



# Pradeep Metals Limited

Manufacturers of Precision Closed Die Forgings

PML/SE/2016-17/16

1<sup>st</sup> October, 2016

**The Secretary,**  
BSE Limited  
P J Towers,  
Dalal Street,  
Mumbai-400 001

Dear Sir / Madam,

**Sub:** Voting Results – 33<sup>rd</sup> Annual General Meeting (AGM) held on 29<sup>th</sup> September, 2016.  
**Scrip Code:** 513532

In continuation to our letter dated 30<sup>th</sup> September, 2016 bearing ref. no. PML/SE/2016-17/15, thereby submitting the proceedings of the 33<sup>rd</sup> Annual General Meeting (AGM) of the members of the Company held on 29<sup>th</sup> September, 2016, we submit herewith the following:

1. Voting results as required Pursuant to Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the Listing Regulations), as Annexure I.
2. Consolidated Report of Scrutinizer M/s. Shweta Gokarn & Co., Company Secretaries on Remote e-voting conducted between 9.00am on Monday, 26<sup>th</sup> September, 2016 till 5.00pm on Wednesday, 28<sup>th</sup> September, 2016 and poll conducted at the venue of the 33<sup>rd</sup> AGM of Pradeep Metals Limited on 29<sup>th</sup> September, 2016 as Annexure II.

The remote e-voting was conducted between 9.00am on Monday, 26<sup>th</sup> September, 2016 till 5.00pm on Wednesday, 28<sup>th</sup> September, 2016. Voting through Polling Paper was conducted at the venue of AGM on 29<sup>th</sup> September, 2016.

The results along with the Scrutinizers Report are being uploaded on the website of the Company and also on the website of National Securities Depository Limited (NSDL).

Thanking you,

Yours Truly,  
For Pradeep Metals Limited

Suchita Singh  
Company Secretary  
A43837



Encl: as above

R-205, M.I.D.C, RABALE, NAVI MUMBAI - 400 701, INDIA.

Phone : 91-22-2769 1026, 2769 3173 Fax: 91-22-2769 1123

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

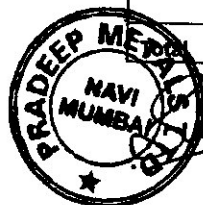
# PRADEEP METALS LIMITED

33<sup>rd</sup> Annual General Meeting held on 29<sup>th</sup> September, 2016.

Date of 33 <sup>rd</sup> AGM	:	Thursday, 29 <sup>th</sup> September, 2016
Total No. of shareholders on record date (22 <sup>nd</sup> September, 2016)	:	5848
No. of Shareholders present in the meeting in person		
Promoter		2
Public		31
No. of Shareholders attended the meeting through video conferencing	:	NA

## Item no. 1

Resolution Required : (Ordinary)			1 - Adoption of financial statements (including the consolidated financial statements) for Financial year ended 31st March, 2016.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	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
Promoter and Promoter Group	E-Voting	12094051	0	0.0000	0	0	0.0000	0.0000
	Poll		12094051	100.0000	12094051	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		12094051	100.0000	12094051	0	100.0000	0.0000
Public Institutions	E-Voting	13100	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	5162849	5504	0.1066	500	5004	9.0843	90.9157
	Poll		1154307	22.3579	1154307	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1159811	22.4645	1154807	5004	99.5686	0.4314
		17270000	13253862	76.7450	13248858	5004	99.9622	0.0378



**Item no. 2**

Resolution Required : (Ordinary)			2 - To confirm the payment of Interim Dividend on Equity Shares for the FY 2015-16.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – In favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}\times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]}\times 100$	$[7]=\frac{[5]}{[2]}\times 100$
Promoter and Promoter Group	E-Voting	12094051	0	0.0000	0	0	0.0000	0.0000
	Poll		12094051	100.0000	12094051	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		12094051	100.0000	12094051	0	100.0000	0.0000
Public Institutions	E-Voting	13100	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	5162849	5504	0.1066	5504	0	100.0000	0.0000
	Poll		1154307	22.3579	1154307	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1159811	22.4645	1159811	0	100.0000	0.0000
Total		17270000	13253862	76.7450	13253862	0	100.0000	0.0000



*Signature*

**Item no. 3**

Resolution Required : (Ordinary)			3 - Re-appointment of Mrs. Neeru Goyal, who retires by rotation and is eligible for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes -Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	12094051	0	0.0000	0	0	0.0000	0.0000
	Poll		12094051	100.0000	12094051	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		12094051	100.0000	12094051	0	0.0000	0.0000
Public Institutions	E-Voting	13100	0	0.0000	0	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	5162849	5504	0.1066	5504	0	100.0000	0.0000
	Poll		1154307	22.3579	1154307	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1159811	22.4645	1159811	0	100.0000	0.0000
Total		17270000	13253862	76.7450	13253862	0	100.0000	0.0000



*White Singh*

**Item no. 4**

Resolution Required : (Ordinary)			4 - Ratification of appointment of N.A. Shah Associates LLP, Chartered Accountants as Statutory Auditors of the Company and fixing their remuneration.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting	12094051	0	0.0000	0	0	0.0000	0.0000
	Poll		12094051	100.0000	12094051	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	13100	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	5162849	5504	0.1066	5504	0	100.0000	0.0000
	Poll		1154307	22.3579	1154307	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1159811	22.4645	1159811	0	100.0000	0.0000
Total		17270000	13253862	76.7450	13253862	0	100.0000	0.0000



*Pradeep Metani*

**Item no. 5**

Pradeep Metals Limited								
Resolution Required : (Special)			5 - Approval of Remuneration to M/s. J.J. Paleja & Co. Cost Auditors					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	12094051	0	0.0000	0	0	0.0000	0.0000
	Poll		12094051	100.0000	12094051	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		12094051	100.0000	12094051	0	100.0000	0.0000
Public Institutions	E-Voting	13100	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	5162849	5504	0.1066	5504	0	100.0000	0.0000
	Poll		1154307	22.3579	1154307	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1159811	22.4645	1159811	0	100.0000	0.0000
Total		17270000	13253862	76.7450	13253862	0	100.0000	0.0000

For Pradeep Metals Limited

*Suchita Singh*  
Suchita Singh  
Company Secretary  
M. No.A43837



**SHWETA GOKARN & CO.**  
**COMPANY SECRETARIES**

Office No. 53, Gautam Complex, Sector 11, CBD Belapur, Navi Mumbai, - 400614. Maharashtra, India.  
shweta@cssg.in | +91 2227565166 | www.cssg.in

**SCRUTINIZER'S REPORT**  
**(FORM NO. MGT-13)**

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rule, 2014]

The Chairman,  
Pradeep Metals Limited,  
R-205, MIDC, Rabale,  
Navi Mumbai - 400 701

Scrutinizer's Report on remote E-voting conducted during 26<sup>th</sup> September, 2016 (9.00 AM) to 28<sup>th</sup> September, 2016 (5.00 PM) and Poll conducted at the 33<sup>rd</sup> Annual General Meeting of Pradeep Metals Limited held on 29<sup>th</sup> September, 2016.

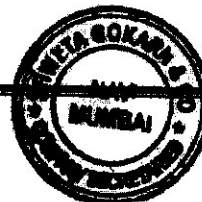
I, Shweta Gokarn of Shweta Gokarn & Co, Company Secretaries, had been appointed as the Scrutinizer vide resolution passed by the Board of Directors of Pradeep Metals Limited, at its meeting, held on 6<sup>th</sup> August, 2016, for the purpose of scrutinizing the votes by Members of the Company by electronic means through the remote e-voting services provided by National Securities Depositories Limited (NSDL) and physical votes casted at the 33<sup>rd</sup> Annual General Meeting (AGM) of the Equity Shareholders of Pradeep Metals Limited held on 29<sup>th</sup> September, 2016, at Monarch Banquets, Plot No. 110/111, MIDC, Thane Belapur Road, Near Rabale Railway Station, Rabale, Navi Mumbai 400701.

The Management is responsible to ensure the compliance with requirements of the relevant provisions of the Companies Act, 2013 and Rules made thereunder relating to voting through electronic means (i.e. by remote e-voting and voting by poll using physical poll papers at the AGM) for the resolutions contained in Notice to the 33<sup>rd</sup> AGM of the Equity Shareholders of the Company.

My responsibility as a scrutinizer for the voting process by Members (through electronic mode i.e. remote E-voting and by poll papers at AGM) is restricted to make a Consolidated Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolutions contained in the Notice of 33<sup>rd</sup> AGM held on 29<sup>th</sup> September, 2016, based on the reports generated from the e-voting system provided by National Securities Depositories Limited (NSDL), the authorized agency engaged by the Company to provide e-voting facilities for remote e-voting and scrutiny of the poll papers till the time fixed for closing of the voting process i.e. till 5:00 pm on September 28, 2016.

I hereby submit my report as under:

1. A Notice dated 6<sup>th</sup> August, 2016, convening 33<sup>rd</sup> Annual General Meeting (AGM) of the Company along with the Statement setting out material facts under section 102 of the Act, was 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 29<sup>th</sup> September, 2016.

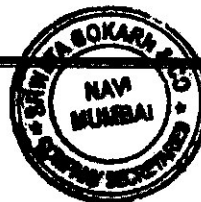


2. The Shareholders of the company holding shares as on the "cut-off" date of 22<sup>nd</sup> September, 2016, were entitled to vote on the proposed resolutions as set out at Item Nos. 1 to 5 in the Notice of the 33<sup>rd</sup> AGM of Pradeep Metals Limited.
3. The voting period for e-voting commenced on Monday, 26<sup>th</sup> September, 2016 at 9:00 AM and ended on Wednesday, 28<sup>th</sup> September, 2016 at 5:00 PM and the NSDL e-voting platform was blocked thereafter.
4. I reviewed the e-voting process and downloaded the e-votes voted through e-voting services provided by NSDL in the presence of two witnesses, not in the employment of the Company.
5. At the time of Annual General Meeting, held on 29<sup>th</sup> September, 2016, after the announcement of poll by the Chairman, one box kept for polling was locked in my presence with due identification marks placed by me.
6. The locked ballot box was subsequently opened in the presence of Ms. Tanuja Kulkarni and Ms. Neha Surana and polling papers were diligently scrutinized. The polling 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.
7. The polling papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
8. The combined results of the voting i.e. votes casted on the remote e-voting services provided by NSDL and physical voting at the 33<sup>rd</sup> Annual General Meeting are as under:

Total No. of Shareholders as on Cut-off Date : 5848			
Total No. of Shares held by them : 17,270,000			
Duration of E-voting : September 26, 2016 to September 28, 2016			
Voting Details	By E-Voting	By Poll at AGM	Total Voting
No. of Members who cast their votes	3	43	46
Total No. of shares held by them	5,504	1,33,13,763	1,33,19,267
No. of Valid Votes	As per the details provided under each item hereunder		
Abstained/Invalid Votes			

**Note:**

1. Percentage of votes cast in favour or against the resolutions are calculated based on the Valid Votes cast through E-Voting and Voting by Physical ballot.
2. Invalid Poll Papers were not taken into account for counting of votes.
3. Votes cast in favour or against have been considered on the basis of number of shares held as on the date reckoned for the purpose of voting or the number of shares mentioned in the Polling Papers whichever is less.
4. There are NIL cases where Members have voted both in physical mode as well as in electronic mode.





**RESOLUTION/AGENDA WISE DETAILS OF VOTING**

**ITEM NO. 1**

**Ordinary Resolution:**

To consider and adopt:

a. the Audited Standalone Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2016, together with the Reports of the Board of Directors and Auditors thereon.

b. the Audited Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2016, together with the Reports of the Auditors thereon.

Manner of Voting	Votes in Favour of the Resolution		Votes against the Resolution		Abstained/ Invalid Votes
	Nos.	%	No.	%	Nos.
E-voting	500	0.00	5,004	0.04	0
Poll taken at AGM	1,32,48,358	99.96	0	NA	65,401
<b>Total</b>	<b>1,32,48,858</b>	<b>99.96</b>	<b>5,004</b>	<b>0.04</b>	<b>65,401</b>

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

**ITEM NO. 2**

**Ordinary Resolution:**

To confirm the payment of Interim Dividend on Equity Shares for the financial year 2015-16.

Manner of Voting	Votes in Favour of the Resolution		Votes against the Resolution		Abstained/ Invalid Votes
	Nos.	%	No.	%	Nos.
E-voting	5,504	0.04	0	N.A.	0
Poll taken at AGM	1,32,48,358	99.96	0	N.A.	65,401
<b>Total</b>	<b>1,32,53,862</b>	<b>100</b>	<b>0</b>	<b>N.A.</b>	<b>65,401</b>

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

**ITEM NO. 3**

**Ordinary Resolution:**

Re-appointment of Mrs. Neeru Goyal, 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	5,504	0.04	0	N.A.	0
Poll taken at AGM	1,32,48,358	99.96	0	N.A.	65,401
<b>Total</b>	<b>1,32,53,862</b>	<b>100</b>	<b>0</b>	<b>N.A.</b>	<b>65,401</b>

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



**ITEM NO. 4**

**Ordinary Resolution:**

**Ratification of Appointment of Auditors**

Manner of Voting	Votes in Favour of the Resolution		Votes against the Resolution		Abstained/ Invalid Votes
	Nos.	%	No.	%	Nos.
E-voting	5,504	0.04	0	N.A.	0
Poll taken at AGM	1,32,48,358	99.96	0	N.A.	65,401
<b>Total</b>	<b>1,32,53,862</b>	<b>100</b>	<b>0</b>	<b>N.A.</b>	<b>65,401</b>

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	5,504	0.04	0	N.A.	0
Poll taken at AGM	1,32,48,358	99.96	0	N.A.	65,401
<b>Total</b>	<b>1,32,53,862</b>	<b>100</b>	<b>0</b>	<b>N.A.</b>	<b>65,401</b>

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

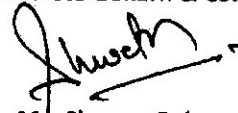
9. A list of Equity Shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is provided to the Company in soft copy.
10. The polling papers and all other relevant records were sealed and handed over to the Company Secretary/ Director authorized by the Board for safe keeping.

Thanking you,  
Yours Sincerely,

Place : Navi Mumbai  
Date : September 30, 2016

ACS No.: 30393  
C.P. No.: 11001


For Shweta Gokarn & Co.

  
Ms. Shweta Gokarn  
(Scrutinizer)

Witness

  
Ms. Neha Surana

  
Ms. Tanuja Kulkarni

  
Mr. Pradeep Goyal  
Chairman (DIN: 00008370)