



CIN:L40109TG1986PLC006745

30<sup>th</sup> September 2016

The Department of Corporate Services  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai-400001  
Fax no: 022-22721919 / 22722041

The Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex  
Bandra (East)  
Mumbai - 400 051  
Fax No: 022-26598237 / 38

Dear Sirs,

**SUB:- DISCLOSURE OF DETAILS OF VOTING RESULTS OF UNDER  
REGULATION 44(3) OF SEBI(LODR) REGULATIONS, 2015  
ANNUAL GENERAL MEETING HELD ON 29 SEPTEMBER 2016**

The 30<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Thursday, 29<sup>th</sup> September 2016 at KLN Prasad Auditorium, Federation of Telangana and Andhra Pradesh Chamber of Commerce and Industry, 11-6-841, Red Hills, Hyderabad 500 004 at 4.00 pm.

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 all the members were given an opportunity to exercise their right to vote on the resolutions set out in the notice of 30<sup>th</sup> Annual General Meeting (AGM) through electronic voting (e-voting) services provided by Karvy Computershare Private Limited during the period commencing from Monday, September 26, 2016 at 09.00 am to 5.00 pm on Wednesday, September 28, 2016.

All the resolutions contained in the notice of the AGM were approved by the members with requisite majority through e-voting and poll at the meeting. Accordingly, all the resolutions were declared as passed on 29<sup>th</sup> September, 2016.

In accordance with Regulation 44(3) of the SEBI (LODR) Regulations, 2015, please find the voting results of 30<sup>th</sup> Annual General Meeting of the Company held on 29<sup>th</sup> September, 2016 in the prescribed format along with the report of Scrutinizer. Kindly take the same on records.

Thanking you

Yours faithfully  
For HBL Power Systems Limited

  
MVSS Kumar  
Company Secretary

Encl: as above



**HBL Power Systems Ltd.**

8-2-601, Road No. 10, Banjara Hills, Hyderabad - 500 034. INDIA.



Disclosure as per Regulation 44(3) of the SEBI(LODR) Regulations, 2015 with the following details:  
results of 30<sup>th</sup> Annual General Meeting of HBL Power Systems Limited held KLN Prasad Auditorium, Federation of Telangana and Andhra Pradesh Chamber of Commerce and Industry, 11-6-841, Red Hills, Hyderabad 500 004 on Thursday, 29<sup>th</sup> September 2016.

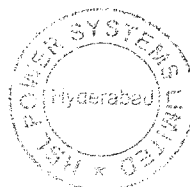
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Name of the Company		HBL Power Systems Limited			
Date of Annual General Meeting		29 <sup>th</sup> September 2016			
Book Closure Date		23-09-2016 TO 29-09-2016 (Both days inclusive)			
Total Number of Shareholders as on cut-off date i.e. 22 <sup>nd</sup> September 2016		27859			
Attendance of members		97			
Category	PRESENT IN PERSON	PRESENT THROUGH PROXY	TOTAL	SHARES	% TO PAID UP CAPITAL
PROMOTER AND PROMOTER GROUP	10	0	10	187051322	73.93
PUBLIC	85	2	87	48844	0.02
TOTAL	95	97	97	187100166	73.95
No. of shareholders attended the meeting through video conferencing: - No video conferencing facility was made available.					

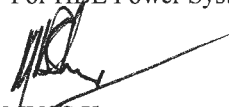
The mode of voting for all the resolutions was e-voting and poll conducted at the meeting.

Item No.	Details of Agenda	Resolution required	Mode of voting	Remarks
1	Adoption of Balance Sheet, Statement of Profit and Loss and the Reports of the Board of Directors and Auditors thereon for the financial year ended on 31st March, 2016.	Ordinary	E-Voting & Poll at AGM	The resolution was passed with requisite majority
2	Declaration of dividend for the year ended 31 <sup>st</sup> March, 2016	Ordinary	E-Voting & Poll at AGM	The resolution was passed with requisite majority
3	Appoint a Director in place of Mr. MSS Srinath, who retires by rotation and is eligible for re-appointment.	Ordinary	E-Voting & Poll at AGM	The resolution was passed with requisite majority
4	Re-appointment of Auditors and fixation of their remuneration.	Ordinary	E-Voting & Poll at AGM	The resolution was passed with requisite majority
5	Appointment of Mr. Mitin Jain as Director.	Ordinary resolution (Special business)	E-Voting & Poll at AGM	The resolution was passed with requisite majority

Agenda wise voting results are annexed.



For HBL Power Systems Limited

  
MVSS Kumar  
Company Secretary

Hyderabad, 30 September 2016

	HBL POWER SYSTEMS LIMITED
Date of the AGM/EGM	29-09-2016
Total number of shareholders on record date	27869
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	10
Public:	87
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 - Adoption of Balance Sheet, Statement of Profit and Loss and the Reports of the Board of Directors and Auditors thereon for the financial period ended on 31st March, 2016.							
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	187428032	187051322	99.7990	187051322		100.0000	
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Institutions	E-Voting	21555895	20870146	96.8187	20870146		100.0000	
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	44016073	59492	0.1352	56792	2700	95.4616	4.5384
	Poll		34548	0.0785	34547	1	99.9971	0.0029
	Postal Ballot (if applicable)							
	Total		44016073	94040	0.2136	91339	2701	97.1278
<b>Total</b>		<b>253000000</b>	<b>208015508</b>	<b>82.2196</b>	<b>208012807</b>	<b>2701</b>	<b>99.9987</b>	<b>0.0013</b>



Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - Declaration of dividend for the year ended 31st March, 2016							
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	187428032	187051322	99.7990	187051322		100.0000	
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Institutions	E-Voting	21555895	20870146	96.8187	20870146		100	
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	44016073	59492	0.1352	59460	32	99.9462	0.0538
	Poll		34546	0.0785	34545	1	99.9971	0.0029
	Postal Ballot (if applicable)							
	Total		44016073	94038	0.2136	94005	33	99.9649
Total		253000000	208015506	82.2196	208015473	33	100.0000	0.0000



Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - Appoint a Director in place of Mr. MSS Srinath, who retires by rotation and being eligible 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	187428032						
	Poll		187051322	99.7990	187051322		100.0000	
	Postal Ballot (if applicable)							
	Total		187428032	187051322	99.7990	187051322		100
Public- Institutions	E-Voting	21555895	20870146	96.8187	20744456	125690	99.3978	0.6022
	Poll							
	Postal Ballot (if applicable)							
	Total		21555895	20870146	96.8187	20744456	125690	0.6022
Public- Non Institutions	E-Voting	44016073	59492	0.1352	26792	32700	45.0346	54.9654
	Poll		34548	0.0785	34547	1	99.9971	0.0029
	Postal Ballot (if applicable)							
	Total		44016073	94040	0.2136	61339	32701	65.2265
Total		253000000	208015508	82.2196	207857117	158391	99.9239	0.0761



Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Auditors and fixation of their remuneration.							
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	187428032	187051322	99.7990	187051322		100.0000	
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Institutions	E-Voting	21555895	20870146	96.8187	20870146		100.0000	
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	44016073	94040	0.2136	61339	32701	65.2265	34.7735
	Poll							
	Postal Ballot (if applicable)							
	Total							
	Total	253000000	208015508	82.2196	207982807	32701	99.9843	0.0157



Resolution No.	5							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Mitin Jain as Director of the Company.							
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	187428032	187051322	99.7990	187051322		100.0000	
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public- Institutions	E-Voting	21555895	20870146	96.8187	20744456	125690	99.3978	0.6022
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public- Non Institutions	E-Voting	44016073	94040	0.2136	61239	32801	65.1202	34.8798
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
<b>Total</b>		<b>253000000</b>	<b>208015508</b>	<b>82.2196</b>	<b>207857017</b>	<b>158491</b>	<b>99.9238</b>	<b>0.0762</b>





**CONSOLIDATED SCRUTINIZER'S REPORT**

**Form No MGT – 13**

*[Pursuant to Section 108, 109 of the Companies Act, 2013 read with Rule 21(2) of the Companies (Management and Administration) Rules, 2014 and Companies (Management and Administration) Amendment Rules, 2015 for e-voting and voting through ballot paper]*

To

**Dr. A.J.Prasad**

Chairman for 30<sup>th</sup> Annual General Meeting of the Equity Shareholders,  
HBL Power Systems Limited,  
Hyderabad - 500034 Telangana.

Dear Sir,

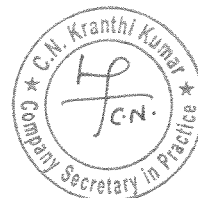
I, C.N.Kranthi Kumar, Company Secretary in Whole Time Practice, had been appointed as the Scrutinizer by the Board of Directors of **HBL Power Systems Limited** CIN:L40109TG1986PLC006745, having registered office at 8-2-601, Road No.10, Banjara Hills, Hyderabad - 500 034, Telangana (the "Company") vide Board Meeting held on 11th August, 2016, for the purpose of scrutinizing the votes casted:

- i) By electronic means (Remote e-voting); and
- ii) By ballot paper;

in respect of the below mentioned resolutions which were set out in the Notice of the 30<sup>th</sup> Annual General Meeting of the members of the Company.

**In this regard, I report that:**

- (a) The 30th Annual General Meeting Notice of the Company (dated 11th August, 2016) along with the Explanatory Statement setting out material facts of the Annual General Meeting were sent to the shareholders of Company.
- (b) The Annual General Meeting was held on Thursday, the 29th September, 2016 at 4.00 PM at KLN Prasad Auditorium, Federation of Telangana and Andhra Pradesh, Chamber of Commerce and Industry, 11-6-841, Red Hills, Hyderabad - 500 004, Telangana.
- (c) The members of the Company holding shares in the physical form or dematerialized form were entitled to vote on the resolutions as contained in the Notice of the Annual General Meeting as on the "cut-off date" i.e., 22nd September, 2016.
- (d) The voting rights of the Members were in proportion to their shares held in the total paid-up equity share capital of the Company as on the cut-off date i.e. 22nd September, 2016.
- (e) The Company has provided Remote e-voting facility to its members through its Registrar and Share Transfer Agency i.e. Karvy Computershare Private Limited having office at Hyderabad.
- (f) The Remote e-voting period commenced from Monday the 26th September, 2016 at 09.00 AM (IST) and ended on Wednesday the 28th September, 2016 at 05.00 PM (IST).





- (g) The Company has provided ballot paper voting facility to the shareholders present at the Annual General Meeting who had not cast their vote through Remote e-voting facility.

**I further report that:**

**1) For Remote e-voting:**

- (a) The Company has made all the necessary arrangements pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, with respect to the facility to cast vote by electronic means through Remote e-voting.
- (b) The votes casted under Remote e-voting facility were unblocked by me in presence of Mr. BVSP Somayajulu and Mr. B Subrahmanyam not being the persons in the employment of the Company and downloaded the results from the website of <https://evoting.karvy.com>.

**2) For Ballot paper voting:**

- (a) The Company has made all the necessary arrangements for ballot paper voting facility.
- (b) After the time fixed for closing of voting by ballot by the Chairman of the meeting, the ballot box kept for votes by ballot papers was locked in my presence with due identification mark and the subsequently opened in my presence.

**3) For scrutinizing:**

- (a) I have been provided with the List of Shareholders with their holding details and all the details of their vote cast on the resolutions.
- (b) I have reconciled the votes with the records maintained by the Company and the Registrar and Share Transfer Agents with respect to the authorisations / proxies lodged with the Company.
- (c) I have followed the fair and transparent practices and process with due concern and diligence for scrutinizing the entire process of voting.

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

**Item No. 1**

**Type of business: Ordinary Business**

**Type of resolution: Ordinary Resolution**

Adoption of Balance Sheet, Statement of Profit and Loss and the Reports of the Board of Directors and Auditors thereon for the financial period ended on 31st March, 2016.

Particulars	Number of votes and votes contained in						%
	Remote e-votes		Ballot paper votes		Total		
	Number	Votes	Number	Votes	Number	Votes	
For	35	20926938	63	187085869	98	208012807	99.9987
Against	5	2700	1	1	6	2701	0.0013
Abstained/Invalid	-	-	2	8	2	8	0
<b>Total</b>	<b>*35</b>	<b>20926938</b>	<b>66</b>	<b>187085878</b>	<b>101*</b>	<b>208015516</b>	<b>100.0000</b>

\* 5 members cast split votes in remote e-voting and therefore the total number of members voted remains 35 and 101.



Based on the aforesaid result, I report that the Ordinary Resolution as contained in Notice of the 30<sup>th</sup> Annual General Meeting held on 29th September, 2016 has been passed with requisite majority.

**Item No. 2**

**Type of business: Ordinary Business**  
**Type of resolution: Ordinary Resolution**

To declare dividend for the year ended March 31, 2016.

Particulars	Number of votes and votes contained in						(%)
	Remote e-votes		Ballot paper votes		Total		
	Number	Votes	Number	Votes	Number	Votes	
For	35	20929606	62	187085867	97	208015473	100.0000
Against	5	32	1	1	6	33	00.0000
Abstained/Invalid	-	-	3	10	3	10	00.0000
<b>Total</b>	<b>*35</b>	<b>20929638</b>	<b>66</b>	<b>187085878</b>	<b>101</b>	<b>208015516</b>	<b>100.0000</b>

\* 5 members cast split votes in remote e-voting and therefore the total number of members voted remains 35 and 101.

Based on the aforesaid result, I report that the Ordinary Resolution as contained in Notice of the 30<sup>th</sup> Annual General Meeting held on 29th September, 2016 has been passed with requisite majority.

**Item No. 3**

**Type of business: Ordinary Business**  
**Type of resolution: Ordinary Resolution**

To appoint a director in place of Mr. MSS Srinath, (DIN: 00319175) who retires by rotation and is eligible for re-appointment.

Particulars	Number of votes and votes contained in						(%)
	Remote e-votes		Ballot paper votes		Total		
	Number	Votes	Number	Votes	Number	Votes	
For	32	20771248	63	187085869	95	207857117	99.9238
Against	8	158390	1	1	9	158391	0.0761
Abstained/Invalid	-	-	2	8	2	8	00.0000
<b>Total</b>	<b>*35</b>	<b>20929638</b>	<b>66</b>	<b>187085873</b>	<b>101</b>	<b>208015516</b>	<b>100.0000</b>

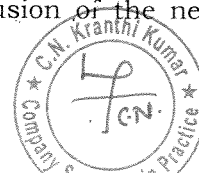
\* 5 members cast split votes in remote e-voting and therefore the total number of members voted remains 35 and 101.

Based on the aforesaid result, I report that the Ordinary Resolution as contained in Notice of the 30<sup>th</sup> Annual General Meeting held on 29th September, 2016 has been passed with requisite majority.

**Item No. 4**

**Type of business: Ordinary Business**  
**Type of resolution: Ordinary Resolution**

To appoint M/s. Rao & Kumar, Chartered Accountants, Visakhapatnam (ICAI Firm Registration No. 03089S), as auditors for the year 2016-17 till the conclusion of the next Annual General Meeting and to authorise the Board to fix their remuneration.



Particulars	Number of votes and votes contained in						(%)
	Remote e-votes		Ballot paper votes		Total		
	Number	Votes	Number	Votes	Number	Votes	
For	34	20896938	63	187085869	97	207982807	99.9843
Against	6	32700	1	1	7	32701	0.0157
Abstained/Invalid	-	-	2	8	2	8	00.00
<b>Total</b>	<b>*35</b>	<b>20929638</b>	<b>66</b>	<b>187085878</b>	<b>101</b>	<b>208015516</b>	<b>100.0000</b>

\* 5 members cast split votes in remote e-voting and therefore the total number of members voted remains 35 and 101.

Based on the aforesaid result, I report that the Ordinary Resolution as contained in Notice of the 30<sup>th</sup> Annual General Meeting held on 29th September, 2016 has been passed with requisite majority.

**Item No. 5**

**Type of business: Special Business**

**Type of resolution: Ordinary Resolution**

To appoint Mr. Mitin Jain (DIN: 06390954) as Director of the Company.

Particulars	Number of votes and votes contained in						(%)
	Remote e-votes		Ballot paper votes		Total		
	Number	Votes	Number	Votes	Number	Votes	
For	31	20771148	63	187085869	94	207857017	99.9238
Against	9	158490	1	1	10	158491	0.0762
Abstained/Invalid	-	-	2	8	2	8	00.000
<b>Total</b>	<b>*35</b>	<b>20929638</b>	<b>66</b>	<b>187085878</b>	<b>101</b>	<b>208015516</b>	<b>100.0000</b>

\* 5 members cast split votes in remote e-voting and therefore the total number of members voted remains 35 and 101.

Based on the aforesaid result, I report that the Ordinary Resolution as contained in Notice of the 30<sup>th</sup> Annual General Meeting held on 29th September, 2016 has been passed with requisite majority.

Thanking you,

Yours faithfully,

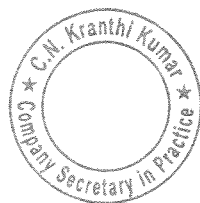


**C.N.Kranthi Kumar**

Scrutinizer

Company Secretary in Practice

ACS No.30028 ; CP No.13889



Dated: 30.09.2016

Place: Hyderabad, Telangana.

