



PENNAR INDUSTRIES LIMITED

Letter No. PIL/PB/2015-16/03

Dated: 31st December, 2015

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 |
|--|--|--|

Dear Sir/Madam,

Sub : Declaration of Results of the Postal Ballot under Regulation 44 of the SEBI (Listing Obligation and Disclosure requirements) Regulations, 2015 (LODR)

The Board of Directors of the Company had sought the approval of the shareholders of the company through Postal Ballot process pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 by way of special resolution for making the investments in excess of the limits prescribed under Section 186 of the Companies Act, 2013 read with rules made thereunder.

Mr. S Chidambaram, Practicing Company Secretary (FCS: F3935 CP No. 2286) was appointed as Scrutinizer for conducting the postal ballot process and has submitted his report dated 31st December, 2015 is enclosed herewith. Pursuant to regulation 44 of LODR, pls find annexed the details of the voting results of the postal ballot

| | |
|---|---------------------------------|
| Date of passing of the resolution through Postal Ballot | 30 th December, 2015 |
| Total No. of shareholders as on cutoff date for e-voting purpose 20.11.2015 | 40,335 |
| No of Shareholders Present in the Meeting either in person or through proxy: Promoter and Promoter Group: Public: | Not Applicable |
| No. of shareholders attended the meeting through Video Conferencing: | Not Applicable |

Agenda wise disclosure (to be disclosed separately for each item)

| Item No. | Resolution required: Special/Ordinary | Resolution | Mode of voting |
|----------|---------------------------------------|--|------------------------------|
| 1. | Special | Making investments in excess of the limits prescribed under Section 186(2) of the Companies Act, 2013. | e-Voting and Physical Voting |

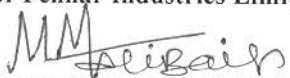
Whether promoter/promoter group are interested in the agenda/resolution? NO

The combined results of voting through electronic mode and through postal ballot form are enclosed as annexure-A. Kindly take the aforesaid information on record.

We hereby inform you that the said special resolution has been approved with requisite majority.

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

Annexure - A

| Item No. | Subject matter of the Resolution | Particulars | 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 |
| 1. | Making investments in excess of the limits prescribed under Section 186(2) of the Companies Act, 2013. | Promoter and Promoter Group | 4,37,56,940 | 4,34,53,740 | 99.3071 | 4,34,53,740 | 0 | 100 | 0 |
| | | Public-Institutional Holders | 3,40,34,060 | 1,72,27,434 | 67.9528 | 1,21,38,080 | 50,89,354 | 70.4578 | 29.5421 |
| | | Public-Others | 4,25,58,514 | 88,989 | 0.1737 | 86,253 | 2,736 | 96.9254 | 3.0745 |
| | | Total | 12,03,49,514 | 6,07,70,163 | 50.4947 | 5,56,78,073 | 50,92,090 | 91.6207 | 8.3793 |

Notes:

- a. Mode of voting: e-Voting and voting by poll process.
- d. Percentage of votes in favour and against is calculated on the basis of valid votes.
- e. Based on the Report of the Scrutinizer(s), the Resolutions as set out in the Postal Ballot Notice dated 9th November, 2015 have been duly approved by the Shareholders with requisite majority.

Annexure-A to Letter dated: 31.12.2015
Date : 31.12.2015
Place: Hyderabad

for Pennar Industries Limited



Mirza Mohammed Ali Baig
Company Secretary & Compliance Officer





S. CHIDAMBARAM
B.Com., LLB., F.C.S., A.I.C.W.A
Company Secretary in Practice

#6-3-855/10/A, Flat No. 4A, Sampathji Apartments,
Near Niraj Public School,
Lane Opp.to Green Park Hotel,
Ameerpet, Hyderabad - 500 016 (India)
Phone : 91-40-23413376, Fax : 040-23410449
Email : schid285@gmail.com

REPORT OF THE SCRUTINIZER

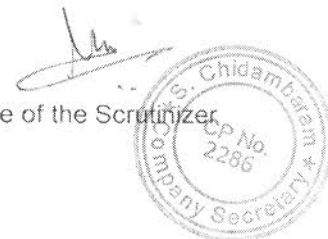
To
The Chairman
PENNAR INDUSTRIES LIMITED

**Total Voting results of the Postal ballot of the Equity Shareholders of
PENNAR INDUSTRIES LIMITED**

| | | | | |
|---|--|---|--|--|
| 1 | Name of the Company | PENNAR INDUSTRIES LIMITED (L27109AP1975PLC001919) | | |
| 2 | Address of the Registered Office | Floor No. 3, DHFLVC Silicon Towers, Kondapur, Hyderabad - 500084 | | |
| 3 | Name of the Scrutinizer | S. Chidambaram Practicing Company Secretary | | |
| 4 | Address of the Scrutinizer | Flat No. 4A, Sampathji Apartments, 6-3-855/10/A, Lane opp. To Green Park Hotel, Near Niraj Public School, Ameerpet, Hyderabad – 500016. | | |
| 5 | Date of Dispatch of the notice of the Postal Ballot | Physical Ballot Dispatch 26.11.2015 and E-voting started on 01.12.2015 | | |
| 6 | Total No of members responded | 5 Physical and 39 by E-voting | | |
| 7 | Total No of votes/shares received | 6,09,32,495 | | |
| 8 | Resolution: Making investment in excess of the limits prescribed under Section 186(2) of the Companies Act, 2013. | | | |
| | No of votes/shares received in favour of the Resolution (%) | No of votes/shares received against the resolution (%) | Neutral/Invalid/Abstain votes (%) | |
| Physical | 81,200 | 0 | 0 | |
| E-Voting | 5,55,96,873 | 50,92,090 | 1,62,332 | |
| Total | 5,56,78,073 (91.62) | 50,92,090 (8.38) | 1,62,332 | |
| | No of Shareholders voted in favour of the resolution | No of Shareholders Voted against the resolution | No. of Shareholders Votes Neutral/Invalid/Abstain | |
| | 39 | 4 | 1 | |
| Result: The resolution is passed with requisite majority | | | | |

Date: 31.12.2015
Place: Hyderabad

Signature of the Scrutinizer





S. CHIDAMBARAM
B.Com., LLB., F.C.S., A.I.C.W.A
Company Secretary in Practice

#6-3-855/10/A, Flat No. 4A, Sampathji Apartments,
Near Niraj Public School,
Lane Opp.to Green Park Hotel,
Ameerpet, Hyderabad - 500 016 (India)
Phone : 91-40-23413376, Fax : 040-23410449
Email : schid285@gmail.com

REPORT OF THE SCRUTINIZER

To
The Chairman
PENNAR INDUSTRIES LIMITED

**E-Voting results of the Postal ballot of the Equity Shareholders of
PENNAR INDUSTRIES LIMITED**

Dear Sir,

I, S. Chidambaram (Practicing Company Secretary) appointed as Scrutinizer for the purpose of the E-Voting taken on the below mentioned resolution, for **PENNAR INDUSTRIES LIMITED** submit our report as under:

1. E Voting started on 01.12.2015 till 30.12.2015
2. The result of the E Voting is as under:

(A) **RESOLUTION**—Making investment in excess of the limits prescribed under Section 186(2) of the Companies Act, 2013.

(i) Voted in favour of the resolution:

| Number of members present and voting | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------------------|------------------------------|---------------------------------------|
| 34 | 5,55,96,873 | 91.61% |

(ii) Voted against the resolution:

| Number of members present and voting | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------------------|------------------------------|---------------------------------------|
| 4 | 50,92,090 | 8.39% |

(iii) Invalid votes:

| Number of members present and voting | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------------------|------------------------------|---------------------------------------|
| 1 | 1,62,332 | 0 |

Date: 31.12.2015
Place: Hyderabad

Signature of the Scrutinizer





S. CHIDAMBARAM
B.Com., LL.B., F.C.S., A.I.C.W.A
Company Secretary in Practice

#6-3-855/10/A, Flat No. 4A, Sampathji Apartments,
Near Niraj Public School,
Lane Opp.to Green Park Hotel,
Ameerpet, Hyderabad - 500 016 (India)
Phone : 91-40-23413376, Fax : 040-23410449
Email : schid285@gmail.com

REPORT OF THE SCRUTINIZER

To
The Chairman
PENNAR INDUSTRIES LIMITED

**Physical ballot results of the Postal ballot of the Equity Shareholders of
PENNAR INDUSTRIES LIMITED**

| | | | |
|---|--|---|--|
| 1 | Name of the Company | PENNAR INDUSTRIES LIMITED (L27109AP1975PLC001919) | |
| 2 | Address of the Registered Office | Floor No. 3, DHFLVC Silicon Towers, Kondapur, Hyderabad - 500084 | |
| 3 | Name of the Scrutinizer | S. Chidambaram Practicing Company Secretary | |
| 4 | Address of the Scrutinizer | Flat No. 4A, Sampathji Apartments, 6-3-855/10/A, Lane opp. To Green Park Hotel, Near Niraj Public School, Ameerpet, Hyderabad – 500016. | |
| 5 | Date of Dispatch of the notice of the Postal Ballot | 26.11.2015 | |
| 6 | Total No of members responded | 5 | |
| 7 | Total No of votes/shares received | 81,200 | |
| 8 | Resolution: Making investment in excess of the limits prescribed under Section 186(2) of the Companies Act, 2013. | | |
| | No of votes/shares received in favour of the resolution (%) | No of votes/shares received against the resolution (%) | Neutral/Invalid/Abstain votes (%) |
| | 81,200 (100.00) | 0 (0) | 0 |
| | No of Shareholders voted for the resolution | No of Shareholders Voted against the resolution | No. of Shareholders Votes Neutral/Invalid/Abstain |
| | 5 | 0 | 0 |

Date: 31.12.2015
Place: Hyderabad

Signature of the Scrutinizer

