

28th September 2018

The Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001

The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (East)
Mumbai – 400 051

Fax No: 022-2272 1919/ 2272 2041
BSE STOCK CODE: 517271

Fax No: 022-2659 8237 /38
NSE CODE: HBLPOWER

Dear sir / madam,

OUTCOME OF THE 32ND ANNUAL GENERAL MEETING HELD ON 27TH SEPTEMBER 2018

Disclosure pursuant to Regulation 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is to inform you that the 32nd Annual General Meeting (AGM) of the Company was held at KLN Prasad auditorium, Federation of Telangana and Andhra Pradesh Chamber of Commerce and Industry, 11-6-841, Red Hills, Hyderabad 500 004 on Thursday, 27th September 2018 at 4 pm.

In this regard, we enclose herewith the following:

1. Summary of proceedings of the AGM as required under Regulation 30, Part - A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure -1
2. Voting results of the AGM as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure -2
3. Report of Scrutinizer dated 28th September 2018 on remote e-voting and voting conducted through Ballot/ Polling Paper at the AGM.

The above reports are also being uploaded on the Company's website also.

Please take the above information on record pursuant to Listing requirements and acknowledge receipt of the same.

Yours faithfully
For HBL Power Systems Ltd


MVSS Kumar
Company Secretary



Encl: as above

HBL Power Systems Ltd.

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

Phone: +91-40-2335 1934, Fax: +91-40-2335 3189

CIN :L40109TG1986PLC006745 website : www.hbl.in



HBL POWER SYSTEMS LIMITED

CIN: L40109TG1986PLC006745

Registered Office: 8-2-601, Road 10, Banjara Hills, Hyderabad – 500 034

DISCLOSURE OF DETAILS OF VOTING RESULTS OF UNDER
REGULATION 44(3) OF SEBI(LODR) REGULATIONS, 2015
ANNUAL GENERAL MEETING HELD ON 27 SEPTEMBER 2018

The 32nd Annual General Meeting (AGM) of the Company was held on Thursday, 27th September 2018 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 32nd AGM through electronic voting (e-voting) services provided by Karvy Computershare Private Limited during the period commencing from Monday, September 24, 2018 at 09.00 hours to 17.00 hours on Wednesday, September 26, 2018.

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 at the AGM held on 27th September 2018.

In accordance with Regulation 44(3) of the SEBI (LODR) Regulations, 2015 as amended from time to time, please find the voting results of 32nd AGM of the Company held on September 27, 2018 in the prescribed format along with the report of Scrutinizer. Kindly take the same on records.

Agenda wise voting results are annexed.
For HBL Power Systems Limited

MVSS Kumar
Company Secretary



Hyderabad 500 034, September 28, 2018

Disclosure as per Regulation 44(3) of the SEBI(LODR) Regulations, 2015 with regard to voting results of 32nd 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, September 27, 2018.

SLNO	DESCRIPTION					
A	DATE OF AGM		27-09-2018			
B	BOOK CLOSURE DATE		21-09-2018 TO 27-09-2018 (BOTH DAYS INCLUSIVE)			
C	TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE		48249			
D	NO OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR THROUGH PROXY		104			
	SHAREHOLDERS	PRESENT IN PERSON	PRESENT THROUGH PROXY	TOTAL	SHARES	% TO CAPITAL
	PROMOTER AND PROMOTER GROUP ()	9	0	9	19241911	6.94165
	PUBLIC	89	6	95	234107	0.08446
	TOTAL	98	6	104	19476018	7.02611
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	Mode of voting	Remarks
1	To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2017 together with the reports of the Board of Directors and Auditors' thereon.	Ordinary	E-Voting & Poll at AGM	The resolution was passed with requisite majority
2	To declare dividend for the year ended March 31, 2017	Ordinary	E-Voting & Poll at AGM	The resolution was passed with requisite majority
3	To appoint a director in place of Mr. AJay Bhaskar Limaye who retires by rotation and is eligible for re-appointment.	Ordinary	E-Voting & Poll at AGM	The resolution was passed with requisite majority
4	To appoint auditors for the year 2017-18 till the conclusion of the next Annual General Meeting (AGM) and to authorize the Board to fix their remuneration.	Ordinary	E-Voting & Poll at AGM	The resolution was passed with requisite majority
5	Approved charges for service of documents on the members through a particular mode as per section 20 of the Companies Act 2013.	Ordinary	E-Voting & Poll at AGM	The resolution was passed with requisite majority
6	Appointed Mr. Karipineni Venkata Sriram (DIN: 00073911), as an Independent Director.	Ordinary	E-Voting & Poll at AGM	The resolution was passed with requisite majority
7	Appointed Mrs. Richa Datta (DIN 08084501) as an Independent (Woman) Director	Ordinary	E-Voting & Poll at AGM	The resolution was passed with requisite majority
8	Appointed Mr. Madireddi Chandra Mohan (DIN: 00633439) as an Independent Director	Ordinary	E-Voting & Poll at AGM	The resolution was passed with requisite majority
9	Appointed Mr. Abhishek G Poddar (DIN 07143528) as a Director	Ordinary	E-Voting & Poll at AGM	The resolution was passed with requisite majority
10	Appointed Mrs. Kavita Prasad (DIN 00319292) as a Director	Ordinary	E-Voting & Poll at AGM	The resolution was passed with requisite majority
11	Appointed Mrs. Kavita Prasad (DIN 00319292) Chief Financial Officer (CFO) as a Whole-time Director and payment of remuneration	Special	E-Voting & Poll at AGM	The resolution was passed with requisite majority
12	Approval to borrow in excess of the paid-up capital and free reserves as per Section 180(1) (c) of the Companies Act, 2013 not exceeding the amount of Rs. 1000 crores.	Special	E-Voting & Poll at AGM	The resolution was passed with requisite majority
13	Authority under Section 180(1)(a) of the Companies Act, 2013 to sell, lease or otherwise dispose off, to mortgage / create charges on the properties of the Company.	Special	E-Voting & Poll at AGM	The resolution was passed with requisite majority

Resolution No.	1	ORDINARY - To receive, consider and adopt the audited financial statements (standalone and consolidated) of the Company for the financial year ended March 31, 2018 together with the reports of the Board of Directors and Auditors thereon.						
Resolution required: (Ordinary/ Special)								
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	156,082,142	155,320	0.0995	155,320	0	100.0000	0.0000
	Poll		19,086,591	12.2286	19,086,591	0	100.0000	0.0000
	Total		19,241,911	12.3281	19,241,911	0	100.0000	0.0000
Public- Institutions	E-Voting	9,249,952	7,743,175	83.7104	7,743,175	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		7,743,175	83.7104	7,743,175	0	100.0000	0.0000
Public- Non Institutions	E-Voting	111,862,852	104,431	0.0934	91,274	13,157	87.4012	12.5987
	Poll		30,131	0.0269	30,110	21	99.9303	0.0696
	Total		134,562	0.1203	121,384	13,178	90.2067	9.7933
	Total	277,194,946	27,119,648	9.7836	27,106,470	13,178	99.9514	0.0486

Resolution No.	2								
Resolution required: (Ordinary/ Special)	ORDINARY - To declare dividend for the year ended March 31, 2018.								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled	
Promoter and Promoter Group	E-Voting	156,082,142	155,320	0.0995	155,320	0	100.0000	0.0000	
	Poll		19,086,591	12.2286	19,086,591	0	100.0000	0.0000	
	Total		19,241,911	12.3281	19,241,911	0	100.0000	0.0000	
Public- Institutions	E-Voting	9,249,952	7,797,486	84.2976	7,797,486	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Total		7,797,486	84.2976	7,797,486	0	100.0000	0.0000	
Public- Non Institutions	E-Voting	111,862,852	104,431	0.0934	104,421	10	99.9904	0.0095	
	Poll		30,131	0.0269	30,110	21	99.9303	0.0696	
	Total		134,562	0.1203	134,531	31	99.9770	0.0230	
	Total	277,194,946	27,173,959	9.8032	27,173,928	31	99.9999	0.0001	



Resolution No.	3								
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a director in place of Mr. MSS Srinath who retires by rotation and is eligible for re-appointment.								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled	
Promoter and Promoter Group	E-Voting	156,082,142	155,320	0.0995	155,320	0	100.0000	0.0000	
	Poll		19,086,591	12.2286	19,086,591	0	100.0000	0.0000	
	Total		19,241,911	12.3281	19,241,911	0	100.0000	0.0000	
Public- Institutions	E-Voting	9,249,952	7,797,486	84.2976	7,209,361	588,125	92.4575	7.5424	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Total		7,797,486	84.2976	7,209,361	588,125	92.4575	7.5425	
Public- Non Institutions	E-Voting	111,862,852	104,431	0.0934	91,274	13,157	87.4012	12.5987	
	Poll		30,131	0.0269	30,110	21	99.9303	0.0696	
	Total		134,562	0.1203	121,384	13,178	90.2067	9.7933	
	Total	277,194,946	27,173,959	9.8032	26,572,656	601,303	97.7872	2.2128	

Resolution No.	4								
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint auditors for the year 2018-19 till the conclusion of the next Annual General Meeting (AGM) and to authorize the Board to fix their remuneration.								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled	
Promoter and Promoter Group	E-Voting	156,082,142	155,320	0.0995	155,320	0	100.0000	0.0000	
	Poll		19,086,591	12.2286	19,086,591	0	100.0000	0.0000	
	Total		19,241,911	12.3281	19,241,911	0	100.0000	0.0000	
Public- Institutions	E-Voting	9,249,952	7,797,486	84.2976	7,711,117	86,369	98.8923	1.1076	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Total		7,797,486	84.2976	7,711,117	86,369	98.8923	1.1077	
Public- Non Institutions	E-Voting	111,862,852	104,431	0.0934	91,274	13,157	87.4012	12.5987	
	Poll		30,131	0.0269	30,110	21	99.9303	0.0696	
	Total		134,562	0.1203	121,384	13,178	90.2067	9.7933	
	Total	277,194,946	27,173,959	9.8032	27,074,412	99,547	99.6337	0.3663	

Resolution No.	5								
Resolution required: (Ordinary/ Special)	ORDINARY - Approval of charges for service of documents on the Members through a particular mode.								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled	
Promoter and Promoter Group	E-Voting	156,082,142	155,320	0.0995	155,320	0	100.0000	0.0000	
	Poll		19,086,591	12.2286	19,086,591	0	100.0000	0.0000	
	Total		19,241,911	12.3281	19,241,911	0	100.0000	0.0000	
Public- Institutions	E-Voting	9,249,952	7,797,486	84.2976	7,797,486	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Total		7,797,486	84.2976	7,797,486	0	100.0000	0.0000	
Public- Non Institutions	E-Voting	111,862,852	104,431	0.0934	91,134	13,297	87.2671	12.7328	
	Poll		30,131	0.0269	30,110	21	99.9303	0.0696	
	Total		134,562	0.1203	121,244	13,318	90.1027	9.8973	
	Total	277,194,946	27,173,959	9.8032	27,160,641	13,318	99.9510	0.0490	

Resolution No.	6								
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Karipineni Venkata Sriram as an Independent Director.								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled	
Promoter and Promoter Group	E-Voting	156,082,142	155,320	0.0995	155,320	0	100.0000	0.0000	
	Poll		19,086,591	12.2286	19,086,591	0	100.0000	0.0000	
	Total		19,241,911	12.3281	19,241,911	0	100.0000	0.0000	
Public- Institutions	E-Voting	9,249,952	7,797,486	84.2976	7,797,486	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Total		7,797,486	84.2976	7,797,486	0	100.0000	0.0000	
Public- Non Institutions	E-Voting	111,862,852	104,431	0.0934	91,174	13,257	87.3054	12.6945	
	Poll		30,131	0.0269	30,110	21	99.9303	0.0696	
	Total		134,562	0.1203	121,284	13,278	90.1324	9.8676	
	Total	277,194,946	27,173,959	9.8032	27,160,681	13,278	99.9511	0.0489	



Resolution No.	7							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mrs. Richa Datta as an Independent Director							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	156,082,142	155,320	0.0995	155,320	0	100.0000	0.0000
	Poll		19,086,591	12.2286	19,086,591	0	100.0000	0.0000
	Total		19,241,911	12.3281	19,241,911	0	100.0000	0.0000
Public- Institutions	E-Voting	9,249,952	7,797,486	84.2976	597,486	7,200,000	7.6625	92.3374
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		7,797,486	84.2976	597,486	7,200,000	7.6625	92.3375
Public- Non Institutions	E-Voting	111,862,852	104,431	0.0934	91,274	13,157	87.4012	12.5987
	Poll		30,131	0.0269	30,110	21	99.9303	0.0696
	Total		134,562	0.1203	121,384	13,178	90.2067	9.7933
	Total	277,194,946	27,173,959	9.8032	19,960,781	7,213,178	73.4555	26.5445

Resolution No.	8							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Madireddi Chandra Mohan as an Independent Director							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	156,082,142	155,320	0.0995	155,320	0	100.0000	0.0000
	Poll		19,086,591	12.2286	19,086,591	0	100.0000	0.0000
	Total		19,241,911	12.3281	19,241,911	0	100.0000	0.0000
Public- Institutions	E-Voting	9,249,952	7,797,486	84.2976	7,797,486	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		7,797,486	84.2976	7,797,486	0	100.0000	0.0000
Public- Non Institutions	E-Voting	111,862,852	104,431	0.0934	91,174	13,257	87.3054	12.6945
	Poll		30,131	0.0269	30,110	21	99.9303	0.0696
	Total		134,562	0.1203	121,284	13,278	90.1324	9.8676
	Total	277,194,946	27,173,959	9.8032	27,160,681	13,278	99.9511	0.0489

Resolution No.	9									
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Abhishek G Poddar as a Director									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled		
Promoter and Promoter Group	E-Voting	156,082,142	155,320	0.0995	155,320	0	100.0000	0.0000		
	Poll		19,086,591	12.2286	19,086,591	0	100.0000	0.0000		
	Total		19,241,911	12.3281	19,241,911	0	100.0000	0.0000		
Public- Institutions	E-Voting	9,249,952	7,797,486	84.2976	7,797,486	0	100.0000	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Total		7,797,486	84.2976	7,797,486	0	100.0000	0.0000		
Public- Non Institutions	E-Voting	111,862,852	104,431	0.0934	91,274	13,157	87.4012	12.5987		
	Poll		30,131	0.0269	30,110	21	99.9303	0.0696		
	Total		134,562	0.1203	121,384	13,178	90.2067	9.7933		
Total		277,194,946	27,173,959	9.8032	27,160,781	13,178	99.9515	0.0485		

Resolution No.	10									
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mrs. Kavita Prasad as a Director									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled		
Promoter and Promoter Group	E-Voting	156,082,142	155,320	0.0995	155,320	0	100.0000	0.0000		
	Poll		19,086,591	12.2286	19,086,591	0	100.0000	0.0000		
	Total		19,241,911	12.3281	19,241,911	0	100.0000	0.0000		
Public- Institutions	E-Voting	9,249,952	7,797,486	84.2976	7,786,620	10,866	99.8606	0.1393		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Total		7,797,486	84.2976	7,786,620	10,866	99.8606	0.1394		
Public- Non Institutions	E-Voting	111,862,852	104,431	0.0934	91,274	13,157	87.4012	12.5987		
	Poll		30,131	0.0269	30,110	21	99.9303	0.0696		
	Total		134,562	0.1203	121,384	13,178	90.2067	9.7933		
Total		277,194,946	27,173,959	9.8032	27,149,915	24,044	99.9115	0.0885		

Resolution No.	11								
Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Mrs. Kavita Prasad, Chief Financial Officer (CFO) as a Whole-Time-Director								
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled	
Promoter and Promoter Group	E-Voting	156,082,142	155,320	0.0995	155,320	0	100.0000	0.0000	
	Poll		19,086,591	12.2286	19,086,591	0	100.0000	0.0000	
	Total		19,241,911	12.3281	19,241,911	0	100.0000	0.0000	
Public- Institutions	E-Voting	9,249,952	7,797,486	84.2976	7,797,486	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Total		7,797,486	84.2976	7,797,486	0	100.0000	0.0000	
Public- Non Institutions	E-Voting	111,862,852	104,431	0.0934	91,274	13,157	87.4012	12.5987	
	Poll		30,131	0.0269	30,110	21	99.9303	0.0696	
	Total		134,562	0.1203	121,384	13,178	90.2067	9.7933	
	Total	277,194,946	27,173,959	9.8032	27,160,781	13,178	99.9515	0.0485	

Resolution No.	12								
Resolution required: (Ordinary/ Special)	SPECIAL - Approval to borrow in excess of the paid-up capital and free reserves.								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled	
Promoter and Promoter Group	E-Voting	156,082,142	155,320	0.0995	155,320	0	100.0000	0.0000	
	Poll		19,086,591	12.2286	19,086,591	0	100.0000	0.0000	
	Total		19,241,911	12.3281	19,241,911	0	100.0000	0.0000	
Public- Institutions	E-Voting	9,249,952	7,797,486	84.2976	7,797,486	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Total		7,797,486	84.2976	7,797,486	0	100.0000	0.0000	
Public- Non Institutions	E-Voting	111,862,852	104,431	0.0934	91,034	13,397	87.1714	12.8285	
	Poll		30,131	0.0269	30,110	21	99.9303	0.0696	
	Total		134,562	0.1203	121,144	13,418	90.0284	9.9716	
	Total	277,194,946	27,173,959	9.8032	27,160,541	13,418	99.9506	0.0494	



Resolution No.	13								
Resolution required: (Ordinary/ Special)	SPECIAL - Authority under Section 180(1)(a) of the Companies Act, 2013 to sell, lease or otherwise dispose off, to mortgage/create charges on the properties of the Company.								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled	
Promoter and Promoter Group	E-Voting	156,082,142	155,320	0.0995	155,320	0	100.0000	0.0000	
	Poll		19,086,591	12.2286	19,086,591	0	100.0000	0.0000	
	Total		19,241,911	12.3281	19,241,911	0	100.0000	0.0000	
Public- Institutions	E-Voting	9,249,952	7,797,486	84.2976	7,797,486	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Total		7,797,486	84.2976	7,797,486	0	100.0000	0.0000	
Public- Non Institutions	E-Voting	111,862,852	104,331	0.0933	91,134	13,197	87.3508	12.6491	
	Poll		30,131	0.0269	29,710	421	98.6027	1.3972	
	Total		134,462	0.1202	120,844	13,618	89.8722	10.1278	
	Total	277,194,946	27,173,859	9.8032	27,160,241	13,618	99.9499	0.0501	

Note: No resolution was proposed for passing through postal ballot.





C.N.KRANTHI KUMAR

FCS

Company Secretary in Practice

H.No.8-10-15/70, Vijaya Durga Colony,
Jillelaguda, Hyderabad, Telangana – 97.

Mobile No: +91 76 75 00 11 22

E-mail: kranthisarkar369@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT

Form No MGT – 13

[Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time]

To

Dr. A.J.Prasad
Chairman for 32nd Annual General Meeting of the Equity Shareholders,
HBL Power Systems Limited
Hyderabad - 500034

Dear Sir,

I, C.N.Kranthi Kumar, Company Secretary in whole-time Practice, having office at Hyderabad, Telangana was 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") in the Board Meeting held on 10th August, 2018 pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions, if any, and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 including any statutory modification(s) or re-enactment(s) thereof for the time being in force.

My scope as a scrutinizer is :

- (a) To scrutinize the votes casted through electronic means (the "e-voting") and check whether the remote e-voting process was in fair and transparent manner held between Monday the 24th September, 2018 09.00 AM (IST) and Wednesday the 26th September, 2018 05.00 PM (IST) as stated in the Notice of the Annual General Meeting.
- (b) To scrutinize the votes casted through ballot and check whether the voting process by use of ballot at the 32nd Annual General Meeting held on Thursday the 27th September, 2018 at 4:00 P.M at KLN Prasad Auditorium, The Federation of Telangana and Andhra Pradesh Chambers of Commerce and Industry (FTAPCCI), Red Hills, Hyderabad - 500 004, is conducted in a fair and transparent manner.

Notice of the Annual General Meeting :

The Notice dated 10th August, 2018 convening 32nd Annual General Meeting of the equity shareholders of the Company held on Thursday the 27th September, 2018 at 4:00 P.M at KLN Prasad Auditorium, The Federation of Telangana and Andhra Pradesh Chambers of Commerce and Industry (FTAPCCI), Red Hills, Hyderabad - 500 004, was dispatched to the shareholders on 3rd September, 2018 whose name was recorded in the Register of members or in the Register of beneficial owners maintained by the depositories of the Company on August 30, 2018 in respect of the below mentioned resolutions passed at the said Annual General Meeting. The said Annual General Meeting was duly convened and held.



Cut-off date :

The shareholders whose name were recorded in the register of members or in the register of beneficial owners maintained by the depositories of the Company as on the "cut-off " date 20th September, 2018 were entitled to vote by e-voting and through ballot on the resolutions as set out at item nos.1 to 13 in the Notice of the Annual General Meeting.

Newspaper Advertisement :

A public notice by way of an advertisement in newspapers was published by the Company on 5th September, 2018 immediately on the completion of dispatch of notices of the Annual General Meeting, in terms of Rule 20 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions, if any, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, in Financial Express (English news paper having nationwide circulation) and Nava Telangana (principal vernacular language newspaper of the State in which the registered office is situated) for the purpose of voting.

For e-voting :

Pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable regulations, if any, including any statutory modification(s) or re-enactment(s) thereof for the time being in force the Company was arranged for remote e-voting facility to its shareholders through Karvy Computershare Private Limited, Registrar and Share Transfer Agents having their office at Gachibowli, Hyderabad (the "Agency").

The e-voting period commenced on Monday the 24th September, 2018 at 09.00 AM (IST) and ended on Wednesday the 26th September, 2018 at 05.00 PM (IST). The Agency e-voting platform [<https://evoting.karvy.com>] was blocked thereafter and the votes cast under e-voting facility were then unblocked by me on Thursday the 27th September, 2018 at 10.00 AM (IST) in the presence of Ms. K. Ujwala and Ms. Radha Supriya two witnesses, not being in the employment of the Company.

I have scrutinized and reviewed the remote e-voting process and votes tendered therein based on the data downloaded from the Agency e-voting system [<https://evoting.karvy.com>].

For voting through Ballot :

The Chairman of the Meeting announced voting through ballot. The ballot boxes kept for voting were locked in my presence with due identification marks placed on them.

The ballot boxes subsequently on the close of ballot voting hours, were opened by me in the presence of Ms. K.Ujwala and Ms. Radha Supriya two witnesses not being in the employment of the Company.

The ballots including authorisations / proxies lodged were reconciled with the records maintained by the Company / Registrar and Share Transfer Agents i.e., Karvy Computershare Private Limited having office at Gachibowli, Hyderabad. (the "Agency").

As per the list of shareholders provided by the Company / Agency, the names of the shareholders who have voted on e-voting platform through [<https://evoting.karvy.com>] have been blocked and the ballots issued to those shareholders who were present at the Annual General Meeting and who had not voted on remote e-voting were only reconciled for the purpose of eliminating duplicate voting.

The ballots which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.

I now submit my Consolidated Report as under on the results of voting through remote e-voting and voting by ballot at the 32nd Annual General Meeting in respect of the said resolutions:-



Item No. 1**Type of business: Ordinary Business****Type of resolution: Ordinary Resolution**

To receive, consider and adopt the audited financial statements of the Company (standalone and consolidated) for the financial year ended 31st March 2018 together with the reports of the Board of Directors and Auditors thereon.

Particulars	Number of votes and votes contained in						% of votes
	Remote e-votes		Ballot votes		Total		
	Number	Votes	Number	Votes	Number	Votes	
For	48	7989769	63	19116701	111	27106470	99.95
Against	2	13157	2	21	4	13178	0.05
Abstained/Invalid	1	54311	0	0	1	54311	0.00
Total	51	8057237	65	19116722	116	27173959	100.00

Based on the aforesaid result, the resolution was passed with requisite majority. You may accordingly declare the same.

Item No. 2**Type of business: Ordinary Business****Type of resolution: Ordinary Resolution**

To declare dividend for the year ended on March 31, 2018. A dividend of 25% (i.e. 0.25 paise on each share of Re 1 was declared)

Particulars	Number of votes and votes contained in						% of votes
	Remote e-votes		Ballot votes		Total		
	Number	Votes	Number	Votes	Number	Votes	
For	50	8057227	63	19116701	113	27173928	99.99
Against	1	10	2	21	3	31	0.01
Abstained/Invalid	0	0	0	0	0	0	0.00
Total	51	8057237	65	19116722	116	27173959	100.00

Based on the aforesaid result, the resolution was passed with requisite majority. You may accordingly declare the same.

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						% of votes
	Remote e-votes		Ballot votes		Total		
	Number	Votes	Number	Votes	Number	Votes	
For	42	7455955	63	19116701	105	26572656	97.79
Against	9	601282	2	21	11	601303	2.21
Abstained/Invalid	0	0	0	0	0	0	0.00
Total	51	8057237	65	19116722	116	27173959	100.00

Based on the aforesaid result, the resolution was passed with requisite majority. You may accordingly declare the same.



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 2018-19 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						% of votes
	Remote e-votes		Ballot votes		Total		
	Number	Votes	Number	Votes	Number	Votes	
For	46	7957711	63	19116701	109	27074412	99.63
Against	5	99526	2	21	7	99547	0.37
Abstained/Invalid	0	0	0	0	0	0	0
Total	51	8057237	65	19116722	116	27173959	100.00

Based on the aforesaid result, the resolution was passed with requisite majority. You may accordingly declare the same.

Item No. 5**Type of business: Special Business****Type of resolution: Ordinary Resolution**

Approval of charges for service of documents on the members through a particular mode as per section 20 of the Companies Act, 2013.

Particulars	Number of votes and votes contained in						% of votes
	Remote e-votes		Ballot votes		Total		
	Number	Votes	Number	Votes	Number	Votes	
For	48	8043940	63	19116701	111	27160641	99.95
Against	3	13297	2	21	5	13318	0.05
Abstained/Invalid	0	0	0	0	0	0	0
Total	51	8057237	65	19116722	116	27173959	100.00

Based on the aforesaid result, the resolution was passed with requisite majority. You may accordingly declare the same.

Item No. 6**Type of business: Special Business****Type of resolution: Ordinary Resolution**

Appointment of Mr. Karipineni Venkata Sriram (DIN: 00073911), as an Independent Director.

Particulars	Number of votes and votes contained in						% of votes
	Remote e-votes		Ballot votes		Total		
	Number	Votes	Number	Votes	Number	Votes	
For	48	8043980	63	19116701	111	27160681	99.95
Against	3	13257	2	21	5	13278	0.05
Abstained/Invalid	0	0	0	0	0	0	0
Total	51	8057237	65	19116722	116	27173959	100.00

Based on the aforesaid result, the resolution was passed with requisite majority. You may accordingly declare the same.



Item No. 7**Type of business: Special Business****Type of resolution: Ordinary Resolution**

Appointment of Mrs. Richa Datta (DIN: 08084501), as an Independent Director.

Particulars	Number of votes and votes contained in						% of votes
	Remote e-votes		Ballot votes		Total		
	Number	Votes	Number	Votes	Number	Votes	
For	47	844080	63	19116701	110	19960781	73.46
Against	4	7213157	2	21	6	7213178	26.54
Abstained/Invalid	0	0	0	0	0	0	0
Total	51	8057237	65	19116722	116	27173959	100.00

Based on the aforesaid result, the resolution was passed with requisite majority. You may accordingly declare the same.

Item No. 8**Type of business: Special Business****Type of resolution: Ordinary Resolution**

Appointment of Mr. Madireddi Chandra Mohan (DIN: 00633439), as an Independent Director.

Particulars	Number of votes and votes contained in						% of votes
	Remote e-votes		Ballot votes		Total		
	Number	Votes	Number	Votes	Number	Votes	
For	48	8043980	63	19116701	111	27160681	99.96
Against	3	13257	2	21	5	13278	0.04
Abstained/Invalid	0	0	0	0	0	0	0
Total	51	8057237	65	19116722	116	27173959	100.00

Based on the aforesaid result, the resolution was passed with requisite majority. You may accordingly declare the same.

Item No. 9**Type of business: Special Business****Type of resolution: Ordinary Resolution**

Appointment of Mr. Abhishek G Poddar (DIN 07143528), as a Director.

Particulars	Number of votes and votes contained in						% of votes
	Remote e-votes		Ballot votes		Total		
	Number	Votes	Number	Votes	Number	Votes	
For	49	8044080	63	19116701	112	27160781	99.95
Against	2	13157	2	21	4	13178	0.05
Abstained/Invalid	0	0	0	0	0	0	0
Total	51	8057237	65	19116722	116	27173959	100.00

Based on the aforesaid result, the resolution was passed with requisite majority. You may accordingly declare the same.



Item No. 10**Type of business: Special Business****Type of resolution: Ordinary Resolution**

Appointment of Mrs. Kavita Prasad (DIN 00319292), as a Director.

Particulars	Number of votes and votes contained in						% of votes
	Remote e-votes		Ballot votes		Total		
	Number	Votes	Number	Votes	Number	Votes	
For	48	8033214	63	19116701	111	27149915	99.91
Against	3	24023	2	21	5	24044	0.09
Abstained/Invalid	0	0	0	0	0	0	0
Total	51	8057237	65	19116722	116	27173959	100.00

Based on the aforesaid result, the resolution was passed with requisite majority. You may accordingly declare the same.

Item No. 11**Type of business: Special Business****Type of resolution: Special Resolution**

Appointment of Mrs. Kavita Prasad, Chief Financial Officer as a Whole-time Director.

Particulars	Number of votes and votes contained in						% of votes
	Remote e-votes		Ballot votes		Total		
	Number	Votes	Number	Votes	Number	Votes	
For	49	8044080	63	19116701	112	27160781	99.95
Against	2	13157	2	21	4	13178	0.05
Abstained/Invalid	0	0	0	0	0	0	0
Total	51	8057237	65	19116722	116	27173959	100.00

Based on the aforesaid result, the resolution was passed with requisite majority. You may accordingly declare the same.

Item No. 12**Type of business: Special Business****Type of resolution: Special Resolution**

Approval to borrow in excess of the paid-up capital and free reserves as per Section 180(1) (c) of the Companies Act, 2013 not exceeding the amount of Rs. 1000 crores.

Particulars	Number of votes and votes contained in						% of votes
	Remote e-votes		Ballot votes		Total		
	Number	Votes	Number	Votes	Number	Votes	
For	47	8043840	63	19116701	110	27160541	99.95
Against	4	13397	2	21	6	13418	0.05
Abstained/Invalid	0	0	0	0	0	0	0
Total	51	8057237	65	19116722	116	27173959	100.00

Based on the aforesaid result, the resolution was passed with requisite majority. You may accordingly declare the same.



Item No. 13**Type of business: Special Business****Type of resolution: Special Resolution**

Authority under Section 180(1)(a) of the Companies Act, 2013 to sell, lease or otherwise dispose off, to mortgage / create charges on the properties of the Company.

Particulars	Number of votes and votes contained in						% of votes
	Remote e-votes		Ballot votes		Total		
	Number	Votes	Number	Votes	Number	Votes	
For	47	8043940	62	19116301	109	27160241	99.95
Against	3	13197	3	421	6	13618	0.05
Abstained/Invalid	1	100	0	0	1	100	0
Total	51	8057237	65	19116722	116	27173959	100.00

Based on the aforesaid result, the resolution was passed with requisite majority. You may accordingly declare the same.

The compliance with the provisions of the Companies Act, 2013 and the rules made thereunder and regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to voting through ballot (whichever and wherever applicable) have been taken care by management of the Company.

All relevant records relating to electronic voting shall remain in my custody until the Chairman considers, approves and signs the Minutes of the 32nd Annual General Meeting and the same shall be handed over to the Chairman / Company Secretary for safe keeping and all relevant records relating to ballot voting have been handed over to Company Secretary of the Company for safe keeping.

Thanking you,

Yours faithfully



Scrutinizer
C.N.Kranthi Kumar
Company Secretary in Practice
FCS No.:9255 .CP No.:13889

Dated: 28.09.2018
Place: Hyderabad

Witnesses signatures

- 1) K.Ujwala : 
2) M.Radha Supriya : 

Dated: 28.09.2018
Place: Hyderabad

Countersigned

For HBL Power Systems Limited



Dr AJ Prasad
Chairman and Managing Director



Dated: 28.09.2018
Place: Hyderabad





HBL POWER SYSTEMS LIMITED

CIN: L40109TG1986PLC006745

Registered Office: 8-2-601, Road 10, Banjara Hills, Hyderabad – 500 034

September 28, 2018

SUMMARY OF PROCEEDINGS OF THE 32ND ANNUAL GENERAL MEETING OF HBL POWER SYSTEMS LIMITED, HELD ON 27TH SEPTEMBER 2018

This is to inform you that the 32nd Annual General Meeting (AGM) of the Company was held on Thursday, 27th September 2018 at KLN Prasad Auditorium, Federation of Telangana and Andhra Pradesh Chambers of Commerce and Industry, Red Hills, Hyderabad – 500 004. The meeting commenced at 4.00 pm and ended at 5.20 pm.

Dr. A J Prasad, Chairman and Managing Director, chaired the meeting and conducted the proceedings after a welcome address by the Company Secretary.

Total shareholders as on record date September 20, 2018 were 48249. Attendance at the AGM was as under:

Category	Promoters and Promoters group	General public	Total number
No of shareholders present	9	89	98
Through proxy	-	6	6
Total	9	95	104

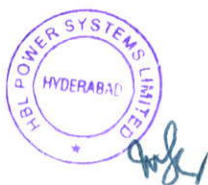
The Chairman declared that required quorum was present and that the meeting was in order. He briefly introduced the Directors present. He also informed the meeting that the statutory auditors, internal auditors, secretarial auditor, Chairman of the Audit Committee were present in the meeting. Required statutory registers were kept open for inspection. The shareholders were informed that voting through ballot papers was made available online and that e-voting was kept open from 0900 hours on September 24, 2018 till 1700 hours on September 26, 2018.

With the consent of the members, the notice convening the AGM, Directors' report and the financial statements for the year ended on 31st March 2018 together with notes and Auditors' report were taken as read. There was no modified opinion in the Auditors' report.

The Chairman gave his speech at the AGM and elaborated on the current operations of the Company and plans for next 3 to 5 years' time. He explained that intense competition in telecom service sector in the recent times caused pressure and price competition in battery business and that the Company is making sustained cost saving efforts to meet such competitiveness. To offset this situation in the long run, the Company is strengthening efforts to augment non-battery businesses in the strategic areas of Railway (Signaling) Electronics, Defence and E-mobility where future opportunities are seen. In a period of 3 to 5 years, it is anticipated they may contribute significantly. He also explained how the Company is geared up for this. The Chairman then addressed the questions from those present in the meeting.

CN Kranthi Kumar, a Company Secretary in Practice (CP 13889) was appointed as a Scrutiniser for the purpose of scrutinising the remote e-voting and voting by ballot at the AGM.

Thereafter, the following resolutions as set out in the notice to AGM were taken up and were passed with requisite majority.



Sl	Resolution description	Type of resolution	Mode of voting	Consolidated result
1	Adoption of audited financial statements (standalone and consolidated) for the financial year 2017-18 ended on 31st March 2018 together with the Directors' Report and the Auditors' Report thereon.	Ordinary	e-voting and poll ballot at AGM	Passed with requisite majority
2	Declaration of dividend @ 25% (ie, Re.0.25 per equity share of Re.1 each) on paid up capital of the Company for the year ended on 31st March 2018.	Ordinary	e-voting and poll ballot at AGM	Passed with requisite majority
3	Reappointed Mr. MSS Srinath (DIN 00319175) as a Director of the Company, who retired by rotation.	Ordinary	e-voting and poll ballot at AGM	Passed with requisite majority
4	Reappointed M/s. Rao & Kumar, Chartered Accountants (FRN 03089S), Visakhapatnam as statutory auditors of the Company who were appointed for a period of 5 years at the 31st AGM in 2017 subject to annual appointment / ratification at every year AGM thereafter.	Ordinary	e-voting and poll ballot at AGM	Passed with requisite majority
5	Approved charges for service of documents on the members through a particular mode as per section 20 of the Companies Act 2013.	Ordinary	e-voting and poll ballot at AGM	Passed with requisite majority
6	Appointed Mr. Karipineni Venkata Sriram (DIN: 00073911), as an Independent Director.	Ordinary	e-voting and poll ballot at AGM	Passed with requisite majority
7	Appointed Mrs. Richa Datta (DIN 08084501) as an Independent (Woman) Director	Ordinary	e-voting and poll ballot at AGM	Passed with requisite majority
8	Appointed Mr. Madireddi Chandra Mohan (DIN: 00633439) as an Independent Director	Ordinary	e-voting and poll ballot at AGM	Passed with requisite majority
9	Appointed Mr. Abhishek G Poddar (DIN 07143528) as a Director	Ordinary	e-voting and poll ballot at AGM	Passed with requisite majority
10	Appointed Mrs. Kavita Prasad (DIN 00319292) as a Director	Ordinary	e-voting and poll ballot at AGM	Passed with requisite majority
11	Appointed Mrs. Kavita Prasad (DIN 00319292) Chief Financial Officer (CFO) as a Whole-time Director and payment of remuneration	Special	e-voting and poll ballot at AGM	Passed with requisite majority
12	Approval to borrow in excess of the paid-up capital and free reserves as per Section 180(1) (c) of the Companies Act, 2013 not exceeding the amount of Rs. 1000 crores.	Special	e-voting and poll ballot at AGM	Passed with requisite majority
13	Authority under Section 180(1)(a) of the Companies Act, 2013 to sell, lease or otherwise dispose off, to mortgage / create charges on the properties of the Company.	Special	e-voting and poll ballot at AGM	Passed with requisite majority

Voting results and other details in prescribed format are being filed separately as per filing requirements. The AGM concluded with a vote of thanks to those present.

Please take the above information on record pursuant to Listing Agreement requirements.

Yours faithfully
For HBL Power Systems Ltd

MVSS Kumar
Company Secretary

