CIN:L40109TG1986PLC006745

30th September 2015

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 UNDER CLAUSE 35A OF THE LISTING AGREEMENT.

ANNUAL GENERAL MEETING HELD ON 29 SEPTEMBER 2015

The 29th Annual General Meeting of the Company was held on Tuesday, 29th day of September, 2015 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 opportunity to exercise their right to vote on the resolutions set out in the notice of 29th Annual General Meeting (AGM) through electronic voting (e-voting) services provided by Karvy Computershare Private Limited during the period commencing from Friday, September 25, 2015 at 10.00 am to 5.00 pm on Monday, September 28, 2015.

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, 2015.

In accordance with clause 35A of the listing agreement, please find the voting results of 29th Annual General Meeting of the Company held on 29th September, 2015 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

HBL POWER SYSTEMS LTD HYD-34

Encl: as above

Disclosure as per clause 35A of the listing agreement with regard to voting results of 29th 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 Tuesday, 29th September 2015.

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Name of the Company		HBL Power Systems Limited				
Date of Annual General Meeting		29th September 2015				
Book Closure Date		25-09-2015 TO 28-09-2015 (BOTH DAYS INCLUSIVE)				
Total Number of Shareholders as on record date i.e. 22nd September 2015		27531				
Attendance of members						
	Category	PRESENT IN PERSON	PRESENT THROUGH PROXY	TOTAL	SHARES	% TO CAPITAL
	PROMOTER AND PROMOTER GROUP	9	0	9	149084322	58.93
	PUBLIC	126	0	126	479077	0.19
	TOTAL	135	0	135	149563399	59.12
E	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 (Ordinary/ Special)	Mode of voting (Show of hands/poll/ postal ballot/ e-voting)	Remarks
1	Adoption of Balance Sheet, Statement of Profit and Loss, Cash Flow Statement and the Reports of the Board of Directors and Auditors thereon for the financial year ended on 31st March, 2015.	Ordinary	E-Voting & Poll	The resolution was passed with requisite majority
2	Declaration of dividend for the year ended 31st March, 2015	Ordinary	E-Voting & Poll	The resolution was passed with requisite majority
3	Appoint a Director in place of Mr. Sanjiv Singhal, who retires by rotation and being eligible offers for re-appointment.	Ordinary	E-Voting & Poll	The resolution was passed with requisite majority

HBL POWER SYSTEMS LTD.

4	Appoint a Director in place of Mr. Mr. Ajay Bhaskar Limaye, who retires by rotation and being eligible offers for re-appointment.	Ordinary	E-Voting & Poll	The resolution was passed with requisite majority
5	Re-appointment of Auditors and fixation of their remuneration.	Ordinary	E-Voting & Poll	The resolution was passed with requisite majority
6	Amendment to Articles of Association of the Company.	Special	E-Voting & Poll	The resolution was passed with requisite majority
7	Appointment of Dr. A J Prasad as Chairman and Managing Director of the Company and payment of remuneration.	Special	E-Voting & Poll	The resolution was passed with requisite majority
8	Appointment of Mr. MSS Srinath as Whole time Director of the Company and payment of remuneration..	Special	E-Voting & Poll	The resolution was passed with requisite majority

Agenda wise voting results are annexed.

For HBL Power Systems Limited

MVSS Kumar
Company Secretary

HBL POWER SYSTEMS LTD. HYD-34.

HBL POWER SYSTEMS LIMITED
ANNUAL GENERAL MEETING HELD ON 29 SEPT 2015
Sebi Poll Report -

Resolution ID	Category	Shares Held (1)	Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	No. of Votes - against (5)	% of Votes against on votes polled (7)= [(5)/(2)]*100
1	Promoter and Promoter Group	187034322	149084322	79.7096	149084322	100		
1	Public – Institutional Holders	14445219	13371616	92.5678	13245926	99.06	125690	0.9399
1	Public-Others	51520459	43361	0.0842	43361	100		
	Total	253000000	162499299	64.229	162373609	99.9227	125690	0.0773
2	Promoter and Promoter Group	187034322	149084322	79.7096	149084322	100		
2	Public – Institutional Holders	14445219	13371616	92.5678	13371616	100		
2	Public-Others	51520459	43361	0.0842	43161	99.5387	200	0.4612
	Total	253000000	162499299	64.229	162499099	99.9999	200	0.0001
3	Promoter and Promoter Group	187034322	149084322	79.7096	149084322	100		
3	Public – Institutional Holders	14445219	13371616	92.5678	12632326	94.4711	739290	5.5288
3	Public-Others	51520459	39361	0.0764	39161	99.4918	200	0.5081
	Total	253000000	162495299	64.2274	161755809	99.5449	739490	0.4551
4	Promoter and Promoter Group	187034322	149084322	79.7096	149084322	100		
4	Public – Institutional Holders	14445219	13371616	92.5678	12632326	94.4711	739290	5.5288
4	Public-Others	51520459	43361	0.0842	43161	99.5387	200	0.4612
	Total	253000000	162499299	64.229	161759809	99.5449	739490	0.4551
5	Promoter and Promoter Group	187034322	149084322	79.7096	149084322	100		
5	Public – Institutional Holders	14445219	13371616	92.5678	12758016	95.4111	613600	4.5888
5	Public-Others	51520459	43361	0.0842	43261	99.7693	100	0.2306
	Total	253000000	162499299	64.229	161885599	99.6223	613700	0.3777
6	Promoter and Promoter Group	187034322						
6	Public – Institutional Holders	14445219	13371616	92.5678	13245926	99.06	125690	0.9399
6	Public-Others	51520459	43361	0.0842	43361	100		
	Total	253000000	13414977	5.3024	13289287	99.0631	125690	0.9369
7	Promoter and Promoter Group	187034322						
7	Public – Institutional Holders	14445219	13371616	92.5678	13245926	99.06	125690	0.9399
7	Public-Others	51520459	43161	0.0838	43161	100		
	Total	253000000	13414777	5.3023	13289087	99.063	125690	0.937
8	Promoter and Promoter Group	187034322						
8	Public – Institutional Holders	14445219	13371616	92.5678	13371616	100		
8	Public-Others	51520459	43161	0.0838	43161	100		
	Total	**253000000**	**13414777**	**5.3023**	**13414777**	**100**		

HBL POWER SYSTEMS LTD. D-34

NARESH KUMAR CHANDA
M.Com., LLB., FCS
Company Secretary in Practice

Date : 30.09.2015

To

The Chairman
HBL Power Systems Limited
8-2-601, Road No.10, Banjara Hills
Hyderabad-500034

Dear Sir,

Sub:- Consolidated Scrutinizer's Report on Passing of resolutions through e-voting for and poll conducted at the 29th Annual General Meeting.

1. I, Naresh Kumar Chanda, a Company Secretary in Practice, has been appointed as a Scrutinizer by

   i. the Board of Directors of the Company in their meeting held on 14th August, 2015 for the purpose of piloting the e-voting process as prescribed under Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014. And;

   ii. the Chairman of the 29th Annual General Meeting on poll under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, on the resolutions contained in the notice calling 29th Annual General Meeting of the members of the Company, held on Tuesday, the 29th September, 2015 at KLN Prasad Auditorium, Federation of Telangana and Andhra Pradesh Chamber of Commerce and Industry, 11-6-841, Red Hills, Hyderabad - 500 004.

2. The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules made thereunder relating to e-voting and poll on the resolutions contained the notice calling 29th Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the e-voting process and for poll at the Annual General Meeting is restricted to make report on vote cast "in favour" or "against" the resolutions mentioned in the notice, based on the report generated from the e-voting facility / system provided by Karvy Computershare Private Limited (KCPL), the Registrars of the Company and authorised agency engaged by the Company to provide e-voting facility and ballot papers at the time of poll at the Annual General Meeting.

3. The e-voting results were unblocked by me on 29th September 2015 as per the procedure prescribed under Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014. For further details kindly refer to my report dated 29th September 2015, attached herewith.

NARESH KUMAR CHANDA C.P.No. 8153 Company Secretary in Practice

2nd Floor, Kamala Towers, 1-10-209, Above Oriental Bank of Commerce,
Ashok Nagar, Hyderabad - 500 020. Ph : 040-27620754 Fax : 040-27620753
email : nareshkumarchanda@gmail.com

4. At the 29th Annual General Meeting of the members of the Company held on 29th September 2015, the Chairman of the Meeting had *suo motto* called for a poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process. The Chairman of the meeting had appointed me as scrutinizer for the same. For further details refer to 29th September 2015, attached herewith.

5. The combined result of the e-voting together with that of the poll at AGM is attached as annexure to this Report.

I hereby confirm that I am maintaining the registers and records as may be prescribed under Rule 20(3)(xii) of the Companies (Management and Administration) Rules, 2014 in respect of the votes cast through e-voting and poll by the members of the Company.

I shall be arranging to handover these records to the Company or any authorised officer of the Company.

Tanking You

Yours faithfully

NARESH KUMAR CHANDA CP.No. 8153 Company Secretary in Practice

Naresh Kumar Chanda
M No. 6092
CP No. 8153

Place: Hyderabad
Date: 30.09.2015

Ballot Detailed Report E-Voting & Instapoll

RES.ID	RESOLUTION	VOTES	BALLOTS FAVOUR	VOTES FAVOUR	% FAVOUR	BALLOTS AGAINST	VOTES AGAINST	% AGAINST	BALLOTS INVALID	VOTES INVALID	% INVALID
1	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, 2015.	85	81	162373609	99.9227	2	125690	0.0773	2	26	
2	Declaration of dividend for the year ended 31st March, 2015	85	82	162499099	99.9999	1	200	0.0001	2	26	
3	Appoint a Director in place of Mr. Sanjiv Singhal, who retires by rotation and being eligible offers for re-appointment.	85	77	161755809	99.5449	5	739490	0.4551	3	4026	
4	Appoint a Director in place of Mr. Ajay Bhaskar Limaye, who retires by rotation and being eligible offers for re-appointment.	85	78	161759809	99.5449	5	739490	0.4551	2	26	
5	Re-appointment of Auditors and fixation of their remuneration.	85	81	161885599	99.6223	3	613700	0.3777	2	26	
6	Amendment to Articles of Association of the Company	85	72	13289287	99.0631	2	125690	0.9369	0	0	
7	Appointment of Dr. A J Prasad as Chairman and Managing Director of the Company	85	71	13289087	99.063	2	125690	0.937	0	0	
8	Appointment of Mr. MSS Srinath as Whole Time Director of the Company	85	73	13414777	100				0	0	

