



PENNAR INDUSTRIES LIMITED

Letter No. PIL/PB/2016-17/02

Dated: 2nd December, 2016

Place: Hyderabad

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai - 400 001 K.A.: Ms. Ishwari Vaidya Scrip Code: 513228	The National Stock Exchange of India Limited Bandra Kurla Complex Bandra East Mumbai - 400 051 K.A.: Ms. Snehal Scrip Code : PENIND	Metropolitan Stock Exchange Limited Exchange Square, CTS No.255 Suren Road, Andheri (East) Mumbai - 400 093 K.A.: Mr. Raviraj Nirbhawane Scrip Code : PENIND
The Vice President Audit Inspection and Compliance Central Depository Services (I) Ltd P. J Towers, 28 th Floor, Dalal Street, Mumbai - 400023	The Vice President Audit Inspection and Compliance National Securities and Depository Limited Trade World, Kamala Mills Compound Lower Parel Mumbai - 400013	Mr. K S Reddy Karvy Computershare Pvt Ltd Karvy Selenium, Tower B, Plot number 31 & 32, Financial District Gachibowli, Hyderabad 500 032

Dear Sir/Madam,

Sub: Fixation Cut-of date for sending Postal Ballot Notice to the shareholders - reg.

Ref: Our letter dated 1st December, 2016

With reference to the subject cited above, we hereby inform you that the Board has fixed cut-of date as 9th December, 2016 for determining the shareholders who are eligible to receive the Postal Ballot Notice. In compliance with the provisions of the listing regulations the following information is provided.

- Cut-of date Friday the 9th December 2016.
- Purpose: Dispatch of Postal Ballot Notice for making investments in excess of the limits prescribed under Section 186 of the Companies Act, 2013.

The copy of the Postal Ballot Notice is attached herewith for your record.

Thanking you,

Yours faithfully,

for Pennar Industries Limited

Mirza Mohammed Ali Baig
Company Secretary & Compliance Officer



Manufacturers of Cold Roll Formed Sections, Cold Rolled Steel Strips, Metal Crash Barriers, Industrial Components, ERW and Precision Tubes, Solar Mounting Structures & Hydraulic Cylinders

Corp.Office & Works: IDA, Patancheru – 502 319, Medak District, Telangana State, INDIA

Tel: +91 8455 242184 to 242193, Fax: +91 8455 242424 / 242161, E-mail: pilhyd@bsnl.in, Website: www.pennarindia.com

Regd.Office: 3rd Floor, DHFLVC Silicon Towers, Kondapur, Hyderabad – 500 084.

Tel: +91 40 4006 1621 to 24, Fax: +91 40 4006 1618

CIN No: L27109AP1975PLC001919



PENNAR INDUSTRIES LIMITED

CIN No. L27109AP1975PLC001919

Regd. Office: Floor No. 3, DHFLVC Silicon Towers, Kondapur, Hyderabad - 500084

Tel No. 40 4006 1623, e-Mail ID : corporatecommunications@pennarindia.com

Website: www.pennarindia.com,

POSTAL BALLOT NOTICE

[Pursuant to Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014]

Dear Members,

Notice is hereby given pursuant to Section 110 and other applicable provisions of the Companies Act, 2013 (the act), if any, read together with the Companies (Management and Administration) Rules, 2014, (including any statutory modification or re-enactment thereof for the time being in force), that the resolution appended below is proposed to be passed as Special Resolution by way of Postal Ballot/evoting:

Item No # 1 Approval for Investments / Loans / Guarantees / Securities

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the Section 186 read with the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof for the time being in force), the consent of the shareholders be and is hereby accorded to give any loans/any other form of debt to any person or other body corporate and / or to give guarantee and / or to provide security in connection with a loan/any other form of debt to any other body corporate or person and to make investment or acquire by way of subscription, purchase or otherwise the securities of any other body corporate whether Indian or overseas up to maximum limit for an amount not exceeding Rs. 815,00,00,000 /- (Rupees Eight Hundred and Fifteen Crores Only) outstanding at any time notwithstanding that such investments, outstanding loans given or to be given and guarantees and security provided are in excess of the limits prescribed under Section 186 of the Companies Act, 2013.”

“RESOLVED FURTHER THAT the Board of Directors (the Board) or any Committee formed for the purpose thereof by the Board of the Company be and is hereby authorized to take from time to time all decisions in respect of the aforesaid purpose and to do and perform all such acts, deeds, matters and things as may be necessary in order to give effect to the aforesaid resolution.”

for Pennar Industries Limited

Sd/-

Mirza Mohammed Ali Baig

Company Secretary & Compliance Officer

M. No. ACS 29058

Date: 30.11.2016

Place: Hyderabad

NOTES :

1) In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (LODR) Regulations 2015, the Members are informed that the Company is pleased to offer 'Remote e-voting' facility as an alternative mode of voting which will enable the Members to cast their votes electronically. Necessary arrangements have been made by the Company with Karvy Computershare Private Limited (Karvy) to facilitate remote e-voting. Remote e-voting is optional and Members shall have the option to vote either through remote e-voting or through Postal Ballot Form. The detailed procedure with respect to remote e-voting is mentioned below. For the aforesaid purpose, the Board of Directors has appointed Mr. Subhash Kishan Kandrapu, Practicing Company Secretary, as Scrutinizer for scrutinizing the Remote e-voting process as well as voting through Postal Ballot Form in a fair and transparent manner.

- 2) The Statement as required under Section 102 of the Companies Act, 2013 is annexed to this Notice. A Postal Ballot Form is also enclosed.
- 3) The voting commences on December 13, 2016. The Members are requested to note that:
 - (a) Duly completed Postal Ballot Form should reach the Scrutinizer before 5:30 p.m. on January 11, 2017. Postal Ballot Forms received after the said time and date will be strictly treated as if the reply from such Members has not been received.
 - (b) Similarly, the Remote e-voting needs to be exercised before 5:30 p.m. on January 11, 2017. Please note that Remote e-voting module will be disabled for Voting after the said time and date.
- 4) Any Member who has not received the Postal Ballot Form may download it from the website of the Company www.pennarindia.com or write to the Company/ Registrar & Share Transfer Agents (RTA) of the Company for obtaining a duplicate form.
- 5) The Member cannot vote both by post and e-voting and if he votes both by post and e-voting, his voting by post shall be treated as invalid.
- 6) A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on cut-off date of December 09, 2016 only shall be entitled to avail the facility of remote e-voting or Voting by Postal Ballot.
- 7) A person who is not a Member as on the cut-off date of December 09, 2016 should treat this Notice for information purposes only.
- 8) The Notice is being sent to all the Members whose names appear in the Register of Members / Beneficiary Position maintained by the Depositories as on December 09, 2016. Voting rights shall be reckoned on the paid up value of the shares registered in the names of the Members as on December 09, 2016.
- 9) In accordance with the provisions of the Companies Act, 2013, read with Rules 18 and 22 of the Companies (Management and Administration) Rules, 2014, the Postal Ballot Notice is being sent by email to those Members who have registered their email addresses with their Depository Participants (in case of shares held in demat form) or with the Company's Registrar and Share Transfer Agent (in case of shares held in physical form). For Members whose email IDs are not registered, physical copies of the Postal Ballot Notice are being sent by permitted mode (i.e. through registered or speed post or through courier), along with a postage-prepaid self-addressed Business Reply Envelope.
- 10) Members holding shares in physical form should inform the Company's Registrar and Transfer Agents, M/s. Karvy Computershare Private Limited of any change in their registered address, mandate/bank details/e-mail address. Similarly, Members holding shares in electronic form should inform their Depository Participants (DP) of any change in their registered address, mandate/bank details/e-mail address. Members holding shares in physical form are requested to convert their shares into dematerialized form in their own interest and for their convenience.
- 11) In the event of any grievance relating to remote e-voting, the Members/Beneficial owners may contact the following: Mr. Rajeev Kumar, Deputy Manager Corporate Registry, Karvy Computershare Private Limited, E-mail: rajeev.kr@karvy.com, Helpdesk: 040 - 67161524.
- 12) The Resolution, if passed by requisite majority, shall be deemed to have been passed on the last date specified by the Company for receipt of duly completed postal ballot forms or e-voting i.e. January 11, 2017.

