

Panyam Cements & Mineral Industries Limited

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Central Administrative Office :
Plot No. 188, 1st Floor,
Phase - II, Kamalapuri Colony,
Hyderabad-500 073. A.P. INDIA.

**59TH Annual General Meeting held on Saturday, September, 26th, 2015 at 11.45 A.M. at
Regd. Office C-1 Industrial Estate , Bommalasatram, Nandyal -518 502. Kurnool Dist,A.P.**

DECLARATION OF RESULTS ON RMOTE E- VOTING AND POLLING PAPER.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the rules prescribed there under and in accordance with the Listing Agreement, the Company has provided e-voting facility to its members to cast their votes electronically on all the resolutions mentioned in the Notice of the 59th Annual General Meeting (AGM) of the Company held on September, 26th, 2015.

The e-Voting commenced at 9.00 A.M. on 23rd September, 2015 and concluded on 5.00 P.M on 25th September, 2015.

For the member who attended the AGM either in person or through proxy and who had not casted their votes through e-voting, the Company provided the facility of voting through ballot forms at the AGM.

M/s. GMVDR & Associates, Company Secretaries acted as Scrutinizers for the entire voting process.

Based on the Scrutinizer's reports dated September, 28th 2015 (attached hereto), for e-voting and voting through ballot forms I declare that all the resolutions contained in the Notice convening the 59th AGM have been passed with requisite majority.

Date : 28.09.2015
Place : Nandyal.

For Panyam Cements & Mineral Industries Ltd.

S. Sreedhar Reddy
Managing Director
Chairman of 59th AGM

Regd. Office : C-1, Industrial Estate, Bommalasatram, Nandyal - 518502, Kurnool Dist. (A.P.) India.
Cement Works : Cementnagar - 518 206, Kurnool District (A.P.) India.

The Chairman
M/s. Panyam Cements & Mineral Industries Limited
Registered Office:
C-1, Industrial Estate
Nandyal - 518 501.

Dear Sir

Sub: - Scrutinizer's Report on e-voting conducted pursuant to provisions of Section. 108 of Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014

I G.M.V.Dhanunjaya Rao of GMVDR & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of M/s. Panyam Cements & Mineral Industries Limited vide resolution dated 12th August, 2015 pursuant to Section. 108 of Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the Electronic Voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions to be passed at the Annual General Meeting of the Company to be held on Thursday, 26th September, 2015. The Notice dated 12th August, 2015 convening Annual General Meeting (AGM) of the Company along with Statement selling out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions to be passed at the said AGM of the Company to be held on 26th September, 2015.

The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means on the resolutions contained in the Notice of the Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a scrutinizer's report of the votes cast "**in favour**" or "**Against**" the resolutions and "**invalid**" votes, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the company and the records and registers being maintained and provided by the Company.

The Company has availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting e-voting by the Shareholders of the Company. The Company has also provided voting by physical ballot papers to the members who do not have access to e-voting facility.



The shareholders of the company holding shares as on the "cut-off" date were entitled to vote on the proposed resolutions as set out at item nos. 1 to 5 in the Notice of the Annual General Meeting of M/s. Panyam Cements & Mineral Industries Limited. The voting period for e-voting commenced on Wednesday, 23rd September, 2015 at 09.00 a.m and ended on Friday, 25th September, 2015 at 5.00 p.m and the CDSL e-voting platform was blocked thereafter and the votes cast under e-voting facility were then unblocked in the presence of two witnesses who were not in the employment of the Company. Votes cast through Physical ballot forms received upto 25th September, 2015 were considered.

I have scrutinized and reviewed the voting through electronic means and votes tendered therein based on the data downloaded from the Central Depository Services (India) Limited (CDSL) e-voting system. I now submit my Report as under on the result of the voting through electronic means in respect of the said Resolutions.

I. Resolution No.1:

Adoption of Audited Balance sheet and Statement of Profit and Loss for the year ended 31st March, 2015 together with the Reports of the Board of Directors and the Auditors thereon.

Voted in favour of the resolution			Voted against the resolution			Invalid votes	
Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast	Number of members whose votes were declared invalid	Number of Votes cast (Shares)
235	8585612	100.00	0	0	0	0	0

II. Resolution No.2:

Appointment of a Director in place of Dr. R K Prasad Sunkara, who retires by rotation and, being eligible, offers himself for re-appointment.

Voted in favour of the resolution			Voted against the resolution			Invalid votes	
Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast	Number of members whose votes were declared invalid	Number of Votes cast (Shares)
235	8585612	100.00	0	0	0	0	0



III. Resolution No.3:

Appointment of a Director in place of Smt V Aravinda Rani, who retires by rotation and, being eligible, offers himself for re-appointment.

Voted in favour of the resolution			Voted against the resolution			Invalid votes	
Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast	Number of members whose votes were declared invalid	Number of Votes cast (Shares)
235	8585612	100.00	0	0	0	0	0

IV. Resolution No.4:

Appointment of M/s.Brahmayya & Co., Chartered Accountants (Firm Registration No.000514s), as Statutory Auditors of the Company.

Voted in favour of the resolution			Voted against the resolution			Invalid votes	
Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast	Number of members whose votes were declared invalid	Number of Votes cast (Shares)
235	8585612	100.00	0	0	0	0	0

V. Resolution No.5:

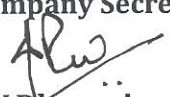
Appointment of Sri Jayarama Reddy Peddireddygaru as Independent Director for a period of five years with effect from 30th October, 2014.

Voted in favour of the resolution			Voted against the resolution			Invalid votes	
Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast	Number of members whose votes were declared invalid	Number of Votes cast (Shares)
235	8585612	100.00	0	0	0	0	0

Place: Hyderabad
Date: 28.09.2015



For GMVDR & ASSOCIATES
Company Secretaries


(G.M.V. Dhanunjaya Rao)
C.P. No. 5250

REPORT OF SCRUTINIZER

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

To
The Chairman
M/s.Panyam Cements & Mineral Industries Limited
Registered Office:
C-1, Industrial Estate
NANDYAL - 518 501.

The 59th Annual General Meeting of the shareholders of M/s. PANYAM CEMENTS & MINERAL INDUSTRIES LIMITED was held on Saturday, the 26th September, 2015 at 11.45 A.M.

Dear Sir,

I, G.M.V.Dhanunjaya Rao of GMVDR & Associates, Practising Company Secretaries, Hyderabad was appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions at the 59th Annual General Meeting of the shareholders of M/s. PANYAM CEMENTS & MINERAL INDUSTRIES LIMITED held on Saturday, the 26th September, 2015 at 11.45 A.M. at the Registered Office of the Company, C-1, Industrial Estate, Nandyal, Kurnool District, A.P.

I submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, One ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers 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. I did not find any poll papers invalid



4. The result of the Poll is as under:

I. Resolution – 1:

Adoption of Audited Balance sheet and Statement of Profit and Loss for the year ended 31st March, 2015 together with the Reports of the Board of Directors and the Auditors thereon:

(i) Voted **in favour** of the resolution:

Number of members present and voting	Number of votes caste by them	% of total number of valid votes cast
9	1445	100.00

(ii) Voted **against the** resolution:

Number of members present and voting	Number of votes caste by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Number of votes caste by them
0	0

II. Resolution – 2:

Appointment of a Director in place of Dr. R K Prasad Sunkara, who retires by rotation and, being eligible, offers himself for re-appointment

(i) Voted **in favour** of the resolution:

Number of members present and voting	Number of votes caste by them	% of total number of valid votes cast
9	1445	100.00

(ii) Voted **against the** resolution:

Number of members present and voting	Number of votes caste by them	% of total number of valid votes cast
0	0	0

(III) Invalid votes:

Total number of members whose votes were declared invalid	Number of votes caste by them
0	0



III. Resolution – 3:

Appointment of a Director in place of Smt V Aravinda Rani, who retires by rotation and, being eligible, offers himself for re-appointment

(i) Voted **in favour** of the resolution:

Number of members present and voting	Number of votes caste by them	% of total number of valid votes cast
9	1445	100.00

(iii) Voted **against the** resolution:

Number of members present and voting	Number of votes caste by them	% of total number of valid votes cast
0	0	0

(III) Invalid votes:

Total number of members whose votes were declared invalid	Number of votes caste by them
0	0

IV. Resolution – 4:

Appointment of M/s.Brahmayya & Co., Chartered Accountants (Firm Registration No.000514s), as Statutory Auditors of the Company.

(i) Voted **in favour** of the resolution:

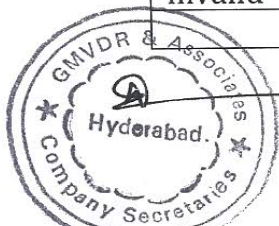
Number of members present and voting	Number of votes caste by them	% of total number of valid votes cast
9	1445	100.00

(ii) Voted **against the** resolution:

Number of members present and voting	Number of votes caste by them	% of total number of valid votes cast
0	0	0

(III) Invalid votes:

Total number of members whose votes were declared invalid	Number of votes caste by them
0	0



V. Resolution – 5:

Appointment of Sri Jayarama Reddy Peddireddygari, Independent Director of the Company for a period of five years with effect from 30th October, 2014.

(i) Voted **in favour** of the resolution:

Number of members present and voting	Number of votes caste by them	% of total number of valid votes cast
9	1445	100.00

(ii) Voted **against the** resolution:

Number of members present and voting	Number of votes caste by them	% of total number of valid votes cast
0	0	0

(III) Invalid votes:

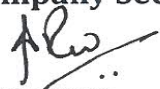
Total number of members whose votes were declared invalid	Number of votes caste by them
0	0

5. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and sign the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company.

Thanking you,

Yours faithfully,

**For GMVDR & ASSOCIATES
Company Secretaries**


(G.M.V.Dhanunjaya Rao)
C.P. No. 5250



Place: Hyderabad
Date: 28.09.2015