

PATEL ENGINEERING LTD.

Postal Ballot Results

Date of Postal Ballot Result - November 12, 2014

Total No. of Shareholders on record Date - 59989 (September 30, 2014 cut-off date for sending Postal Ballot Notice to Shareholders)

Mode of voting : E-voting and Postal Ballot Forms

Details for reporting as per Clause 35A of Listing Agreement based on result of Postal Ballot/E-voting

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
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Resolution No. 1 :Special Resolution to be passed under Section 180 (1)(a) of the Companies Act, 2013 to lease sell, transfer,convey,assign or otherwise dispose of the Company's immovable property/ies at Patel Estate Road, Jogeshwari, Mumbai.

Mode of Voting: (E-voting)

Promoter and Promoter Group	38883431	38883431	100.00	38883431	0	100.00	0.00
Public Institutional Holders	3898991	2533717	64.98	2533717	0	100.00	0.00
Public-Others	34023860	1882845	5.53	1882679	166	99.99	0.01
Total (A)	76806282	43299993	56.38	43299827	166	100.00	0.00

Mode of Voting: (Poll)

Promoter and Promoter Group	38883431	0	0.00	0	0	0.00	0.00
Public Institutional Holders	3898991	0	0.00	0	0	0.00	0.00
Public-Others	34023860	6843648	20.11	6841582	2066	99.97	0.03
Total (B)	76806282	6843648	8.91	6841582	2066	99.97	0.03
Result (A+B)	76806282	50143641	65.29	50141409	2232	100.00	0.00

Resolution No. 2 :Special Resolution to be passed under Section 180 (1) (a) of the Companies Act, 2013 to sell /transfer/disinvest the Thermal Project at Nagapattinam, Tamil Nadu.

Mode of Voting: (E-voting)

Promoter and Promoter Group	38883431	38883431	100.00	38883431	0	100.00	0.00
Public Institutional Holders	3898991	2533717	64.98	2533717	0	100.00	0.00
Public-Others	34023860	1882845	5.53	1882749	96	99.99	0.01
Total (A)	76806282	43299993	56.38	43299897	96	100.00	0.00

Mode of Voting: (Poll)

Promoter and Promoter Group	38883431	0	0.00	0	0	0.00	0.00
Public Institutional Holders	3898991	0	0.00	0	0	0.00	0.00
Public-Others	34023860	6843272	20.11	6841312	1960	99.97	0.03
Total (B)	76806282	6843272	8.91	6841312	1960	99.97	0.03
Result (A+B)	76806282	50143265	65.29	50141209	2056	100.00	0.00

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

CIN: L99999MH1949PLC007039





PRAMOD H MEHENDALE & CO.

COMPANY SECRETARIES

619, Avior, Nirmal Galaxy, LBS Marg, Mulund West, Mumbai - 400080

Contact: -022-25601084 Email: phmandco@gmail.com

To
Chairman,
Patel Engineering Ltd
Patel Estate Road,
Jogeshwari (West),
Mumbai - 400 102.

Report of Scrutinizer

Dear Sir,

I, **Pramod H Mehendale** in whole time practice as Company Secretary, having my office at 619, Avior, Nirmal Galaxy, LBS Marg, Mulund West, Mumbai - 400080 have been appointed as Scrutinizer to conduct the postal ballot process in respect of the following resolutions :

- a) Special Resolution under Section 180(1)(a) of the Companies Act, 2013, to lease, sell, transfer, convey, assign or otherwise dispose of the Company's immovable property/ies at Patel Estate Road, Jogeshwari, Mumbai.
- b) Special Resolution under Section 180(1)(a) of the Companies Act, 2013 to sell/ transfer / disinvest the Thermal project at Negapattinam, Tamilnadu.

Pursuant to the Notice dated September 26, 2014 issued under Section 110 of the Companies Act, 2013.

I have scrutinized the ballot papers and e-voting and votes tendered therein and maintained registers in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules 2014.

All ballot papers were opened in my presence and were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company.

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



I now submit my Report as under on the result of the voting by postal ballot in physical and electronic mode in respect of the said Resolutions:

(a) Resolution No. 1 :

Special Resolution under Section 180(1)(a) of the Companies Act, 2013, to lease, sell, transfer, convey, assign or otherwise dispose of the Company's immoveable property/ies at Patel Estate Road, Jogeshwari, Mumbai.

(i) Voted in favour of the resolution:		
Number of members	Number of votes cast by them	% of total number of valid votes cast
Through physical ballot papers : 429	68,41,582	13.644%
Through Electronic Votes : platform provided by CDSL : 51	4,32,99,827	86.352%
Total : 480	5,01,41,409	99.996%

(ii) Voted against the resolution:		
Number of members	Number of votes cast by them	% of total number of valid votes cast
Through physical ballot papers : 23	2,066	0.004%
Through Electronic Votes : platform provided by CDSL : 4	166	0.000%
Total : 27	2,232	0.004%

Total Valid : 493	5,01,43,641	100.000%
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(iii) Invalid Votes		Total number of votes cast by them
Total number of members whose votes were declared invalid		
Through physical ballot papers		1,318
14		



P. H. Mehandale

(b) Resolution No. 2 :

Special Resolution under Section 180(1)(a) of the Companies Act, 2013 to sell/ transfer / disinvest the Thermal project at Negapattinam, Tamilnadu.

(i)	Voted in favour of the resolution:		
	Number of members	Number of votes cast by them	% of total number of valid votes cast
	Through physical ballot papers : 423	68,41,312	13.644%
	Through Electronic Votes : platform provided by CDSL : 52	4,32,99,897	86.352%
	Total : 475	5,01,41,209	99.996%

(ii)	Voted against the resolution:		
	Number of members	Number of votes cast by them	% of total number of valid votes cast
	Through physical ballot papers : 22	1,960	0.004%
	Through Electronic Votes : platform provided by CDSL : 3	96	0.000%
	Total :25	2,056	0.004%

Total Valid : 500	5,01,43,265	100.000%
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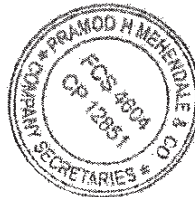
(iii)	Invalid Votes	
	Total number of members whose votes were declared invalid	Total number of votes cast by them
	Through physical ballot papers	
	21	1,583

A company disc (CD) containing a list of equity shareholders who voted 'For' and 'Against' and those whose votes were declared invalid for each resolution is being sent to Ms Shobha Shetty, Company Secretary.

The Postal ballot papers and all other relevant records are being sealed and handed over to Ms. Shobha Shetty, Company Secretary for safe keeping.

Thanking you,

Mumbai
Date : 12th November 2014



Yours faithfully

P. H. Mehendale
(CS Pramod H Mehendale)
Name and Signature of the Scrutinizer