0.00</b>

For Power Mech Projects Limited

  
Mohit Gurjar  
Company Secretary  
Membership No: 20557


Resolution No.	7							
Resolution required: (Ordinary/ Special)	ORDINARY - To Appoint Shri Vivek Paranjpe (DIN: 03378566) as an Independent 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
Promoter and Promoter Group	E-Voting	9534087	8915928	93.52	8915928	0	100.00	0.00
	Poll		618159	6.48	618159	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	<b>Total</b>		<b>9534087</b>	<b>100.00</b>	<b>9534087</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutions	E-Voting	2777419	1995092	71.83	1995092	0	100.00	0.00
	Poll		0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	<b>Total</b>		<b>1995092</b>	<b>71.83</b>	<b>1995092</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Non Institutions	E-Voting	2399258	965	0.04	919	46	95.23	4.77
	Poll		84883	3.54	84883	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	<b>Total</b>		<b>85848</b>	<b>3.58</b>	<b>85802</b>	<b>46</b>	<b>99.95</b>	<b>0.05</b>
<b>Total</b>		<b>14710454</b>	<b>78.96</b>	<b>13614981</b>	<b>46</b>	<b>100.00</b>	<b>0.00</b>	

For Power Mech Projects Limited

*Mohit*  
 Mohit Gurjar  
 Company Secretary  
 Membership No: 20557

Resolution No.	8							
Resolution required: (Ordinary/ Special)	ORDINARY - Reappointment of Shri S Kishore Babu as Managing Director							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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	9534087	8915928	93.52	8915928	0	100.00	0.00
	Poll		618159	6.48	618159	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	<b>Total</b>		<b>9534087</b>	<b>100.00</b>	<b>9534087</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutions	E-Voting	2777419	1995092	71.83	1995092	0	100.00	0.00
	Poll		0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	<b>Total</b>		<b>1995092</b>	<b>71.83</b>	<b>1995092</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Non Institutions	E-Voting	2399258	965	0.04	919	46	95.23	4.77
	Poll		84883	3.54	84883	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	<b>Total</b>		<b>85848</b>	<b>3.58</b>	<b>85802</b>	<b>46</b>	<b>99.95</b>	<b>0.05</b>
<b>Total</b>		<b>14710754</b>	<b>11615027</b>	<b>78.95</b>	<b>11614981</b>	<b>46</b>	<b>100.00</b>	<b>0.00</b>

For Power Mech Projects Limited

  
 Mohit Gurjar  
 Company Secretary  
 Membership No: 20557



**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]*

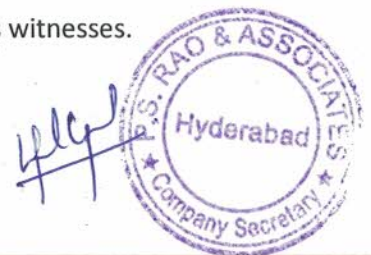
To  
The Chairman  
**Power Mech Projects Limited**  
Plot No.77, Jubilee Enclave, Opp:Hitex ,  
Madhapur, Hyderabad,  
Telangana-500081

**Dear Sir,**

**Sub:** Consolidated Report on electronic voting carried out during 27<sup>th</sup> September, 2016 (09:00 A.M) to 29<sup>th</sup> September, 2016 (5:00 P.M.) and on Physical voting conducted through poll at the 17<sup>th</sup> Annual General Meeting (AGM) of Power Mech Projects Limited held on 30<sup>th</sup> September, 2016.

With reference to the above subject, I, M. B. Suneel, Practicing Company Secretary, state that I was appointed as a scrutinizer in terms of a resolution passed by the Board of Directors of the Company, on 31<sup>st</sup> August, 2016, for scrutinizing the e-voting process during Tuesday, 27<sup>th</sup> September, 2016 to Thursday, 29<sup>th</sup> September, 2016 and physical voting conducted through poll at the 17<sup>th</sup> AGM at Hotel Avasa, Madhapur, Hyderabad-500081., held on 30<sup>th</sup> September, 2016, 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 31<sup>st</sup> day of August, 2016. I report as under:


1. The Company availed the services of M/s. Karvy Computershare 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 for the period commencing on Tuesday, 27<sup>th</sup> September, 2016 (09:00 A.M) to Thursday, 29<sup>th</sup> September, 2016 (05:00 P.M). The shareholders whose names appeared in the Register of Members / List of Beneficial Owners as on 23<sup>rd</sup> day of September, 2016 (i.e. cut – off date) were allowed to participate and vote electronically on all the items of business during the aforesaid period of e-voting. On 30<sup>th</sup> day of September, 2016, 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 17<sup>th</sup> AGM of the Company held on Friday, the 30<sup>th</sup> day of September, 2016, at 11:00 A.M. at the Hotel Avasa, Madhapur, Hyderabad-500081 the shareholders who have not participated in the E-Voting facility provided by the company have cast their votes through poll.
3. Subsequent to the completion of voting process at the 17<sup>th</sup> AGM, the votes cast by the shareholders were diligently scrutinized by me and 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. All the resolutions were passed with requisite majority. I am herewith enclosing the details of votes cast through e-voting during Tuesday, 27<sup>th</sup> September, 2016 (09:00 A.M) to Thursday, 29<sup>th</sup> September, 2016 (05:00 P.M) and details of the voting at the 17<sup>th</sup> AGM on each of the resolutions as Annexure I.
5. The poll papers and relevant records relating to electronic voting and Poll at 17<sup>th</sup> AGM were sealed and handed over to the Company Secretary authorized by the Board for safekeeping.

For P.S. Rao & Associates  
Company Secretaries



  
M. B. Suneel  
Company Secretary  
C.P.No. 14449

Place: Hyderabad  
Date: 30.09.2016



S.No	Resolution	Mode	Number of Members Voting ( Person / Proxy/ Evoting)	Total Votes	Favour			Against			Invalid	
					Number of Members Voting ( Person / Proxy/ Evoting)	Votes	% of total number of valid votes cast	Number of Members Voting ( Person / Proxy/ Evoting)	Votes	% of total number of valid votes cast	Number of Members Voting ( Person / Proxy/ Evoting)	Votes
1	To Consider and adopt the Audited Financial Statements, (both standalone and Consolidated) of the company for the year 2015-16 together with the report of the Board of Directors and Auditors thereon:	Evoting	25	10911985	24	10911959	100.00	2	26	0.00	0	0
		Poll	44	703042	44	703042	100.00	0	0	-	0	0
		<b>Total</b>	<b>69</b>	<b>11615027</b>	<b>68</b>	<b>11615001</b>	<b>100.00</b>	<b>2</b>	<b>26</b>	<b>0.00</b>	<b>0</b>	<b>0</b>
2	To confirm interim dividend of 10% (i.e) Rs.1/- per share as Final Dividend for the Financial year 2015-16	Evoting	25	10911985	22	10911938	100.00	3	47	0.00	0	0
		Poll	44	703042	43	703040	100.00	1	2	0.00	0	0
		<b>Total</b>	<b>69</b>	<b>11615027</b>	<b>65</b>	<b>11614978</b>	<b>100.00</b>	<b>4</b>	<b>49</b>	<b>0.00</b>	<b>0</b>	<b>0</b>
3	To appoint a director in place of Shri S Kishore Babu, Director who retires by rotation and being eligible offers himself for re-appointment	Evoting	25	10911985	23	10911939	100.00	3	46	0.00	0	0
		Poll	44	703042	44	703042	100.00	0	0	-	0	0
		<b>Total</b>	<b>69</b>	<b>11615027</b>	<b>67</b>	<b>11614981</b>	<b>100.00</b>	<b>3</b>	<b>46</b>	<b>0.00</b>	<b>0</b>	<b>0</b>
4	Ratification of Appointment of M/s. Brahmayya & Co, Chartered Accountants, Vijayawada as statutory auditors of the company and fix their remuneration	Evoting	25	10911985	23	10911939	100.00	3	46	0.00	0	0
		Poll	44	703042	44	703042	100.00	0	0	-	0	0
		<b>Total</b>	<b>69</b>	<b>11615027</b>	<b>67</b>	<b>11614981</b>	<b>100.00</b>	<b>3</b>	<b>46</b>	<b>0.00</b>	<b>0</b>	<b>0</b>
5	To Appoint Shri M Rajiv Kumar (DIN: 07336483) as a Director	Evoting	25	10911985	21	10691338	97.98	5	220647	2.02	0	0
		Poll	44	703042	44	703042	100.00	0	0	-	0	0
		<b>Total</b>	<b>69</b>	<b>11615027</b>	<b>65</b>	<b>11394380</b>	<b>98.10</b>	<b>5</b>	<b>220647</b>	<b>1.90</b>	<b>0</b>	<b>0</b>
6	To Appoint Shri Sutanu Behuria (DIN: 00051668) as an Independent Director	Evoting	25	10911985	23	10911939	100.00	3	46	0.00	0	0
		Poll	44	703042	44	703042	100.00	0	0	-	0	0
		<b>Total</b>	<b>69</b>	<b>11615027</b>	<b>67</b>	<b>11614981</b>	<b>100.00</b>	<b>3</b>	<b>46</b>	<b>0.00</b>	<b>0</b>	<b>0</b>
7	To Appoint Shri Vivek Paranjpe (DIN: 03378566) as an Independent Director	Evoting	25	10911985	23	10911939	100.00	3	46	0.00	0	0
		Poll	44	703042	44	703042	100.00	0	0	-	0	0
		<b>Total</b>	<b>69</b>	<b>11615027</b>	<b>67</b>	<b>11614981</b>	<b>100.00</b>	<b>3</b>	<b>46</b>	<b>0.00</b>	<b>0</b>	<b>0</b>
8	Reappointment of Shri S Kishore Babu as Managing Director	Evoting	25	10911985	23	10911939	100.00	3	46	0.00	0	0
		Poll	44	703042	44	703042	100.00	0	0	-	0	0
		<b>Total</b>	<b>69</b>	<b>11615027</b>	<b>67</b>	<b>11614981</b>	<b>100.00</b>	<b>3</b>	<b>46</b>	<b>0.00</b>	<b>0</b>	<b>0</b>

