



PENNAR INDUSTRIES LIMITED

Dated: 30th September, 2014

Place: Hyderabad

<i>The Dy. Manager. Listing Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai - 400 001</i>	<i>The Vice President. The National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1 G Block, Bandra Kurla Complex Bandra East Mumbai - 400 051</i>	<i>MCX Stock Exchange Limited Exchange Square, Suren Road, Andheri (East) Mumbai - 400 093</i>
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Dear Sir/Madam,

Sub: Proceedings of the 38th Annual General Meeting held on 30th September, 2014 - reg.

Ref: Listing Agreement

With reference to the subject cited above and pursuant to Clause 31(d) of the Listing Agreement, we hereby inform you that the 38th Annual General Meeting of the Company was held on 30th September, 2014 at Radisson Hyderabad, HITEC City, Gachibowli, Hyderabad - 500 032. The following resolutions were passed by the members:

1. To receive, consider and adopt the Balance Sheet as at 31st March, 2014 and the Profit & Loss Account for the period ended as on that date, together with the report of the Directors and the Auditors thereon.
2. Reappointment of Mr. Vishal Sood who retires by rotation and being eligible offers himself for re-appointment.
3. Reappointment of Mr. J Ramu Rao who retires by rotation and being eligible offers himself for re-appointment.
4. Appointment of Auditors for a period of 3 years (subject to ratification of the appointment by the members at every Annual General Meeting held after this Annual General Meeting) and authorizing Board of Directors to fix their remuneration.
5. To designate Mr. Aditya Rao as Vice Chairman & Managing Director, liable to retire by rotation.
6. Appointment of Mr. K Lavanya Kumar as Director, liable to retire by rotation.
7. Appointment Mr. K Lavanya Kumar as Whole-Time Director.
8. Appointment of Mr. C Parthasarathy as an Independent Director.
9. Appointment of Mr. B Kamalaker Rao as an Independent Director.
10. Appointment of Mr. Varun Chawla as an Independent Director.
11. Appointment of Mr. Manish Mahendra Sabharwal as an Independent Director.
12. Increase the aggregate Investment ceiling limit under Portfolio Investment Scheme by the SEBI registered FII's from 24% to 35% in the paid-up share capital of the company.
13. Approve the remuneration of the Cost Auditors for the financial year ending 31st March, 2015.
14. Alteration of Articles of Association of the Company.

Further, in accordance with Clause 35B of the Listing Agreement and pursuant to the provisions of the Companies Act, 2013 and the rules made there under, the Company has provided electronic voting facility to the members entitled to cast their vote at the Annual General Meeting from 22nd September, 2014 to 23rd September, 2014. Mr. S Chidambaram was appointed as Scrutinizer for said e-voting.

M. M. Subbaraj



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



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The Chairman ordered for a poll to provide similar right to the members present in person and through proxies, at the Annual General Meeting to vote in proportion to the shares held by them on all resolutions pertaining to ordinary and special businesses as set out in items 1 to 14 of the Notice dated 6th August, 2014.

The results of the electronic voting and the poll conducted at Annual General Meeting shall be submitted to the Stock Exchange on 1st October, 2014 by 6:00 P.M. The same shall also be uploaded on the website of the Company.

Kindly take the aforesaid information on your record.

Thanking you,

Yours faithfully,

for Pennar Industries Limited

Mirza Mohammed Ali Baig
Company Secretary & Compliance Officer



17/12/14

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