

10<sup>th</sup> March, 2017

The Manager  
Dept. of Corporate Services  
Bombay Stock Exchange Limited  
Mumbai.

Dear Sir/Madam,

Sub.: Disclosure of voting results - EGM - reg.  
Ref.: Prajay Engineers Syndicate Limited, Scrip Code: 531746

Please find attached summary of voting results of the resolutions passed by the shareholders through E-voting and Poll (resolution wise) in the format prescribed as per Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Also find attached the Reports of the Scrutinizer on the votes cast through E-voting and on the poll conducted at the Extra Ordinary General Meeting of the company through ballot.

This is for your information and records.

Thanking you,

Yours truly,  
For Prajay Engineers Syndicate limited

D. Madhavi Latha  
Company Secretary



Encl.: As above.

## Prajay Engineers Syndicate Limited

Regd. Office : 8-2-293/82/A, Plot No. # 1091  
Road No. # 41, Near Peddamma Temple  
Jubilee Hills, Hyderabad - 500 033  
Phone: 040-66 222 999, Fax\* 040-66 222 966

E-mail: : info@prajayengineers.com

[www.prajayengineers.com](http://www.prajayengineers.com)

CIN: L45200AP1994PLC017384

# PRAJAY

## Declaration of results of remove e-voting / Ballots voting at Extra Ordinary General Meeting of Prajay Engineers Syndicate Limited held on 8<sup>th</sup> March, 2017


In terms of section 108 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 of the Companies Act, 2013 ("the Act") as amended from time to time and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Prajay Engineers Syndicate Limited provided remove e-voting facility and voting through Ballot to the members at the Extra Ordinary General Meeting of the company held on Wednesday, March 08, 2017 on the resolutions set out in the Notice of EGM .

Members' voting through remote e-voting during the period from 04.03.2017 at 9.00 A.M. till 07.03.2017 up to 5.00 P.M., being the dates fixed for the remote e-voting have been considered by the Scrutinizer. Further, to enable those members who could not vote through remote e-voting, physical ballot were distributed at the Extra Ordinary General Meeting. The board had appointed Mr. D. Raghavendra Rao, Practicing Company Secretary as Scrutinizer to scrutinize the voting processes of the EGM.

Based on the scrutinizer's Report dated 10<sup>th</sup> March, 2017, I hereby declare that all the 4 (four) resolutions as set out the in the Notice dated 09.02.2017 of EGM of the company, have been duly passed with requisite majority, the details of which are specified here under:

Item No.	Brief description	% of votes in favour	% of votes against	Passed as
1.	To approve the appointment of the Statutory Auditors in casual vacancy for 2016-17 and to authorize the Board to fix their Remuneration	99.9999	0.0000	Ordinary Resolution
2.	To fix minimum fees for serving various documents on the members of the company	99.9986	0.0014	Ordinary Resolution
3.	To keep the Register and Index of Members at the office of Karvy Computershare Private Limited (RTA) instead of Regd. office	99.9999	0.0000	Special Resolution
4.	To alter the Articles of Association by inserting new article relating inspection and copy of Register and Index of Members and Annual Return	99.9999	0.0000	Special Resolution

For Prajay Engineers Syndicate Limited

  
D. Madhavi Latha  
Company Secretary



### Prajay Engineers Syndicate Limited

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CIN: L45200AP1994PLC017384



## Ahalada Rao. V & Associates Company Secretaries

Off. : Flat No.113, Block-B, Sri Datta Sai Commercial Complex,  
Opp. Sathagiri Theatre, RTC 'X' Roads, Hyderabad-20.  
Telefax : +91 40-66623101, 77022 27041  
E-mail : ahaladarao.associates@gmail.com  
Website : www.ahaladaraoassociates.com

To,

Date: 10.03.2017

The Chairman,  
M/s. Prajay Engineers Syndicate Limited (CIN: L45200AP1994PLC017384)  
8-2-293/82/A, Plot No.1091,  
Road No.41, Near Peddamma Temple,  
Jubilee Hills, Hyderabad-500 033  
Tel No: 040-66222999

Dear Sir,

At the outset I would like to thank you for appointing me as the Scrutinizer for the remote e-voting and voting by your members at the Extra Ordinary General Meeting (EGM) of your Company held on Wednesday, 08<sup>th</sup> March, 2017 at 3.00 p.m

I am pleased to submit the Scrutinizer's Report, which is comprehensive and self explanatory in all respects.

For Ahalada Rao.V & Associates  
Company Secretaries



*Raghavendar Rao*  
Raghavendar Rao. D  
Practicing Company Secretary  
C.P.No:13407

## SCRUTINIZER'S REPORT

NAME OF THE COMPANY	PRAJAY ENGINEERS SYNDICATE LIMITED
MEETING	EXTRA ORDINARY GENERAL MEETING
DATE & TIME	WEDNESDAY, 08 <sup>TH</sup> MARCH, 2017 AT 3.00 P.M
VENUE	PRAJAY CORPORATE HOUSE, 1-10-63 & 64, CHIKOTI GARDENS, BEGUMPET, HYDERABAD – 500016

### 1. Appointment as Scrutinizer:

I was appointed as Scrutinizer for the remote e-voting as well as the poll conducted at the Extra Ordinary General Meeting (EGM) of Prajay Engineers Syndicate Limited (herein after referred as the Company) held on Wednesday, 08<sup>th</sup> March, 2017 at 3.00 p.m. at Prajay Corporate House, 1-10-63 & 64, Chikoti Gardens, Begumpet, Hyderabad – 500016.

### 2. Dispatch of Notice convening the Meeting

The Company has informed that, on the basis of the Register of Members and the List of Beneficiary Owners made available by the depositories National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Company completed dispatch of the Notice of Extra Ordinary General Meeting.

### 3. Cut-off date

The Voting rights were reckoned as on Wednesday, 01<sup>st</sup> March, 2017 being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-Voting and Voting at the Meeting

### 4. Remote e-voting

#### 4.1 Agency:

The Company had appointed Karvy Computershare Private Limited ('KCPL' or 'Karvy') as the Agency for providing the remote e-voting platform.



#### 4.2 Remote e-Voting:

Remote e-voting platform was open from 09.00 a.m on Saturday, 04<sup>th</sup> March, 2017 and ended at 5.00 p.m on Tuesday, the 07<sup>th</sup> March, 2017 and members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary and Special Resolutions on the e-Voting platform provided by Karvy.

#### 5. Voting at the EGM:

- 5.1 As prescribed under Rule 20 (4) (xiii) of the Companies ( Management and Administration) Amendment Rules, 2015 for the purpose of ensuring that members who have cast their votes through remote e-voting do not vote again at the Extra Ordinary General Meeting, the scrutinizer shall have access after closure of period of remote e-Voting and before the start of general meeting to only such details relating to members who have cast their votes through remote e-voting, such as their names, DP ID/ Client ID, folios, number of shares held but not the manner in which they have voted.
- 5.2 Accordingly, KARVY the remote e-voting Agency, provided us with the names, DP ID / Client ID, folios and share holding of the members who had cast their votes through remote e-voting.

#### 6. Counting Process

- 6.1 On completion of poll at the meeting the votes were reconciled with the records maintained by the Company and RTA with respect to the authorizations / proxies lodged with the company.
- 6.2 I unblocked the remote e-Voting results on the KARVY e-voting platform in the presence of Ms. Sneha Sharon and Mr. Vijay Kumar Goud downloaded the e-voting results.

#### 7. Results

- 7.1 I observed that
  - a) 65 Members were casted their vote at the meeting by poll (including Invalid votes)
  - b) 5 Members had cast their votes through remote e-voting (Including Abstain votes)



- 7.2 The consolidated Results with respect to each item on the agenda as set out in the Notice of the Extra Ordinary General Meeting dated 09<sup>th</sup> February, 2017 is enclosed.
- 7.3 Based on the aforesaid results, I report that **2 Ordinary Resolutions as contained in Item No 1 & Item no 2 and 2 Special Resolutions as contained in Item No.3 and item no 4** of the Notice dated 09<sup>th</sup> February, 2017 have been passed with requisite majority.

For Ahalada Rao.V& Associates  
Company Secretaries


Raghavendar Rao, D  
Practicing Company Secretary  
C.P.No: 13407

Place: Hyderabad  
Date: 10.03.2017

**CONSOLIDATED RESULTS OF E-VOTING AND BALLOT:**

Item No. of Notice	Particulars of Business	Number of Members voted	Total Number of Votes	Number of valid Votes	Number of Members and Number of Valid Votes and % of Valid Votes casts in favor of the Resolution	Number of members number of votes and % of Valid Votes casts against the Resolution	Number of Members /ballots and Number of Invalid /abstain /Less voted Votes casted	Number of Vote: Abstain d
1.	<b>Ordinary Resolution:</b> To approve the appointment of the Statutory Auditors in casual vacancy for 2016-17 and to authorize the Board to fix their Remuneration.	E-voting 5	105	105	1 100 95.2381%	3 5 4.7619%	1#	500#
		Ballot 65	37334605	37334600	64 37334600 100%	NIL	1* 5*	NIL
		<b>Total 70</b>	<b>37334710</b>	<b>37334705</b>	<b>65 37334700 99.9999%</b>	<b>3 5 0.0000%</b>	<b>2 5*</b>	<b>500#</b>
2.	<b>Ordinary Resolution:</b> To fix minimum fees for serving various documents on the members of the company.	E-voting 5	605	605	1 100 16.5289%	4 505 83.4711%	NIL	NIL
		Ballot 65	37334605	37334600	62 37334594 99.9999%	2 6 0.0000%	1* 5*	NIL
		<b>Total 70</b>	<b>37335210</b>	<b>37335205</b>	<b>63 37334694 99.9986%</b>	<b>6 511 0.0014%</b>	<b>1* 5*</b>	<b>NIL</b>
3.	<b>Special Resolution:</b> To keep the Register and Index of Members at other place.	E-voting 5	105	105	1 100 95.2381%	3 5 4.7619%	1#	500#
		Ballot 65	37334605	37334600	62 37334594 99.9999%	2 6 0.0000%	1* 5*	NIL
		<b>Total 70</b>	<b>37334710</b>	<b>37334705</b>	<b>63 37334694 99.9999%</b>	<b>6 11 0.0000%</b>	<b>2 5*</b>	<b>500#</b>
4.	<b>Special Resolution:</b>	E-voting 5	105	105	1 100 95.2381%	3 5 4.7619%	1#	500#



To alter the Articles of association by inserting new article relating inspection and copy of Register and Index of Members and Annual Return.	Ballot 65	37334605	37334600	64 37334600 100%	NIL	1* 5*	NIL
	<b>Total 70</b>	<b>37334710</b>	<b>37334705</b>	<b>65 37334700 99.9999%</b>	<b>3 5 0.0000%</b>	<b>2 5*</b>	<b>500#</b>

**Note:**

1. Based on the above results, I report that Ordinary Resolutions as contained in Item No.1 & 2 and Special Resolutions as contained in the Item No.3 & 4 of the Notice dated 09<sup>th</sup> February 2017 has been passed with requisite majority.
2. The % of votes has been rounded off to nearest multiple.
3. # Abstain
4. \* Invalid Votes

Thanking You

Yours truly,

**For Ahalada Rao.V & Associates  
Company Secretaries**


**Raghavendar Rao D**  
**Practicing Company Secretary**  
**C.P. No: 13407**

**Place: Hyderabad**

**Date: 10.03.2017**





**Ahalada Rao. V & Associates**  
**Company Secretaries**

Off. : Flat No.113, Block-B, Sri Datta Sai Commercial Complex,  
Opp. Sathagiri Theatre, RTC 'X' Roads, Hyderabad-20.  
Telefax : +91 40-66623101, 77022 27041  
E-mail : ahaladarao.associates@gmail.com  
Website : www.ahaladaraoassociates.com

Dated: 10.03.2017

To,

**The Chairman,**  
**M/s. Prajay Engineers Syndicate Limited (CIN: L45200AP1994PLC017384)**  
**8-2-293/82/A, Plot No.1091,**  
**Road No.41, Near Peddamma Temple,**  
**Jubilee Hills, Hyderabad-500 033**  
**Tel No: 040-66222999**  
**Email: investorrelations@prajayengineers.com**

Dear Sir,

Sub: Submission of Scrutinizers Report with regard to the resolutions passed by the  
Company through E-voting.

With reference to the captioned subject, please find enclosed e-voting results summary along  
with e-voting Register.

Kindly acknowledge the receipt of the above.

Thanking You

Yours truly,

**For Ahalada Rao.V & Associates**  
**Company Secretaries**

  
  
**Raghavendar Rao**  
**Practicing Company Secretary**  
**C.P. No.: 13407**

## SCRUTINIZERS REPORT

To,  
The Chairman,  
M/s. Prajay Engineers Syndicate Limited (CIN: L45200AP1994PLC017384)  
8-2-293/82/A, Plot No.1091,  
Road No.41, Near Peddamma Temple,  
Jubilee Hills, Hyderabad-500 033  
Tel No: 040-66222999  
Email: investorrelations@prajayengineers.com

Total Ballots received through e voting **5** and total number of votes casted **605** (including abstain votes) and the detailed summary with reference to each resolution as specified in the Notice of Extra Ordinary General Meeting as given below:

**Item No 1: To approve the appointment of the Statutory Auditors in casual vacancy for 2016-17 and to authorize the Board to fix their Remuneration (Ordinary Resolution)**

(i) Voted in **favour** of the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
1	100	95.2381%

(ii) Voted **against** the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
3	5	4.7619%

(iii) **Abstain** votes:

Number of members voted in E-Voting	Number of Abstain votes – E Voting
1	500



**Item No 2: To fix minimum fees for serving various documents on the members of the company  
(Ordinary Resolution)**

(i) Voted in **favour** of the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
1	100	16.5289%

(ii) Voted **against** the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
4	505	83.4711%

(iii) **Abstain** votes:

Number of members voted in E-Voting	Number of Abstain votes – E Voting
NIL	NIL

**Item No 3: To keep the Register and Index of Members at the office of Karvy Computershare Private Limited (RTA) situated at Karvy selenium, Tower B, Plot No 31-32, Gachibowli, Financial District, Nanakramguda, Hyd. -32 instead of Regd office (Special Resolution)**

(i) Voted in **favour** of the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
1	100	95.2381%

(ii) Voted **against** the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
3	5	4.7619%



(iii) **Abstain** votes:

Number of members voted in E-Voting	Number of Abstain votes – E Voting
1	500

**Item No 4: To alter the Articles of association by inserting new article relating inspection and copy of Register and Index of Members and Annual Return (Special Resolution)**

(i) Voted in **favour** of the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
1	100	95.2381%

(ii) Voted **against** the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
3	5	4.7619%

(iii) **Abstain** votes:

Number of members voted in E-Voting	Number of Abstain votes – E Voting
1	500

We have handed over the e-voting registers and records for safe custody to the Company Secretary of the company authorized by the Board.

You may accordingly declare the result of the e-voting.



**Note:**

The % of votes has been rounded off to nearest multiple.

Thanking You

Yours truly,

**For Ahalada Rao.V & Associates**

**Company Secretaries**

*Raghavendar Rao*



**Raghavendar Rao, D**

**Practicing Company Secretary**

**C.P. No.:13407**

Place: Hyderabad

Date: 10.03.2017



## Ahalada Rao. V & Associates Company Secretaries

Off. : Flat No.113, Block-B, Sri Datta Sai Commercial Complex,  
Opp. Sathagiri Theatre, RTC 'X' Roads, Hyderabad-20.  
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Website : www.ahaladaraoassociates.com

FORM No. MGT-13

### REPORT OF SCRUTINIZER

(Pursuant to Section 109 of the Companies Act 2013 and Rule 21(2) of the  
Companies (Management and Administration) Rules 2014)

To,

The Chairman,

M/s. Prajay Engineers Syndicate Limited (CIN: L45200AP1994PLC017384)

8-2-293/82/A, Plot No.1091,

Road No.41, Near Peddamma Temple,

Jubilee Hills, Hyderabad-500 033

Tel.Nos: 040-66222999

Dear Sir,

Sub: Submission of Scrutinizers Report with regard to the resolutions contained in  
Notice for the Extra Ordinary General Meeting through Poll

I, Raghavendar Rao, D, Practicing Company Secretary appointed as the Scrutinizer for  
the purpose of the Poll taken on the below mentioned resolutions at the Extra Ordinary  
General Meeting of the Equity Share holders of **M/s. Prajay Engineers Syndicate Limited**,  
held on Wednesday, the 08<sup>th</sup> day of March, 2017 at 3.00 P.M at Prajay Corporate House,  
1-10-63 & 64, Chikoti Gardens, Begumpet, Hyderabad – 500016 Telangana, submit  
report as under:

1. After the time fixed for closing of the Poll by the Chairman, at 6:00 P.M ballot  
boxes kept for polling were locked in my presence with due identification marks  
placed by me.
2. The locked ballot boxes were subsequently opened 6:25 PM in my presence and  
poll papers were diligently scrutinized. The poll papers were tallying with the  
records maintained by the Company/Registrar and Transfer Agents of the  
company and the authorizations/proxies with the company.



Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
62	3,73,34,594	99.9999%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
2	6	0.0000%

(iii) **Invalid** votes:

Total Number of members (in person or by proxy) Whose votes were declared invalid	Total number of Votes cast by them
1	5

### 3. Resolution

To keep the Register and Index of Members at the office of Karvy Computershare Private Limited (RTA) situated at Karvy selenium, Tower B, Plot No 31-32, Gachibowli, Financial District, Nanakramguda, Hyd. -32 instead of Regd. office(**Special Resolution**)

(i) Voted in **favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
62	3,73,34,594	99.9999%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
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3. The Poll papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.
4. The total Ballots received **65** and total number votes casted **3,73,34,605** (including Invalid votes) and the result of Poll is as under :

**1. Resolution**

To approve the appointment of the Statutory Auditors in casual vacancy for 2016-17 and to authorize the Board to fix their Remuneration (**Ordinary Resolution**)

(i) Voted in **favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
64	3,73,34,600	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total Number of members (in person or by proxy) Whose votes were declared invalid	Total number of Votes cast by them
1	5

**2. Resolution**

To fix minimum fees for serving various documents on the members of the company (**Ordinary Resolution**)

(i) Voted in **favour** of the resolution:





2	6	0.0000%
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(iii) **Invalid** votes:

Total Number of members (in person or by proxy) Whose votes were declared invalid	Total number of Votes cast by them
1	5

#### 4. Resolution

To alter the Articles of association by inserting new article relating inspection and copy of Register and Index of Members and Annual Return. **(Special Resolution)**

(i) Voted in **favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
64	3,73,34,600	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total Number of members (in person or by proxy) Whose votes were declared invalid	Total number of Votes cast by them
1	5

A list of equity share holders who voted "ASSENT"/ "DISSENT" and those whose votes were declared Invalid for each resolution is enclosed.



The relevant records relating to Poll were sealed and handed over to the Company Secretary for safe keeping.

Thanking you,

**For Ahalada Rao.V & Associates**

**Company Secretaries**



**Raghavendar Rao. D**

**Practicing Company Secretary**

**C.P: 13407**

**Place: Hyderabad**

**Date: 10.03.2017**