



Pradeep Metals Limited

Manufacturers of Precision Closed Die Forgings

14th September, 2015

DECLARATION OF E-VOTING AND POLL RESULTS

32nd ANNUAL GENERAL MEETING HELD ON FRIDAY, 11th 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 32nd Annual General Meeting of Pradeep Metals Limited on 11th September, 2015.

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

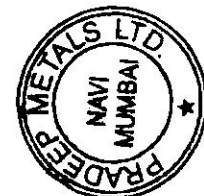
For the Members who attended the AGM and who had not casted their vote through e-voting, the Company provided the facility of voting through Polling Papers.

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 12th September, 2015 for e-voting and Polling Papers, I declare the resolutions contained in the Notice convening the 32nd 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		
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	100%	0.00%
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, Chartered Accountants, Mumbai	99.99%	0.01%





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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



Pradeep Metals Limited

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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 Favour of the Resolution		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.

ITEM NO. 2

Ordinary Resolution:

Declaration of Dividend on Equity Shares.

Manner of Voting	Votes in Favour of the Resolution		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.





Pradeep Metals Limited

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ITEM NO. 3

Ordinary Resolution:

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

Manner of Voting	Votes in Favour of the Resolution		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.

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 Favour of the Resolution		Votes against the Resolution		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 Favour of the Resolution		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.





Pradeep Metals Limited

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 Favour of the Resolution		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



Pradeep Metals Limited

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 32nd 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 32nd 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

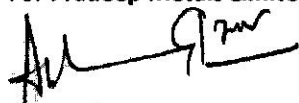
**DISCLOSURE REGARDING VOTING RESULTS OF 32nd ANNUAL GENERAL MEETING OF THE COMPANY AS PER
CLAUSE 35A OF THE LISTING AGREEMENT FOR PRADEEP METALS LIMITED
CIN: L99999MH1982PLC026191**

Date of AGM: 11th September, 2015	
Book Closure Date: 4th September, 2015 to 11th September, 2015	
Total no. of shareholders as on Cut off date: 5899	
No. of Shareholders present in the meeting either in person or through proxy: 48	
Particulars	Details
Promoters personally present	4
Promoters present through proxy	Nil
Public members personally present	42
Public members present through proxy	2
No. of Shareholders attended the meeting through 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:

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Mode of Voting: (E-voting)							
Promoter and Promoter Group	12094051	0	0.0000	0	0	0.0000	0.0000
Public Institutional Holders	13100	0	0.0000	0	0	0.0000	0.0000
Public-Others	5162849	210	0.0041	210	0	100.0000	0.0000
Total(A)	17270000	210	0.0012	210	0	100.0000	0.0000
Mode of Voting: (Poll)							
Promoter and Promoter 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	13045422	75.5380	13045422	0	100.0000	0.0000

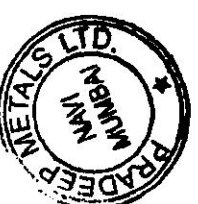
Passed with requisite majority.



Resolution No. 2
Ordinary Resolution
Declaration of Dividend on Equity Shares

Promoter / Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Mode of Voting: (E-voting)							
Promoter and Promoter Group	12094051	0	0.0000	0	0	0.0000	0.0000
Public Institutional Holders	13100	0	0.0000	0	0	0.0000	0.0000
Public-Others	5162849	10	0.0002	10	0	100.0000	0.0000
Total(A)	17270000	10	0.0001	10	0	100.0000	0.0000
Mode of Voting: (Poll)							
Promoter and Promoter 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

Passed with requisite majority.



**Resolution No.3 –
Ordinary Resolution**
Re-appointment of Dr. Kewal K. Nohria, who retires by rotation

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Mode of Voting: (E-voting)							
Promoter and Promoter Group	12094051	0	0.0000	0	0	0.0000	0.0000
Public Institutional Holders	13100	0	0.0000	0	0	0.0000	0.0000
Public-Others	5162849	10	0.0002	10	0	100.0000	0.0000
Total(A)	17270000	10	0.0001	10	0	100.0000	0.0000
Mode of Voting: (Poll)							
Promoter and Promoter 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

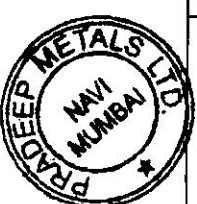
Passed with requisite majority.



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

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Mode of Voting: (E-voting)							
Promoter and Promoter Group	12094051	0	0.0000	0	0	0.0000	0.0000
Public Institutional Holders	13100	0	0.0000	0	0	0.0000	0.0000
Public-Others	5162849	10	0.0002	10	0	100.0000	0.0000
Total(A)	17270000	10	0.0001	10	0	100.0000	0.0000
Mode of Voting: (Poll)							
Promoter and Promoter 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	956360	100	99.9895	0.0105
Total(B)	17270000	13045212	75.5368	13045112	100	99.9992	0.0008
Result (A+B)	17270000	13045222	75.5369	13045122	100	99.9992	0.0008

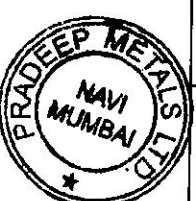
Passed with requisite majority.



Resolution No. 5
Ordinary Resolution
Approval of Remuneration to the Cost Auditors

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Mode of Voting: (E-voting)							
Promoter and Promoter Group	12094051	0	0.0000	0	0	0.0000	0.0000
Public Institutional Holders	13100	0	0.0000	0	0	0.0000	0.0000
Public-Others	5162849	10	0.0002	10	0	100.0000	0.0000
Total(A)	17270000	10	0.0001	10	0	100.0000	0.0000
Mode of Voting: (Poll)							
Promoter and Promoter 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

Passed with requisite majority.



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

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Mode of Voting: (E-voting)							
Promoter and Promoter Group	12094051	0	0.0000	0	0	0.0000	0.0000
Public Institutional Holders	13100	0	0.0000	0	0	0.0000	0.0000
Public-Others	5162849	10	0.0002	10	0	100.0000	0.0000
Total(A)	172770000	10	0.0001	10	0	100.0000	0.0000
Mode of Voting: (Poll)							
Promoter and Promoter 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)	172770000	13045212	75.5368	13045212	0	100.0000	0.0000
Result (A+B)	172770000	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

Abhinav Kapoor

**Abhinav Kapoor
Company Secretary**

