September 28, 2017

To
The Secretary – Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001

To
The Secretary – Listing Department
National Stock Exchange Limited
Exchange Plaza, C-1 Block G,
Bandra Kurla Complex, Bandra East
Mumbai – 400051

Scrip Code: 530381

Dear Sir,

Sub: Proceedings and Voting Results of the 41st Annual General Meeting ("AGM") of the Company

This is to inform that the 41st Annual General Meeting of the Company was held on Thursday, September 28, 2017 at 3:30 p.m. at The Bombay Presidency Golf Club Ltd., Dr. Choithram Gidwani Road, Chembur, Mumbai – 400 074.

In this regard, please find enclosed the following:

1. Summary of the proceedings of the AGM of the Company as required under Regulation 30 Part A of Schedule – III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") - **Annexure - I**

2. Voting results of the business transacted at the AGM, as required under Regulation 44 of the Listing Regulations - **Annexure – II**

3. Consolidated Report of the Scrutinizer dated September 28, 2017 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of Companies (Management and Administration) Rules, 2014 – **Annexure III**

Kindly take the above information on your records and oblige.

Thanking you,

PETRON ENGINEERING CONSTN. LTD. CHEMBUR MUMBAI-71

Yours faithfully,
For Petron Engineering Construction Limited

Ajay Hans
Managing Director
(DIN: 03068249)

Encl.: a/a

Annexure - I

September 28, 2017

To
The Secretary – Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001

To
The Secretary – Listing Department
National Stock Exchange Limited
Exchange Plaza, C-1 Block G,
Bandra Kurla Complex, Bandra East
Mumbai – 400051

Dear Sir,

Sub.: **Outcome of the 41st Annual General Meeting convened on September 28, 2017**

In accordance with under Regulation 30 Part A of Schedule – III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, we write to inform you that the following business, as set out in the notice convening the 41st Annual General Meeting of the members of the Company ("AGM"), were transacted at the AGM held on Thursday, September 28, 2017 at 3:30 p.m. at The Bombay Presidency Golf Club Ltd., Dr. Choithram Gidwani Road, Chembur, Mumbai – 400 074:

Resolution No.	Resolution	Remark
Ordinary Business:		
1.	Adoption of the Audited Standalone and Consolidated Financial Statement for the year ended March 31, 2017 together with the reports of Directors and Auditors thereon.	The resolution was passed with requisite majority

PETRON ENGINEERING CONSTN. LTD. CHEMBUR MUMBAI-71

2.	Appointment of Director in place of Mr. Ravi Keswani (DIN: 00034756), who retires by rotation and being eligible, offers himself for re-appointment.	The resolution was passed with requisite majority
3.	Ratification of appointment of M/s Lodha & Co., Chartered Accountants (ICAI Firm Registration No. 301051E) as Statutory Auditors of the Company and to fix their remuneration.	The resolution was passed with requisite majority

The voting on all the above resolutions was conducted through electronic means and physical ballots pursuant to Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The voting results as per regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed as **"Annexure - II"**.

You are requested to take note of the same and bring it to the notice of all concerned.

Kindly acknowledge receipt.

Thanking you,

Yours faithfully,

For Petron Engineering Construction Limited

Ajay Hans
Managing Director
(DIN: 03068249)

PETRON ENGINEERING CONSTN. LTD. CHEMBUR MUMBAI-71

Encl.: a/a

Annexure - II

PETRON ENGINEERING CONSTRUCTION LIMITED

41st Annual General Meeting (AGM) Voting Results

Date of the AGM	Thursday, September 28, 2017
Total Number of Shareholders on record date (Cut-off date for e-voting – September 22, 2017)	6188
No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	 5463203 10768
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	Not arranged



Petron Engineering Construction Limited

Resolution Required : (Ordinary)			1 - Adoption of Financial Statements for the year ended March 31, 2017					
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	5463203	0	0.0000	0	0	0.0000	0.0000
	Poll		5463203	100.0000	5463203	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**5463203**	**100.0000**	**5463203**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	2850	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**0**	**0.0000**	**0**	**0**	**0.0000**	**0.0000**
Public Non Institutions	E-Voting	2072347	1362	0.0657	1242	120	91.1894	8.8106
	Poll		10752	0.5188	10752	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**12114**	**0.5845**	**11994**	**120**	**99.0094**	**0.9906**
Total		**7538400**	**5475317**	**72.6323**	**5475197**	**120**	**99.9978**	**0.0022**



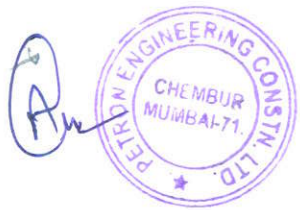
Petron Engineering Construction Limited

Resolution Required : (Ordinary)			2 - Re-appointment of Mr. Ravi Keswani, who retires by rotation.					
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	5463203	0	0.0000	0	0	0.0000	0.0000
	Poll		5463203	100.0000	5463203	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**5463203**	**100.0000**	**5463203**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	2850	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**0**	**0.0000**	**0**	**0**	**0.0000**	**0.0000**
Public Non Institutions	E-Voting	2072347	1362	0.0657	1242	120	91.1894	8.8106
	Poll		10752	0.5188	10752	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**12114**	**0.5845**	**11994**	**120**	**99.0094**	**0.9906**
Total		**7538400**	**5475317**	**72.6323**	**5475197**	**120**	**99.9978**	**0.0022**



Petron Engineering Construction Limited

Resolution Required : (Ordinary)			3 - Ratification of appointment of M/s. Lodha & Co., as Independent Auditors & fixing their remuneration for the F.Y. 2017-18.					
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	5463203	0	0.0000	0	0	0.0000	0.0000
	Poll		5463203	100.0000	5463203	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**5463203**	**100.0000**	**5463203**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	2850	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**0**	**0.0000**	**0**	**0**	**0.0000**	**0.0000**
Public Non Institutions	E-Voting	2072347	1362	0.0657	1242	120	91.1894	8.8106
	Poll		10752	0.5188	10752	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**12114**	**0.5845**	**11994**	**120**	**99.0094**	**0.9906**
Total		**7538400**	**5475317**	**72.6323**	**5475197**	**120**	**99.9978**	**0.0022**



FORM No. MGT - 13

Report of Scrutinizer(s)

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Of Forty first Annual General Meeting of the Equity Shareholders
of
Petron Engineering Construction Limited
(CIN L45202MH1976PLC019135)
held on 28th September, 2017
at The Bombay Presidency Golf Club Ltd., Dr. Choithram Gidwani Road,
Chembur, Mumbai– 400 074

Dear Sir,

We, Pradeep Kumar Purwar of PRADEEP PURWAR & ASSOCIATES, Practicing Company Secretaries and Mrs. Alka Shah a Shareholder of the Company (DP ID: IN30001110251268) appointed as Scrutinizers for the purpose of poll taken on below mentioned resolution(s), at the Annual General Meeting of the Equity Shareholders of Petron Engineering Construction Limited, at The Bombay Presidency Golf Club Ltd., Dr. Choithram Gidwani Road, Chembur, Mumbai– 400 074, submit our Report as under:

1. On completion of Poll by the members of the Company, Link Intime India Private Limited (Registrar and Transfer Agents of the Company) provided us with the voting results.

2. The votes were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

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

4. The result of the Poll is given in annexure.

Pradeep Purwar & Associates C.P. No 5918 Company Secretaries

G-504, Virai, Kanchanpushpa Complex, Ghodbunder Road,
Opp Suraj Water Park, Thane (West) - 400 615, Maharashtra, India.
Telefax : 91-22-2597 3004 • M : 098209 54978 • E-mail : pradeep.purwar@csppa.in • Website : www.csppa.in

5. Soft copy of the List of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution has been emailed to the Company Secretary of the Company.

Thanking you,

Scrutinizer
For Pradeep Purwar & Associates
Company Secretaries

Pradeep Purwar & Associates C.P. No 5918 Company Secretaries

Pradeep Kumar Purwar
Proprietor
Membership No.: FCS: 5769
Certificate of Practice No.: 5918

Date: 28th September, 2017

Place: Mumbai

Scrutinizer
Mrs. Alka Shah
Shareholder of the Company
(DP ID: IN30001110251268)

A. N. Shah.

Date: 28th September, 2017

Place: Mumbai

PETRON ENGINEERING CONSTN. LTD. CHEMBUR MUMBAI-71.

Ajay Hans

(Chairman of the Meeting)

Annexure

Details of the Ballot Forms

A	**Ballot Forms**	No. of Forms	No. of votes contained in the forms
1	Number of Forms received from Members	31	5473955
2	Number of Forms rejected or considered invalid	0	0
	Total Number of valid Forms	**31**	**5473955**

Pradeep Purwar & Associates
C.P. No 5918
Company Secretaries

Analysis of Results

Agenda Item No.	**1**		
Subject	To receive, consider and adopt the audited Financial Statements of the Company for the year ended 31st March, 2017 and the Reports of the Board of Directors and the Auditors of the Company.		
Type of Resolution	Ordinary		
Particulars	Number of Ballot Forms	Number of Votes contained in Ballot Forms	Percentage
Assent	31	5473955	100
Dissent	0	0	0
Total	**31**	**5473955**	**100**

Agenda Item No.	**2**		
Subject	To appoint Director in place of Mr. Ravi Keswani, (DIN: 00034756) who retires by rotation and being eligible, offers himself for re-appointment		
Type of Resolution	Ordinary		
Particulars	Number of Ballot Forms	Number of Votes contained in Ballot Forms	Percentage
Assent	31	5473955	100
Dissent	0	0	0
Total	**31**	**5473955**	**100**

Pradeep Purwar & Associates
C.P No 5918
Company Secretaries

Agenda Item No.	**3**		
Subject	To ratify appointment of M/s Lodha & Co., Chartered Accountants, New Delhi, (Registration No. 301051E) as Independent Auditors of the Company to hold office until the conclusion of the 44th Annual General Meeting at a remuneration as may be agreed upon between the Auditors and the Board of Directors		
Type of Resolution	Ordinary		
Particulars	Number of Ballot Forms	Number of Votes contained in Ballot Forms	Percentage
Assent	31	5473955	100
Dissent	0	0	0
Total	**31**	**5473955**	**100**

Pradeep Purwar & Associates
C.P No 5918
Company Secretaries

Petron Engineering Construction Limited

Forty first Annual General Meeting – 28.09.2017

Consolidated Results of E-Voting and Poll at the AGM on Item No.1 – Ordinary Resolution

To receive, consider and adopt the audited Financial Statements of the Company for the year ended 31st March, 2017 and the Reports of the Board of Directors and the Auditors of the Company.

Particulars	Number of			Number of Votes contained in			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
Assent	7	31	38	1242	5473955	5475197	99.99%
Dissent	1	0	1	120	0	120	0.01%
Abstain	0	0	0	0	0	0	0
Total	8	31	39	1362	5473955	5475317	100%

Accordingly, out of total of 5475317 E-Votes and Poll; 5475197 votes were cast **ASSENTING** to the Ordinary Resolution constituting 99.99% of the votes polled; 120 votes were cast **DISSENTING** to the Ordinary Resolution constituting 0.01% of the votes polled on the Ordinary Resolution.

Thus, the **Ordinary Resolution** as contained in Item No. 1 is passed with **requisite majority**.

For Pradeep Purwar & Associates
Company Secretaries

Pradeep Purwar & Associates C.P. No 5918 Company Secretaries

Pradeep Kumar Purwar
Proprietor
Membership No.: FCS: 5769
Certificate of Practice No.: 5918

Date: 28th September, 2017
Place: Mumbai

G-504, Virai, Kanchanpushpa Complex, Ghodbunder Road,
Opp Suraj Water Park, Thane (West) - 400 615, Maharashtra, India.
Telefax : 91-22-2597 3004 • M : 098209 54978 • E-mail : pradeep.purwar@csppa.in • Website : www.csppa.in

Consolidated Results of E-Voting and Poll at the AGM on Item No.2 – Ordinary Resolution

To appoint Director in place of Mr. Ravi Keswani, (DIN: 00034756) who retires by rotation and being eligible, offers himself for re-appointment

Particulars	Number of			Number of Votes contained in			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
Assent	7	31	38	1242	5473955	5475197	99.99%
Dissent	1	0	1	120	0	120	0.01%
Abstain	0	0	0	0	0	0	0
Total	8	31	39	1362	5473955	5475317	100%

Accordingly, out of total of 5475317 E-Votes and Poll; 5475197 votes were cast **ASSENTING** to the Ordinary Resolution constituting 99.99% of the votes polled; 120 votes were cast **DISSENTING** to the Ordinary Resolution constituting 0.01% of the votes polled on the Ordinary Resolution.

Thus, the **Ordinary Resolution** as contained in Item No. 2 is passed with **requisite majority**.

For Pradeep Purwar & Associates
Company Secretaries

Pradeep Purwar & Associates ★ C.P. No 5918 ★ Company Secretaries

Pradeep Kumar Purwar
Proprietor
Membership No.: FCS: 5769
Certificate of Practice No.: 5918

Date: 28th September, 2017
Place: Mumbai

Consolidated Results of E-Voting and Poll at the AGM on Item No.3 – Ordinary Resolution

To ratify appointment of M/s Lodha & Co., Chartered Accountants, New Delhi, (Registration No. 301051E) as Independent Auditors of the Company to hold office until the conclusion of the 44th Annual General Meeting at a remuneration as may be mutually agreed between the Auditors and the Board of Directors

Particulars	Number of			Number of Votes contained in			Percentage
	E-Votes	Poll	Total	E-Votes	Poll	Total	
Assent	7	31	38	1242	5473955	5475197	99.99%
Dissent	1	0	1	120	0	120	0.01%
Abstain	0	0	0	0	0	0	0
Total	8	31	39	1362	5473955	5475317	100%

Accordingly, out of total of 5475317 E-Votes and Poll; 5475197 votes were cast **ASSENTING** to the Ordinary Resolution constituting 99.99% of the votes polled; 120 votes were cast **DISSENTING** to the Ordinary Resolution constituting 0.01% of the votes polled on the Ordinary Resolution.

Thus, the **Ordinary Resolution** as contained in Item No. 3 is passed with **requisite majority**.

For Pradeep Purwar & Associates
Company Secretaries

Pradeep Purwar & Associates ★ C.P. No 5918 ★ Company Secretaries

Pradeep Kumar Purwar
Proprietor
Membership No.: FCS: 5769
Certificate of Practice No.: 5918

Date: 28th September, 2017
Place: Mumbai