

100/510/005/

November 21, 2016

To,

Bombay Stock Exchange Ltd.,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001.

The National Stock Exchange of India Ltd.
Exchange Plaza,
Bandra-Kurla Complex,
Mumbai 400 051

Company Code No. 531120

Company Code: PATELENG/EQ

Dear Sirs,

Sub: Postal Ballot results

This is to inform you that pursuant to Section 110 of the Companies Act, 2013 read with rule 22 and 20 of the Companies (Management and Administration) Rules, 2014 the Company has conducted Postal Ballot process vide its Postal Ballot Notice dated October 14, 2016 for seeking assents/dissent to the special resolutions provided in the Postal Ballot Notice.

The Board has appointed Mr. Makarand Joshi from M/s. Makarand M. Joshi & Co., Practising Company Secretaries, to act as scrutinizer for the Postal Ballot process. The voting on Postal Ballot was commenced from October 20, 2016, 10 a.m. to November 18, 2016, 5 p.m. The Postal Ballots were duly scrutinized by the scrutinizer and the report submitted thereon on November 21, 2016.

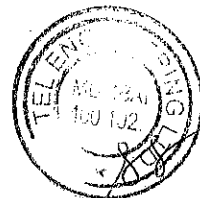
In terms of the provisions of Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we reproduced below voting results (both e-voting and voting through Ballot Forms) of the business which were transacted by means of Postal Ballot as set out in the Postal Ballot Notice dated October 14, 2016.

The Special Resolutions as mentioned in the aforementioned Notice were passed by requisite majority enclosed herewith is the result of the postal Ballot along with the scrutinizer report dated November 21, 2016.

The date of declaration of result is November 21, 2016.

The total number of shareholders on record date (i.e. October 7, 2016) is 56,273.

Result of the Postal Ballot (e-voting and voting through Postal Ballot Forms) is as under:



REGD. OFFICE :

Patel Estate Road, Jogeshwari (W), Mumbai - 400 102, India
Phone +91 22 26767500, 26782916 • Fax +91 22 26782455, 26781505
E-mail headoffice@pateleng.com www.pateleng.com

Resolution No. 1: Special Resolution
 Re-classification of Authorised Share Capital of the Company.

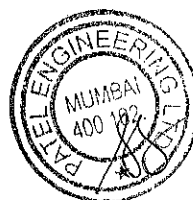
Category	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		-1	-2	(3)= [(2)/(1)]*100	-4	-5	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	38883431	38183081	98.20	38183081	0	100.00	0.0000
	Postal Ballot		0	0	0	0	0	0
	Total		38183081	98.20	38183081	0	100.00	0.0000
Public – Institutional holders	E-Voting	9724352	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institution	E-Voting	28198499	913871	3.24	786166	127705	86.03	13.97
	Postal Ballot		204117	0.72	155427	48690	76.15	23.85
	Total		1117988	3.96	941593	176395	84.22	15.78
Total		76806282	39301069	51.17	39124674	176395	99.55	0.45

*No. of votes polled does not include 'No. of votes invalid' and 'no. of votes abstain'.

Resolution No. 2: Special Resolution
 To Issue Equity Shares to Lenders pursuant to Strategic Debt Restructuring Scheme issued by RBI.

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	38883431	38183081	98.20	38183081	0	100.00	0.00
	Postal Ballot		0	0	0	0	0	0
	Total		38183081	98.20	38183081	0	100.00	0.00
Public – Institutional holders	E-Voting	9724352	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institution	E-Voting	28198499	913871	3.24	427842	486029	46.82	53.18
	Postal Ballot		204117	0.72	146907	56860	71.97	27.86
	Total		1117988	3.96	574749	542889	51.41	48.56
Total		76806282	39301069	51.17	38757830	542889	98.62	1.38

*No. of votes polled does not include 'No. of votes invalid' and 'no. of votes abstain'.



No promoter or any person from promoter group is interested in the aforesaid special resolutions except to the extent of their shareholding.

You are requested to take the same in your records.

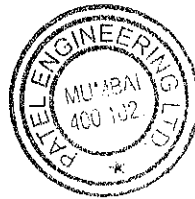
Thanking you,

Yours truly,

For Patel Engineering Ltd.

Shobha Shetty

Shobha Shetty
Company Secretary
Encl: as above



MAKARAND M. JOSHI & CO.

Company Secretaries

"Ecstasy, 803/804, 9th Floor, Citi of Joy, J.S.D Road, Mulund (West), Mumbai – 400080

Scrutinizer Report

To
The Chairman,
Patel Engineering Limited
Patel Estate Road,
Jogeshwari (West),
Mumbai 400102

Dear Sir,

Ref: Scrutinizer's Report on voting through Postal Ballot including voting through electronic means in terms of Section 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management & Administration) Rules, 2014.

- A. Pursuant to the circular resolution passed by the Board of Directors of **Patel Engineering Limited** (hereinafter referred as "the Company") on 14th October 2016. I, Makarand Joshi, Partner of M/s. Makarand M. Joshi & Co., Practicing Company Secretary, have been appointed as a Scrutinizer to receive, process and scrutinize the postal ballot process in respect of the Special Resolution set out in the Postal Ballot Notice dated 14th October, 2016 ("Notice")
- B. Members approval was sought on the following Special Businesses:
 - i. **Re – Classification of Authorised Share Capital of the Company**
 - ii. **Issue Equity Shares to Lenders pursuant to Strategic Debt Restructuring Scheme issued by RBI.**
- C. As required under Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, the Company completed dispatch of Notice along explanatory statement and postal ballot form on 18th October, 2016.
- D. The voting period commenced on 20th October, 2016 (10:00 a.m.) and ended on 18th November, 2016 (5:00 p.m.) for voting through postal ballot form as well as through e-voting.
- E. The remote e-voting facility was provided by Central Depository Services (India) Limited ("CDSL")
- F. Particulars of postal ballot forms received including the votes cast through remote e-voting have been entered in the Register separately maintained for the purpose.
- G. The physical postal ballot forms were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.



- H.** The e-voting were unblocked at 5:00 p.m. on 18th November, 2016 and the e-voting summary statement was downloaded from e-voting website of CDSL.
- I.** All ballot forms received / votes cast up to 5:00 p.m. on 18th November, 2016 being the last date and time fixed by the Company for said purpose were considered for scrutiny.
- J.** I did not find any defaced or mutilated ballot form and all the invalid postal ballot forms were marked and segregated.



K. Result of the Postal Ballot (e-voting and voting through Postal Ballot Forms) is as under :
Resolution Item No. 1: Special Resolution

Re – Classification of Authorised Share Capital of the Company

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	38883431	38183081	98.20	38183081	0	100.00	0
	Postal Ballot		0	0	0	0		
	Total		38183081	98.20	38183081	0	100.00	0
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	Postal Ballot		0	0	0	0	0	
	Total		0	0	0	0	0	
Public- Non Institution	E-Voting	28198499	913871	3.24	786166	127705	86.03	13.97
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	Total		1117988	3.96	941593	176395	84.22	15.78
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Resolution Item No. 2: Special Resolution

Issue Equity Shares to Lenders pursuant to Strategic Debt Restructuring Scheme issued by RBI.

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	$\frac{[(2)/(1)]*100}{(3)=}$	4	5	$\frac{[(4)/(2)]*100}{(6)=}$	$\frac{[(5)/(2)]*100}{(7)=}$
Promoter and Promoter Group	E-Voting	38883431	38183081	98.20	38183081	0	100.00	0
	Postal Ballot		0	0	0	0	0	
	Total		38183081	98.20	38183081	0	100.00	0
Public – Institutional holders	E-Voting	9724352	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	
	Total		0	0	0	0	0	
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For Makarand M. Joshi & Co.,
Practicing Company Secretaries

Makarand Joshi
Partner
CP No. 3662
Place: Mumbai
Date: 21st November, 2016

