

**Manufacturers of Precision Closed Die Forgings** 

14th September, 2015

## **DECLARATION OF E-VOTING AND POLL RESULTS**

32<sup>nd</sup> ANNUAL GENERAL MEETING HELD ON FRIDAY, 11<sup>th</sup> SEPTEMBER, 2015 AT 02.00 P.M. AT MONARCH BANQUETS, PLOT NO. 110/111, MIDC, THANE BELAPUR ROAD, NEAR RABALE RAILWAY STATION, RABALE NAVI MUMBAI 400701

Pursuant to the provisions of Section 108 of the Companies Act, 2013, read with prescribed rules there under and in accordance with the Listed Agreement, the Company had provided e-voting facility to its Members to cast their vote electronically on all resolutions mentioned in the Notice convening the 32<sup>nd</sup> Annual General Meeting of Pradeep Metals Limited on 11<sup>th</sup> September, 2015.

The e-voting commenced on 8<sup>th</sup> September, 2015, Tuesday (9:00 am) and ended on 10<sup>th</sup> September, 2015, Thursday (5:00 pm).

For the Members who attended the AGM and who had not casted their vote through e-voting, the Company provided the facility of voting through Polling Papers.

Ms. Shweta Gokarn, Company Secretary in Practice was appointed as scrutinizer for scrutinizing the voting process i.e. e-voting and voting through Polling Papers.

Based on the combined Scrutinizers Report dated 12<sup>th</sup> September, 2015 for e-voting and Polling Papers, I declare the resolutions contained in the Notice convening the 32<sup>nd</sup> Annual General Meeting as passed with requisite majority.

The details of the resolutions are as summarized below:

Particulars	% of votes in favour	% of votes in Against
Ordinary Business	uruur	Agamst
1. Adoption of the Audited Statement of Profit and Loss for the year ended 31st March, 2015 and the Balance Sheet as at that date, together with the Reports of the Board of Directors and the Auditors thereon	100%	0.00%
2. Declaration of Dividend on Equity Shares	100%	0.00%
3. Re-appointment of Dr. Kewal K. Nohria, who retires by rotation		0.0076
	100%	0.00%
<ol> <li>Appointment of M/s. N.A. Shah Associates, Chartered Accountants as Statutory Auditors of the Company in place of retiring Auditors M/s. S. R. Rege &amp; Co, Chartered Accountants, Mumbai</li> </ol>	99.99%	0.01%



1





# **Manufacturers of Precision Closed Die Forgings**

Particulars	% of votes in favour	% of votes in Against
Special Business		
5. Approval of Remuneration to the Cost Auditors	100%	0.00%
6. Adoption of new set of Articles of Association of Company	100%	0.00%

Date: September 14, 2015 Place: Navi Mumbai For Pradeep Metals Limited

Abhinay Kapoor Company Secretary





### Manufacturers of Precision Closed Die Forgings

RESULT OF VOTING THROUGH ELECTRONIC MEANS CONDUCTED PURSUANT TO THE PROVISIONS OF SECTION 108 OF THE COMPANIES ACT, 2013 READ WITH RULE 20 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 AND POLL CONDUCTED PURSUANT TO SECTION 109 OF THE COMPANIES ACT, 2013 AND RULE 21(2) OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 FOR THE THIRTY SECOND ANNUAL GENERAL MEETING OF THE COMPANY HELD ON FRIDAY, SEPTEMBER 11, 2015 AT 02.00 P.M.

#### ITEM NO. 1

#### **Ordinary Resolution:**

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

Manner of Voting	Votes in Favo Resolut		Votes agai Resolut		Abstained/ Invalid Votes
	Nos.	%	No.	%	Nos.
E-voting	210	0.0016	0	N.A.	0
Poll taken at AGM	13,045,212	99.9984	0	N.A.	220
Total	13,045,422	100.00	0	N.A.	220

Based on the above, the Resolution has been passed with requisite majority.

### ITEM NO. 2

#### **Ordinary Resolution:**

**Declaration of Dividend on Equity Shares.** 

Manner of Voting	Votes in Favo Resolut		Votes agai Resolut		Abstained/ Invalid Votes
	Nos.	%	No.	%	Nos.
E-voting	210	0.0016	0	N.A.	0
Poll taken at AGM	13,045,212	99.9984	0	N.A.	220
Total	13,045,422	100.00	0	N.A.	220

Based on the above, the Resolution has been passed with requisite majority.







### ITEM NO. 3

## **Manufacturers of Precision Closed Die Forgings**

### **Ordinary Resolution:**

Re-appointment of Dr. Kewal K. Nohria, who retires by rotation.

Manner of Voting	Votes in Favo Resoluti		Votes agai Resolut	2	Abstained/ Invalid Votes
	Nos.	%	No.	%	Nos.
E-voting	210	0.0016	0	N.A.	0
Poll taken at AGM	13,045,212	99.9984	0	N.A.	220
Total	13,045,422	100.00	0	N.A.	220

Based on the above, the Resolution has been passed with requisite majority.

### ITEM NO. 4

#### **Ordinary Resolution:**

Appointment of M/s. N.A. Shah Associates, Chartered Accountants as Statutory Auditors of the Company in place of retiring Auditors M/s. S. R. Rege & Co.

Manner of Voting	Votes in Favo Resolut		Votes aga Resolu		Abstained/ Invalid Votes
	Nos.	%	No.	%	Nos.
E-voting	210	0.0016	0	0	0
Poll taken at AGM	13045112	99.9983	100	0.0007	220
Total	13045322	99.9999	100	0.0007	220

Based on the above, the Resolution has been passed with requisite majority.

#### **ITEM NO. 5**

#### **Ordinary Resolution:**

Approval of Remuneration to the Cost Auditors.

Manner of Voting	Votes in Favo Resolut		Votes agai Resolut		Abstained/ Invalid Votes
	Nos.	%	No.	%	Nos.
E-voting	210	0.0016	0	N.A.	0
Poll taken at AGM	13,045,212	99.9984	0	N.A.	220
Total	13,045,422	100.00	0	N.A.	220

Based on the above, the Resolution has been passed with requisite majority.



Λ

CIN: L99999MH1982PLC026191 E-mail: info@pradeepmetals.com Website: www.pradeepmetals.com





**ITEM NO. 6** 

**Special Resolution:** 

**Manufacturers of Precision Closed Die Forgings** 

Adoption of new set of Articles of Association of Company

Manner of Voting	Votes in Favo Resolut	Part Control of the C	Votes against the Resolution		Abstained/ Invalid Votes	
	Nos.	%	No.	%	Nos.	
E-voting	210	0.0016	0	N.A.	0	
Poll taken at AGM	13,045,212	99.9984	0	N.A.	220	
Total	13,045,422	100.00	0	N.A.	220	

Based on the above, the Resolution has been passed with requisite majority.

Date: September 14, 2015

Place: Navi Mumbai

For Pradeep Metals Limited

Abhinay Kapoor Company Secretary





# **Manufacturers of Precision Closed Die Forgings**

September 14, 2015

The General Manager – Operations, BSE Limited, PhirozeJeejeebhoy Towers, Dalal Street, Mumbai- 400001 Scrip Code: 513532

Dear Sir,

Sub: Clause 35A of the Listing Agreement – Details of voting results at the 32<sup>nd</sup> Annual General Meeting of the Company

Pursuant to Clause 35A of the Listing Agreement, we are submitting herewith the details regarding the voting results of the business transacted at the 32<sup>nd</sup> Annual General Meeting (AGM) of the Equity Shareholders of the Company held on Friday, September 11, 2015 at 02:00 pm at Monarch Banquets, Plot No. 110/111, MIDC, Thane Belapur Road, Near Rabale Railway Station, Rabale, Navi Mumbai 400701, in the prescribed format showing the results of voting.

Further, we are also enclosing the Consolidated Report of the Scrutinizer on remote e-voting and voting at the AGM.

The above are also uploaded on the Company's website.

We request you to note the above and acknowledge the receipt of this letter.

Thanking You,

Yours Faithfully

For Pradeep Metals Limited

Abhinay Kapoor Company Secretary

Encl: As Above

CIN: L99999MH1982PLC026191 E-mail: info@pradeepmetals.com Website: www.pradeepmetals.com

# DISCLOSURE REGARDING VOTING RESULTS OF 32<sup>nd</sup> ANNUAL GENERAL MEETING OF THE COMPANY AS PER CLAUSE 35A OF THE LISTING AGREEMENT FOR PRADEEP METALS LIMITED CIN: L99999MH1982PLC026191

and the second s	Table 1970	
Date of AGM: 11 <sup>th</sup> September, 2015		
Book Closure Date: 4th September, 2015 to 11th S	September, 2015	
Total no. of shareholders as on Cut off date: 589	99	
No. of Shareholders present in the meeting eith	er in person or through proxy: 48	
Particulars	Details	
Promoters personally present	4	70. 10
Promoters present through proxy	Nil	
Public members personally present	42	
Public members present through proxy	2	
No. of Shareholders attended the meeting thro	ugh Video Conferencing	
Promoters and Promoter Group	Not Arranged	
Public	Not Arranged	

Item No.	Agenda Items	Resolution Required (Ordinary / Special)	Mode of Voting (poll/ E-voting)	Remarks
1	Adoption of the Audited Statement of Profit and Loss for the year ended 31st March, 2015 and the Balance Sheet as at that date, together with the Reports of the Board of Directors and the Auditors thereon	Ordinary	E-voting and voting at the meeting	Passed with requisite majority
2	Declaration of Dividend on Equity Shares	Ordinary	E-voting and voting at the meeting	Passed with requisite majority
3	Re-appointment of Dr. Kewal K. Nohria, who retires by rotation	Ordinary	E-voting and voting at the meeting	Passed with requisite majority
4	Appointment of M/s. N.A. Shah Associates, Chartered Accountants as Statutory Auditors of the Company, in place of retiring Auditors M/s. S. R. Rege & Co,	Ordinary	E-voting and voting at the meeting	Passed with requisite majority
5	Approval of Remuneration to the Cost Auditors	Ordinary	E-voting and voting at the meeting	Passed with requisite majority
6	Adoption of new set of Articles of Association of Company	Special	E-voting and voting at the meeting	Passed with requisite majority

The resolution/Agenda wise details of voting are enclosed herewith. Kindly take the disclosure as required under Clause 35A of the Listing Agreement on your records.

For Pradeep Metals Limited

Abhinay Kapoor

**Company Secretary** 

Enclosure: Resolution/Agenda wise details of voting

Resolution/Agenda wise details of voting (including votes cast by e-voting process) are as under:

Resolution No. 1 -

Ordinary Resolution

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

0 0000	100.0000	0	13045422	75.5380	13045422	17270000	Result (A+8)
0.0000	100.0000	0	13045212	75.5368	13045212	17270000	Total(B)
0.0000	100.0000	0	956460	18.5258	956460	5162849	Public-Others
0.0000	0.0000	0	0	0.0000	0	13100	Public Institutional Holders
0.0000	100.0000	0	12088752	99.9562	12088752	12094051	Group
			3				Promoter and Promoter
			Poll)	Mode of Voting: (Poll)	3		
8		8					
0.0000	100.0000	0	210	0.0012	210	17270000	Total(A)
0.0000	100.0000	0	210	0.0041	210	5162849	Public-Others
0.0000	0.0000	0	0	0.0000	0	13100	Public Institutional Holders
0.0000	0.0000	0	0	0.0000	0	12094051	Group
							Promoter and Promoter
			voting)	Mode of Voting: (E-voting)	Mo		
polled	Votes polled	Against	favour	shares	Votes	Shares	Promoter / Public
Against on Votes		Votes	Votes in	Outstanding	Number of	Number of	
% of Votes	% of Votes in	Number of	Number of	polled on		2000) (1)	
				% of Votes			



Resolution No. 2

<u>Ordinary Resolution</u>

Declaration of Dividend on Equity Shares

Number of Number of On Outstanding Shares   Number of Votes in On Otes in Of Votes in On Outstanding Shares   Number of Votes in On Outstanding Shares   Number of Shares   Number of On Outstanding Shares   Number of Votes in Outstanding Shares   N	0.0000	100.0000	0	13045222	75.5369	13045222	17270000	Kesuit (A+B)
Number of Number of Number of Number of Number of Number of On Outstanding Shares   Number of Number of Number of On Outstanding Shares   Votes Shares   V								
Number of Number of Number of On Outstanding Shares   Number of On Outstanding   Number of Votes in Of Votes   Favour on Votes   Promoter   12094051   12088752   12	0.0000	100.0000	0	13045212	75.5368	13045212	0000/2/1	(Otal(B)
Number of   Numb	0.0000	100.0000	0	956460	8575'RT	700400	CHOZOTC	Total(B)
Number of Shares         Number of On Outstanding Shares         Wotes in On Outstanding Shares         Number of On Outstanding Favour         Number of Votes in Of Votes in Of Votes in Favour on Votes Shares         % of Votes in Of Votes Favour on Votes Shares         Against Polled         Against Polled         Against Polled	0.0000	0.000			40 5050	056460	5167940	Public-Others
Number of Number of Number of Number of Number of On Outstanding Shares   Votes   Shares   Votes   Shares   Votes   Shares   Votes   Shares   Favour on Votes   Favour on Votes   Agains   Votes   Favour on Votes   Polled   P	0.000	0,000	0	o l	0.0000	0	13100	<b>Public Institutional Holders</b>
Number of Shares         Number of Shares         Number of Outstanding Shares         Number of Outstanding Shares         Number of Outstanding Favour         Number of Votes in Of Votes in Of Votes in Against Polled         % of Votes in Of Votes Shares         % of Votes In O	0,000	100,0000	0_	12088752	99.9562	12088752	12094051	Group
Number of Shares         Number of Votes on Outstanding Shares         Number of On Outstanding Shares         Number of On Outstanding Favour         Number of Votes in Of Votes of Votes in Of Votes							2	Promoter and Promoter
Number of Shares         Number of Shares         Number of On Outstanding Shares         Number of On Ottong: (E-voting)         Number of Votes in On Ovotes Shares         Number of Ovotes Shares         Number of Ovotes Shares         Number of Ovotes Shares         Number of Ovotes Shares         Against polled           12094051         0         0.0000         0         0         0         0.0000           13100         0         0.0000         0         0         0         0.0000           5162849         10         0.0000         0         0         0         0.0000           17270000         10         0.0000         0         0         0         0           10         0 <td></td> <td></td> <td></td> <td>(Poll)</td> <td>Mode of Voting:</td> <td>8</td> <td></td> <td></td>				(Poll)	Mode of Voting:	8		
Number of Shares         Number of Shares         Number of On Outstanding Shares         Number of Votes in On Otes in On Otes Shares         Number of Votes in On Otes Shares         % of Votes in On Otes Shares         Against Pavour on Votes Shares         Against Pavour on Votes In Ones Shares         Against Pavour on Votes In								
Number of Shares         Number of Shares         Number of On Outstanding Shares         Number of Votes in On Over Shares         Number of Shares         Number of On Over Shares         Number of Shares         Number of Votes in On Over Shares         % of Votes in On Over Shar	0.0000	100.0000	0	10	0.0001	TO	T/2/0000	- Callor
Number of Shares         Number of Shares         Number of Shares         Number of on Outstanding Shares         Number of Votes in of Votes in Shares         Wofes Favour on Votes Polled         Against Polled         Polled         Votes Polled	0.0000	T00.000	c	75	20001		מממניני ו	Total(A)
Number of Number of On Outstanding Votes in Shares Votes shares Shares Votes shares Shares Votes shares Shares Votes shares Shares Shares Votes shares Shares Shares Votes shares Shares Shares Shares Votes shares Votes shares S		100000	>	10	0 0002	10	5162849	Public-Others
Number of Number of on Outstanding Votes in Shares Votes shares  Mode of Voting: (E-voting)    Number of On Outstanding Votes in Shares   Wotes in Wotes in Shares   Wotes in Wotes in Shares   Wotes in Shares   Wotes in Shares   Wotes in Wotes in Shares   Wotes in Wotes in Wotes   Wotes in W	0.000	0.0000	0	0	0.0000	0	13100	Public Institutional Holders
Number of Number of On Outstanding Votes in Shares Votes shares Mode of Voting: (E-voting)  **Mode of Votes polled Number of On Outstanding Votes in Of Votes favour on Votes favour on Votes polled  **Mode of Voting: (E-voting)*	0.000	0.0000	0	0	0.0000	0	12094051	Group
Number of Number of On Outstanding Votes in Shares Votes shares Favour Against Polled Shares Mode of Voting: (E-voting)								Promoter and Promoter
Number of Number of On Outstanding Votes in Shares Votes shares favour Against polled				voting)	Mode of Voting: (E-			
Number of Number of On Outstanding Votes in Shares Votes shares S								
	% of Votes Against on Votes polled	% of Votes in favour on Votes polled	Number of Votes Against	Number of Votes in favour	% of Votes polled on Outstanding shares	Number of Votes	Number of Shares	Promoter /Public



Resolution No. 3 –

Ordinary Resolution

Re-appointment of Dr. Kewal K. Nohria, who retires by rotation

0.0000	100.0000	0	13045222	75.5369	13045222	17270000	Result (A+B)
			33				
0.0000	100.0000	0	13045212	75.5368	13045212	17270000	Total(8)
0.0000	100.0000	0	956460	18.5258	956460	5162849	Public-Others
0.0000	0.0000	0	0	0.0000	0	13100	Public Institutional Holders
0.0000	100.0000	0	12088752	99.9562	12088752	12094051	Group
			200				Promoter and Promoter
			<b>3</b>	Mode of Voting: (Poll)			
0.0000	100.0000	0	10	0.0001	10	17270000	Total(A)
0.0000	100.0000	0	10	0.0002	10	5162849	Public-Others
0.0000	0.0000	0	0	0.0000	0	13100	Public Institutional Holders
0.0000	0.0000	0	0	0.0000	0	12094051	Group
			83				<b>Promoter and Promoter</b>
			ting)	Mode of Voting: (E-voting)			
			ji				
% of Votes Against on Votes polled	% of Votes in favour on Votes polled	Number of Votes Against	Number of Votes in favour	% of Votes polled on Outstanding shares	Number of Votes	Number of Shares	Promoter /Public



Resolution No. 4

Ordinary Resolution
Appointment of M/s. N.A. Shah Associates, Chartered Accountants as Statutory Auditors of the Company in place of retiring Auditors M/s. S. R. Rege & Co

0.0008							
2000	99.9992	100	13045122	75.5369	13045222	17270000	Result (A+B)
20		2000					
0.0008	99.9992	100	13045112	75.5368	13045212	17270000	Total(B)
0.0105	99.9895	100	956360	18.5258	956460	5162849	Public-Others
0.0000	0.0000	0	0	0.0000	0	13100	Public Institutional Holders
0.0000	100.0000	0	12088752	99.9562	12088752	12094051	Group
							<b>Promoter and Promoter</b>
8			oll)	Mode of Voting: (Poll)	7		
0.0000	100.0000	0	10	0.0001	10	17270000	Total(A)
0.0000	100.0000	0	10	0.0002	10	5162849	Public-Others
0.0000	0.0000	0	0	0.0000	0	13100	Public Institutional Holders
0.0000	0.0000	0	0	0.0000	0	12094051	Group
8				8			<b>Promoter and Promoter</b>
			oting)	Mode of Voting: (E-voting)	Mo		
Votes polled	Votes polled	Votes Against	favour	shares	Votes	Shares	Promoter / Public
Against on	favour on	Number of	Votes in	Outstanding	Number of	Number of	
% of Votes	% of Votes in		Number of	polied on		8	
				% of Votes			

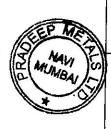


Resolution No. 5

Ordinary Resolution

Approval of Remuneration to the Cost Auditors

			% of Votes	3			
			polled on	Number of		% of Votes in	% of Votes
	Number of	Number of	Outstanding	Votes in	Number of	favour on	Against on
Promoter / Public	Shares	Votes	shares	favour	<b>Votes Against</b>	Votes polled	Votes polled
		Mo	Mode of Voting: (E-voting)	oting)			1
<b>Promoter and Promoter</b>							
Group	12094051	0	0.0000	0	0	0000	0000
<b>Public Institutional Holders</b>	13100	0	0.0000	0	0	0,000	0.0000
Public-Others	E163040	3	0.0000			0.0000	0.000
- dalic-Ottels	C+070TC	TO	0.0002	10	0	100.0000	0.0000
Total(A)	17270000	10	0.0001	10	0	100.0000	0.0000
9							
		~	Mode of Voting: (Poll)	oll)			
Promoter and Promoter							State Color
Group	12094051	12088752	99.9562	12088752	0	100.0000	0.0000
Public Institutional Holders	13100	0	0.0000	0	0	0.0000	0.0000
Public-Others	5162849	956460	18.5258	956460	0	100.0000	0.0000
Total(B)	17270000	13045212	75.5368	13045212	0	100.0000	0.0000
Result (A+B)	17270000	13045222	75.5369	13045222	0	100.0000	0.0000



Special Resolution
Approval of Remuneration to the Cost Auditors Resolution No. 6 -

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	in favour on Votes polled	% of Votes Against on Votes polled
			do of Vision (Fund)				
Promoter and Promoter		Mo	Mode of Voting: (E-voting)	<b>g)</b>			
Group	12094051	0	0.0000	0	0_	0.0000	0.000
Public Institutional Holders	13100	0	0.000.0	0	0	0000	0,000
Public-Others	5162849	10	0.0002	10	o l	100 0000	0.000
Total(A)	17270000	10	0.0001	10	0	100.0000	0.0000
		3	Mode of Voting: (Poll)				
Promoter and Promoter							
Group	12094051	12088752	99.9562	12088752	0	100,0000	0,000
Public Institutional Holders	13100	0	0.0000	0	0	0.0000	0,000
Public-Others	5162849	956460	18.5258	956460	0	100.0000	0.0000
Total(B)	17270000	13045212	75.5368	13045212	0	100.0000	0.0000
			W.			8	
Result (A+B)	17270000	13045222	75.5369	13045222	0	100.0000	0.0000
Passed with requisite majority							

Kindly take the above information on record. Thank you,

For Pradeep Metals Limited

**Company Secretary Abhinay Kapoor** 

