



POWER MECH®

Date: 28.09.2018

To,
Corporate Relations Department,
BSE Limited,
PJ Towers, Dalal Street,
Fort, Mumbai – 400001

To,
National Stock Exchange of India Limited,
Exchange Plaza,
BandraKurla Complex,
Bandra (E), Mumbai - 400051

Dear Sir,

Sub: - Submission of voting results of E-Voting and on Poll as per Regulation 44 of SEBI (LODR) Regulations, 2015.

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

In terms of Regulation 44 of SEBI (LODR) Regulations, 2015, please find enclosed herewith the voting results comprising remote e-voting and voting by poll at the 19th Annual General Meeting of the Company conducted on 27th September, 2018 in respect of the items laid in the Notice thereof:

| Date of the 19 th AGM | 27 th Day of September, 2018 |
|--|---|
| Total number of shareholders on record date | 12162 |
| No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: | 9 |
| Public: | 28 |
| No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: | NA |
| Public: | NA |

All the resolutions were passed with requisite majority. The agenda wise voting results along with the Scrutinizers Report submitted by Mr. D S Rao, Practicing Company Secretary is annexed herewith.

This is for your information and records

Thanking You

For **POWER MECH PROJECTS LIMITED**

R. Tibrewal
Rohit Tibrewal
Company Secretary



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 : L74140TG1999PLC032156

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

JAS-ANZ



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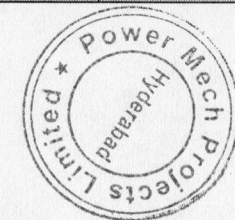
| | |
|---|-----------------------------|
| | POWER MECH PROJECTS LIMITED |
| Date of the AGM/EGM | 27-09-2018 |
| Total number of shareholders on record date | 12162 |
| No. of shareholders present in the meeting either in person or through proxy: | |
| Promoters and Promoter Group: | 9 |
| Public: | 28 |
| 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 receive, consider and adopt the audited financial statements (both standalone and consolidated) of the Company for the financial year ended 31st March, 2018 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 | 9,295,248 | 9,295,248 | 100.0000 | 9,295,248 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 9,295,248 | 100.0000 | 9,295,248 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | 3,148,666 | 1,074,680 | 34.1313 | 1,074,680 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 1,074,680 | 34.1313 | 1,074,680 | 0 | 100.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | 2,266,850 | 76,629 | 3.3804 | 76,588 | 41 | 99.9464 | 0.0535 |
| | Poll | | 12,065 | 0.5322 | 12,064 | 1 | 99.9917 | 0.0082 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 88,694 | 3.9126 | 88,652 | 42 | 99.9526 | 0.0474 |
| Total | | 14,710,764 | 10,458,622 | 71.0950 | 10,458,580 | 42 | 99.9996 | 0.0004 |

For POWER MECH PROJECTS LTD

R. Sibrewal

COMPANY SECRETARY

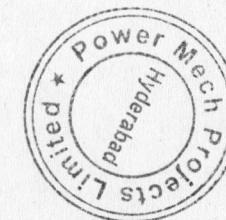


| | | | | | | | | |
|---|--|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|
| Resolution No. | 2 | | | | | | | |
| Resolution required: (Ordinary/ Special) | ORDINARY - To declare Final Dividend on the equity shares for the financial year ended 31st March, 2018. | | | | | | | |
| 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 | 9,295,248 | 9,295,248 | 100.0000 | 9,295,248 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 9,295,248 | 100.0000 | 9,295,248 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | 3,148,666 | 1,079,866 | 34.2960 | 1,079,866 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 1,079,866 | 34.296 | 1,079,866 | 0 | 100.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | 2,266,850 | 76,629 | 3.3804 | 76,629 | 0 | 100.0000 | 0.0000 |
| | Poll | | 12,065 | 0.5322 | 12,065 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 88,694 | 3.9126 | 88,694 | 0 | 100.0000 | 0.0000 |
| Total | | 14,710,764 | 10,463,808 | 71.1303 | 10,463,808 | 0 | 100.0000 | 0.0000 |

For POWER MECH PROJECTS LTD

R. Tibrewal

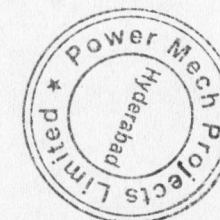
COMPANY SECRETARY



| | | | | | | | | |
|---|--|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|
| Resolution No. | 3 | | | | | | | |
| Resolution required: (Ordinary/ Special) | ORDINARY - To appoint a director in place of Mr. M. Rajiv Kumar, Director (DIN – 07336483) who retires by rotation and being eligible offers himself for re-appointment. | | | | | | | |
| 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 | 9,295,248 | 9,295,248 | 100.0000 | 9,295,248 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 9,295,248 | 100.0000 | 9,295,248 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | 3,148,666 | 1,079,866 | 34.2960 | 1,079,113 | 753 | 99.9302 | 0.0697 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 1,079,866 | 34.296 | 1,079,113 | 753 | 99.9303 | 0.0697 |
| Public- Non Institutions | E-Voting | 2,266,850 | 76,629 | 3.3804 | 76,588 | 41 | 99.9464 | 0.0535 |
| | Poll | | 12,065 | 0.5322 | 12,064 | 1 | 99.9917 | 0.0082 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 88,694 | 3.9126 | 88,652 | 42 | 99.9526 | 0.0474 |
| Total | | 14,710,764 | 10,463,808 | 71.1303 | 10,463,013 | 795 | 99.9924 | 0.0076 |

For POWER MECH PROJECTS LTD

R. Tirumala
COMPANY SECRETARY

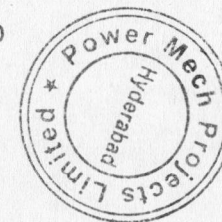


| | | | | | | | | |
|---|---|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|
| Resolution No. | 4 | | | | | | | |
| Resolution required: (Ordinary/ Special) | SPECIAL - Revision in overall borrowing powers of the Company | | | | | | | |
| 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 | 9,295,248 | 9,295,248 | 100.0000 | 9,295,248 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 9,295,248 | 100.0000 | 9,295,248 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | 3,148,666 | 1,079,866 | 34.2960 | 1,022,729 | 57,137 | 94.7088 | 5.2911 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 1,079,866 | 34.296 | 1,022,729 | 57,137 | 94.7089 | 5.2911 |
| Public- Non Institutions | E-Voting | 2,266,850 | 76,629 | 3.3804 | 76,588 | 41 | 99.9464 | 0.0535 |
| | Poll | | 12,065 | 0.5322 | 12,064 | 1 | 99.9917 | 0.0082 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 88,694 | 3.9126 | 88,652 | 42 | 99.9526 | 0.0474 |
| Total | | 14,710,764 | 10,463,808 | 71.1303 | 10,406,629 | 57,179 | 99.4536 | 0.5464 |

For POWER MECH PROJECTS LTD

R. G. Grewal

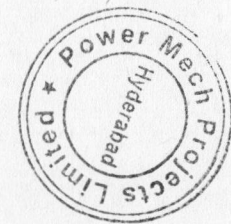
COMPANY SECRETARY



| | | | | | | | | |
|---|--|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|
| Resolution No. | 5 | | | | | | | |
| Resolution required: (Ordinary/ Special) | SPECIAL - Creation of Mortgage/Charge on the assets of the Company | | | | | | | |
| 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 | 9,295,248 | 9,295,248 | 100.0000 | 9,295,248 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 9,295,248 | 100.0000 | 9,295,248 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | 3,148,666 | 1,079,866 | 34.2960 | 1,022,729 | 57,137 | 94.7088 | 5.2911 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 1,079,866 | 34.296 | 1,022,729 | 57,137 | 94.7089 | 5.2911 |
| Public- Non Institutions | E-Voting | 2,266,850 | 76,629 | 3.3804 | 76,588 | 41 | 99.9464 | 0.0535 |
| | Poll | | 12,065 | 0.5322 | 12,064 | 1 | 99.9917 | 0.0082 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 88,694 | 3.9126 | 88,652 | 42 | 99.9526 | 0.0474 |
| Total | | 14,710,764 | 10,463,808 | 71.1303 | 10,406,629 | 57,179 | 99.4536 | 0.5464 |

For POWER MECH PROJECTS LTD

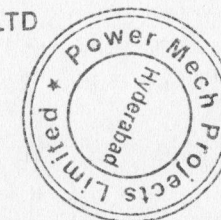
R. Jibrenwal
COMPANY SECRETARY



| Resolution No. | 6 | | | | | | | |
|---|---|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|
| Resolution required: (Ordinary/ Special) | ORDINARY - Approval for Material Related Party Transaction(s) | | | | | | | |
| 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 | 9,295,248 | 1,912,680 | 20.5770 | 1,912,680 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 1,912,680 | 20.5770 | 1,912,680 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | 3,148,666 | 1,079,866 | 34.2960 | 1,079,866 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 1,079,866 | 34.296 | 1,079,866 | 0 | 100.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | 2,266,850 | 76,629 | 3.3804 | 76,588 | 41 | 99.9464 | 0.0535 |
| | Poll | | 12,065 | 0.5322 | 12,064 | 1 | 99.9917 | 0.0082 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 88,694 | 3.9126 | 88,652 | 42 | 99.9526 | 0.0474 |
| Total | | 14,710,764 | 3,081,240 | 20.9455 | 3,081,198 | 42 | 99.9986 | 0.0014 |

For POWER MECH PROJECTS LTD

R. Jibrewal
COMPANY SECRETARY

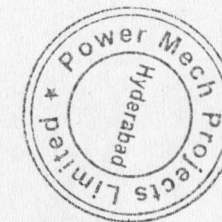


| | | | | | | | | |
|---|---|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|
| Resolution No. | 7 | | | | | | | |
| Resolution required: (Ordinary/ Special) | ORDINARY - Approval for Material Related Party Transaction(s) | | | | | | | |
| 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 | 9,295,248 | 1,912,680 | 20.5770 | 1,912,680 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 1,912,680 | 20.5770 | 1,912,680 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | 3,148,666 | 1,079,866 | 34.2960 | 1,079,866 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 1,079,866 | 34.296 | 1,079,866 | 0 | 100.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | 2,266,850 | 76,629 | 3.3804 | 76,588 | 41 | 99.9464 | 0.0535 |
| | Poll | | 12,065 | 0.5322 | 12,064 | 1 | 99.9917 | 0.0082 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 88,694 | 3.9126 | 88,652 | 42 | 99.9526 | 0.0474 |
| Total | | 14,710,764 | 3,081,240 | 20.9455 | 3,081,198 | 42 | 99.9986 | 0.0014 |

For POWER MECH PROJECTS LTD

R. Ribraal

COMPANY SECRETARY

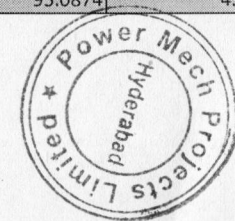


| | | | | | | | | |
|---|--|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|
| Resolution No. | 8 | | | | | | | |
| Resolution required: (Ordinary/ Special) | SPECIAL - To approve transactions under Section 185 of the Companies Act, 2013 | | | | | | | |
| 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 | 9,295,248 | 9,295,248 | 100.0000 | 9,295,248 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 9,295,248 | 100.0000 | 9,295,248 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | 3,148,666 | 1,079,866 | 34.2960 | 565,860 | 514,006 | 52.4009 | 47.5990 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 1,079,866 | 34.296 | 565,860 | 514,006 | 52.4009 | 47.5991 |
| Public- Non Institutions | E-Voting | 2,266,850 | 76,629 | 3.3804 | 76,588 | 41 | 99.9464 | 0.0535 |
| | Poll | | 12,065 | 0.5322 | 12,064 | 1 | 99.9917 | 0.0082 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 88,694 | 3.9126 | 88,652 | 42 | 99.9526 | 0.0474 |
| Total | | 14,710,764 | 10,463,808 | 71.1303 | 9,949,760 | 514,048 | 95.0874 | 4.9126 |

For POWER MECH PROJECTS LTD

R. Abrewal

COMPANY SECRETARY



Form MGT-13

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-500081.

Dear Sir,

Subject: Consolidated Report on e-voting as well as physical voting for items proposed at 19th Annual General Meeting of Power Mech Projects Limited held on Thursday the 27th day of September, 2018 at The Westin Hotel, Raheja IT Park, Hitec City, Madhapur, Hyderabad - 500081.

With reference to the above subject, I, D.S.Rao , Practicing Company Secretary (having C.P.No:14487), state that I was appointed as a Scrutinizer by the Board of Directors of the Company for scrutinizing the e-voting process opened during the period from 24.09.2018 to 26.09.2018 and physical voting conducted through poll at the AGM at The Westin Hotel, Raheja IT Park, Hitec City, Madhapur, Hyderabad - 500081, 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 11th day of August, 2018. I report as under:

1. The Company availed the e-voting 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 during the period from 24th September, 2018 at 09.00 A.M. to 26th September, 2018 at 05.00 P.M. The shareholders whose names appeared in the Register of Members / List of Beneficial Owners as on 21st September, 2018 (i.e. cut - off date) were allowed to participate and vote electronically on all the items of business proposed at the AGM during the aforesaid period of e-voting. On 21st day of September, 2018, 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.

D.S. Rao


CS D.S. RAO

Company Secretary

☎: 040-23352185

9490793525

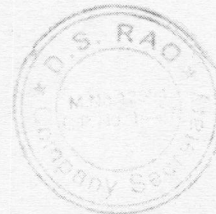
rao_ds7@yahoo.co.in

D.No.6-3-347/22/2, Ishwarya Nilayam, Flat No.10, 4th Floor, Dwarakapuri Colony, Punjagutta, Hyderabad - 500 082.

2. At the 19thAGM of the Company held on Thursday, the 27th day of September, 2018, at 11:00 A.M. at The Westin Hotel, Raheja IT Park, Hitec City, Madhapur, Hyderabad - 500081, the Company provided the Poll facility at the venue to the shareholders who attended the meeting and did not participate in the E-voting facility to cast their votes through poll at the AGM.
3. Subsequent to the completion of voting process at the 19th AGM, the votes cast by the shareholders at the 19th AGM were diligently scrutinized by me. The votes cast at the 19th AGM 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. As per the voting; I report that all the 8(eight) resolutions proposed at the AGM were duly passed with requisite majority. I am herewith enclosing the details of votes cast through e-voting during 24th September, 2018 at 09.00 A.M. to 26th September, 2018 at 05.00 P.M. and details of the physical voting at the 19th AGM on each of the resolutions as **Annexure I**.
5. The poll papers and relevant records relating to electronic voting and Poll at 19th AGM were sealed and handed over to the Company Secretary authorized by the Board for safekeeping.

Place: Hyderabad

Date: 27.09.2018



D.S. Rao

CS D.S.Rao
Company Secretary
M.No:12394
C.P.No: 14487

Annexure-I

| Resolution No. | 1 | | | | | | | |
|---|---|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|
| Resolution required: (Ordinary/ Special) | ORDINARY - To receive, consider and adopt the audited financial statements (both standalone and consolidated) of the Company for the financial year ended 31st March, 2018 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 | 9295248 | 9295248 | 100.0000 | 9295248 | 0 | 100.0000 | 0 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0 |
| | Total | | 9295248 | 9295248 | 100.0000 | 9295248 | 0 | 100.0000 |
| Public- Institutions | E-Voting | 3148666 | 1074680 | 34.1313 | 1074680 | 0 | 100.0000 | 0 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0 |
| | Total | | 3148666 | 1074680 | 34.1313 | 1074680 | 0 | 100.0000 |
| Public- Non Institutions | E-Voting | 2266850 | 76629 | 3.3804 | 76588 | 41 | 99.9465 | 0 |
| | Poll | | 12065 | 0.5322 | 12064 | 1 | 99.9917 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0 |
| | Total | | 2266850 | 88694 | 3.9127 | 88652 | 42 | 99.9526 |
| Total | | 14710764 | 10458522 | 71.0950 | 10458580 | 42 | 99.9996 | 0.0004 |

| Resolution No. | 2 | | | | | | | |
|---|--|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|
| Resolution required: (Ordinary/ Special) | ORDINARY - To declare final dividend of Re. 1/- per equity shares for the financial year ended 31st March, 2018. | | | | | | | |
| 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 | 9295248 | 9295248 | 100.0000 | 9295248 | 0 | 100.0000 | 0 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0 |
| | Total | | 9295248 | 9295248 | 100.0000 | 9295248 | 0 | 100.0000 |
| Public- Institutions | E-Voting | 3148666 | 1079866 | 34.2960 | 1079866 | 0 | 100.0000 | 0 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0 |
| | Total | | 3148666 | 1079866 | 34.29598 | 1079866 | 0 | 100.0000 |
| Public- Non Institutions | E-Voting | 2266850 | 76629 | 3.38042 | 76629 | 0 | 100.0000 | 0 |
| | Poll | | 12065 | 0.53224 | 12065 | 0 | 100.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.00000 | 0 | 0 | 0.0000 | 0 |
| | Total | | 2266850 | 88694 | 3.91265 | 88694 | 0 | 100.0000 |
| Total | | 14710764 | 10463908 | 71.15028 | 10463808 | 0 | 100.0000 | 0.0000 |

D. Rao



| | | | | | | | | |
|---|--|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|
| Resolution No. | 3 | | | | | | | |
| Resolution required: (Ordinary/ Special) | ORDINARY - To appoint a Director in place of Mr. M. Rajiv Kumar, Director (DIN-07336483) who retires by rotation and being eligible offers himself for re-appointment. | | | | | | | |
| 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 | 9295248 | 9295248 | 100.0000 | 9295248 | 0 | 100.0000 | 0 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0 |
| | Total | 9295248 | 9295248 | 100.0000 | 9295248 | 0 | 100.0000 | 0 |
| Public- Institutions | E-Voting | 3148666 | 1079866 | 34.2960 | 1079113 | 753 | 99.9303 | 0 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0 |
| | Total | 3148666 | 1079866 | 34.29598 | 1079113 | 753 | 99.9303 | 0.069730874 |
| Public- Non Institutions | E-Voting | 2266850 | 76629 | 3.38042 | 76629 | 41 | 100.0000 | 0 |
| | Poll | | 12065 | 0.53224 | 12064 | 1 | 99.9917 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.00000 | 0 | 0 | 0.0000 | 0 |
| | Total | 2266850 | 88694 | 3.91265 | 88693 | 42 | 99.9989 | 0.047353823 |
| | Total | 14710764 | 10463808 | 71.13028 | 10463054 | 795 | 99.9928 | 0.1076 |

| | | | | | | | | |
|---|--|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|
| Resolution No. | 4 | | | | | | | |
| Resolution required: (Ordinary/ Special) | Special -Revision of overall borrowing powers upto Rs. 2500 Crore. | | | | | | | |
| 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 | 9295248 | 9295248 | 100.0000 | 9295248 | 0 | 100.0000 | 0 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0 |
| | Total | 9295248 | 9295248 | 100.0000 | 9295248 | 0 | 100.0000 | 0 |
| Public- Institutions | E-Voting | 3148666 | 1079866 | 34.2960 | 1022729 | 57137 | 94.7089 | 5 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0 |
| | Total | 3148666 | 1079866 | 34.29598 | 1022729 | 57137 | 94.7089 | 5.291119454 |
| Public- Non Institutions | E-Voting | 2266850 | 76629 | 3.38042 | 76629 | 41 | 100.0000 | 0 |
| | Poll | | 12065 | 0.53224 | 12064 | 1 | 99.9917 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.00000 | 0 | 0 | 0.0000 | 0 |
| | Total | 2266850 | 88694 | 3.91265 | 88693 | 42 | 99.9989 | 0.047353823 |
| | Total | 14710764 | 10463808 | 71.13028 | 10406670 | 57179 | 99.4539 | 0.5464 |

| | | | | | | | | |
|---|---|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|
| Resolution No. | 5 | | | | | | | |
| Resolution required: (Ordinary/ Special) | Special - Creation of Mortgage / Charge on the assets of the Company. | | | | | | | |
| 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 | 9295248 | 9295248 | 100.0000 | 9295248 | 0 | 100.0000 | 0 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0 |
| | Total | 9295248 | 9295248 | 100.0000 | 9295248 | 0 | 100.0000 | 0 |
| Public- Institutions | E-Voting | 3148666 | 1079866 | 34.2960 | 1022729 | 57137 | 94.7089 | 5 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0 |
| | Total | 3148666 | 1079866 | 34.2960 | 1022729 | 57137 | 94.7089 | 5.291119454 |
| Public- Non Institutions | E-Voting | 2266850 | 76629 | 3.3804 | 76588 | 41 | 99.9465 | 0 |
| | Poll | | 12065 | 0.5322 | 12064 | 1 | 99.9917 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0 |
| | Total | 2266850 | 88694 | 3.9127 | 88652 | 42 | 99.9526 | 0.047353823 |
| | Total | 14710764 | 10463808 | 71.1303 | 10406629 | 57179 | 99.4536 | 0.5464 |

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| Resolution No. | | 6 | | | | | | |
|---|-------------------------------|--|-------------------------|--|------------------------------|----------------------------|--|--|
| Resolution required: (Ordinary/ Special) | | Ordinary -Approval for Material Related Party Transaction(s) with Power Mech BSCPL Consortium Private Limited (PMBSCPL). | | | | | | |
| 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 | 9295248 | 1912680 | 20.5770 | 1912680 | 0 | 100.0000 | 0 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0 |
| | Total | | 9295248 | 1912680 | 20.5770 | 1912680 | 0 | 100.0000 |
| Public- Institutions | E-Voting | 3148666 | 1079866 | 34.2960 | 1079866 | 0 | 100.0000 | 0 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0 |
| | Total | | 3148666 | 1079866 | 34.2960 | 1079866 | 0 | 100.0000 |
| Public- Non Institutions | E-Voting | 2266850 | 76629 | 3.3804 | 76588 | 41 | 99.9465 | 0 |
| | Poll | | 12065 | 0.5322 | 12064 | 1 | 99.9917 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0 |
| | Total | | 2266850 | 88694 | 3.9127 | 88652 | 42 | 99.9526 |
| Total | | 14310764 | 3081240 | 20.9455 | 3081198 | 42 | 99.9986 | 0.0014 |

| Resolution No. | | 7 | | | | | | |
|---|-------------------------------|--|-------------------------|--|------------------------------|----------------------------|--|--|
| Resolution required: (Ordinary/ Special) | | Ordinary -Approval for Material Related Party Transaction(s) with GTA Power Mech FZE, a Step down Joint Venture Company. | | | | | | |
| 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 | 9295248 | 1912680 | 20.5770 | 1912680 | 0 | 100.0000 | 0 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0 |
| | Total | | 9295248 | 1912680 | 20.5770 | 1912680 | 0 | 100.0000 |
| Public- Institutions | E-Voting | 3148666 | 1079866 | 34.2960 | 1079866 | 0 | 100.0000 | 0 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0 |
| | Total | | 3148666 | 1079866 | 34.2960 | 1079866 | 0 | 100.0000 |
| Public- Non Institutions | E-Voting | 2266850 | 76629 | 3.3804 | 76588 | 41 | 99.9465 | 0 |
| | Poll | | 12065 | 0.5322 | 12064 | 1 | 99.9917 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0 |
| | Total | | 2266850 | 88694 | 3.9127 | 88652 | 42 | 99.9526 |
| Total | | 14310764 | 3081240 | 20.9455 | 3081198 | 42 | 99.9986 | 0.0014 |

| Resolution No. | | 8 | | | | | | |
|---|-------------------------------|---|-------------------------|--|------------------------------|----------------------------|--|--|
| Resolution required: (Ordinary/ Special) | | Special -Approval of transactions entered with group companies under section 185 read with section 186 of the Companies Act, 2013 | | | | | | |
| 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 | 9295248 | 9295248 | 100.0000 | 9295248 | 0 | 100.0000 | 0 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0 |
| | Total | | 9295248 | 9295248 | 100.0000 | 9295248 | 0 | 100.0000 |
| Public- Institutions | E-Voting | 3148666 | 1079866 | 34.2960 | 565860 | 514006 | 52.4009 | 48 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0 |
| | Total | | 3148666 | 1079866 | 34.2960 | 565860 | 514006 | 52.4009 |
| Public- Non Institutions | E-Voting | 2266850 | 76629 | 3.3804 | 76588 | 41 | 99.9465 | 0 |
| | Poll | | 12065 | 0.5322 | 12064 | 1 | 99.9917 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0 |
| | Total | | 2266850 | 88694 | 3.9127 | 88652 | 42 | 99.9526 |
| Total | | 14310764 | 10483806 | 71.1303 | 9949760 | 514048 | 95.0874 | 4.9126 |

Place: Hyderabad
Date : 27/09/2018

CS D.S.Rao
M.No.: 12394
C.P.No: 14487

