HBL®

CIN:L40109TG1986PLC006745

30th 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 30th Annual General Meeting (AGM) of the Company was held on Thursday, 29th 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 30th 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 29th September, 2016.

In accordance with Regulation 44(3) of the SEBI (LODR) Regulations, 2015, please find the voting results of 30th Annual General Meeting of the Company held on 29th 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

Disclosure as per Regulation 44(3) of the SEBI(LODR) Regulations, 2015 with regard to voting results of 30th 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, 29th September 2016.

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| | | | | | |
|---|---|---|---|---|---|
| Name of the Company | | HBL Power Systems Limited | | | |
| Date of Annual General Meeting | | 29th 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. 22nd 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 31st 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 | | | | | | |
| | Poll | | 187051322 | 99.7990 | 187051322 | | 100.0000 | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 187428032 | 187051322 | 99.7990 | 187051322 | | 100.0000 | |
| Public- Institutions | E-Voting | 21555895 | 20870146 | 96.8187 | 20870146 | | 100.0000 | |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 21555895 | 20870146 | 96.8187 | 20870146 | | 100.0000 | |
| 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 | 2.8722 |
| | Total | 253000000 | 208015508 | 82.2196 | 208012807 | 2701 | 99.9987 | 0.0013 |

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| 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 | | | | | | |
| | 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 | 20870146 | | 100.0000 | |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 21555895 | 20870146 | 96.8187 | 20870146 | | 100 | |
| 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 | 0.0351 |
| | Total | 253000000 | 208015506 | 82.2196 | 208015473 | 33 | 100.0000 | 0.0000 |

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| 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 | 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 | 34.774 |
| | 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 | | | | | | |
| | Poll | | 187051322 | 99.7990 | 187051322 | | 100.0000 | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 187428032 | 187051322 | 99.7990 | 187051322 | | 100.0000 | |
| Public- Institutions | E-Voting | 21555895 | 20870146 | 96.8187 | 20870146 | | 100.0000 | |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 21555895 | 20870146 | 96.8187 | 20870146 | | 100.0000 | |
| 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 | 34.7735 |
| | 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 | | | | | | |
| | Poll | | 187051322 | 99.7990 | 187051322 | | 100.0000 | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 187428032 | 187051322 | 99.7990 | 187051322 | | 100.0000 | |
| 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 | 99.3978 | 0.6022 |
| Public- Non Institutions | E-Voting | 44016073 | 59492 | 0.1352 | 26692 | 32800 | 44.8665 | 55.1335 |
| | Poll | | 34548 | 0.0785 | 34547 | 1 | 99.9971 | 0.0029 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 44016073 | 94040 | 0.2136 | 61239 | 32801 | 65.1202 | 34.8798 |
| | Total | 253000000 | 208015508 | 82.2196 | 207857017 | 158491 | 99.9238 | 0.0762 |

