

**ANNUAL GENERAL MEETING HELD ON 26<sup>TH</sup> JULY, 2016**  
**DECLARATION OF RESULT OF E-VOTING AND POLL**

Pursuant to the provisions of section 108 of the Companies Act, 2013 read with the Rule 20 (3)(xi) of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 M/s. Investment & Precision Castings Limited ("the Company" for short) had provided e-voting facility to the Members to enable them to cast their vote electronically on the resolutions proposed in the notice of Annual General Meeting ("AGM" for short). The e-voting was open from 9:00 a.m. on 23<sup>rd</sup> July, 2016 and ended at 5:00 p.m. on 25<sup>th</sup> July, 2016

Pursuant to the General Circular No. 20/2014 of the Ministry of Corporate Affairs, dated 17<sup>th</sup> June, 2014 voting by show of hands as per section 107 of the Companies Act, 2013 is not allowed in case where Rule 20 of the Companies (Management and Administration) Rules, 2014 relating to the e-voting facility is applicable. The Company has provided the e-Voting facility and Ballot Forms to the Members to exercise their right to vote on the business items as stated in the Notice of AGM.

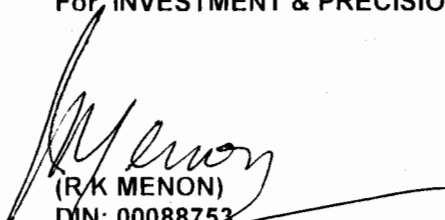
The Board of Directors had appointed CS Alpesh Dhandhlya, the proprietor of M/s. Alpesh Dhandhlya & Associates, Company Secretaries, Ahmedabad as Scrutinizer for e-voting and poll. The Scrutinizer have carried out the scrutiny of all the electronic votes received till 5:00 p.m. on 25<sup>th</sup> July, 2016 and on the poll at AGM and submitted his reports, on 28<sup>th</sup> July, 2016. The Reports of the Scrutinizer are attached herewith.

The consolidated Report as per the Scrutinizer's above mentioned Reports is as under:

| Sr. No. | Item No.  | Type of Resolution | No. of Votes in favour | % of votes in favour | No. of Votes Against | % of votes against |
|---------|---|--------------------|------------------------|----------------------|----------------------|--------------------|
| 1       | Consideration and adoption of the Financial Statement as at March 31, 2016 and the report of the Board of Directors and Auditors thereon        | Ordinary           | 25,04,076              | 100.00               | Nil                  | 0.00               |
| 2       | Declaration of Dividend   | Ordinary           | 25,04,076              | 100.00               | Nil                  | 0.00               |
| 3       | Appointment of Smt. Vishakha P. Tamboli (DIN 06600319) as director who retires by rotation and being eligible offers herself for re-appointment | Ordinary           | 25,04,076              | 100.00               | Nil                  | 0.00               |
| 4       | Re-appointment of the existing Auditors, M/s. Sanghavi & Company Chartered Accountants, Bhavnagar   | Ordinary           | 25,04,076              | 100.00               | Nil                  | 0.00               |

Based on the Reports of the Scrutinizers, all Resolutions as set out in the Notice of AGM have been duly approved by the Members with the requisite majority.

For INVESTMENT & PRECISION CASTINGS LIMITED

  
(R.K. MENON)  
DIN: 00088753  
EXECUTIVE DIRECTOR



Date: 28.07.2016  
Place: Bhavnagar



**REPORT OF SCRUTINIZER ON E-VOTING RESULTS**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (3) (xi) of the Companies (Management and Administration) Rules, 2014]

July 26, 2016

To,  
Chairman & Managing Director,  
**INVESTMENT & PRECISION CASTINGS LIMITED**  
(CIN: L27100GJ1975PLC002692)  
Nari Road, Bhavnagar,  
Gujarat-364006

Dear Sir,

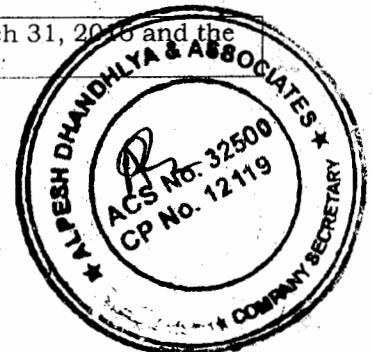
**Re: Annual General Meeting of the Equity Shareholders of INVESTMENT & PRECISION CASTINGS LIMITED held on Tuesday, 26<sup>th</sup> July, 2016 at 04:30 p.m. at Hotel Nilam Baug Palace, Bhavnagar, Gujarat-364003**

I, CS Alpesh Dhandhlya, the proprietor of M/s. Alpesh Dhandhlya & Associates, Company Secretaries, having address at 401, Haash Complex, Nr. Ellise Bridge Police Line, Nagri Hospital to Law Garden Road, Law Garden, Ahmedabad-380006, appointed as the Scrutinizer for the purpose of scrutinizing the e-voting process in fair and transparent manner in respect of the below mentioned resolutions proposed at the Annual General Meeting ('AGM' of the Equity Shareholders of **INVESTMENT & PRECISION CASTINGS LIMITED** ('the Company' for short), held at 04:30 p.m. on Tuesday, 26<sup>th</sup> July, 2016 at Hotel Nilam Baug Palace, Bhavnagar, Gujarat - 364003, hereby submit my report as under:

1. In accordance with the Notice of AGM sent to the Equity Shareholders, the voting through electronic means was started on at 9:00 a.m. on 23<sup>rd</sup> July, 2016 and ended at 5:00 P.M. on 25<sup>th</sup> July, 2016.
2. The Equity Shareholders holding shares as on cut-off date i.e. 19<sup>th</sup> July, 2016 were entitled to vote on the resolutions as stated in the Notice of EGM of the Company.
3. The votes were unblocked at 01:00 p.m. on 27<sup>th</sup> July, 2016 in the presence of Ms. Divya Agarwal and Mr. Prakash Joshi who are not the employees of the Company, and who have signed below as witnesses to the unblocking of the votes.
4. The e-voting results/list downloaded from the website of National Securities Depository Limited ([www.evoting.nSDL.com](http://www.evoting.nSDL.com)) is being handed over to the Chairman & Managing Director of the Company along with this report.
5. The result of the e-voting is as under:

**Resolution No. 1, Ordinary Resolution:**

Consideration and adoption of the Financial Statement as at March 31, 2016 and the report of the Board of Directors and Auditors thereon.





Alpesh Dhandhlya & Associates  
Company Secretaries

Office : 401, Haash Complex, Nagri Hospital-Law Garden Road, Nr. Ellise Bridge Police Line, Ahmedabad-380006  
Email Ids. [welcome2pcs@gmail.com](mailto:welcome2pcs@gmail.com), [alpesh.pcs@gmail.com](mailto:alpesh.pcs@gmail.com), Ph. 079 - 26445004, Contact Nos. 8000133307

(i) Voted in **favour** of the resolution:

| Number of members voting though electronic means | Number of votes cast by them   | % of total number of valid votes |
|--|--|----------------------------------|
| <b>17 (Seventeen)</b>                            | <b>24,95,699</b><br><b>(Twenty Four Lacs Ninty Five Thousand Six Hundred Ninety Nine Only)</b> | <b>100.00</b>                    |

(ii) Voted **against** the resolution:

| Number of members voting though electronic means | Number of votes cast by them | % of total number of valid votes |
|--|------------------------------|----------------------------------|
| <b>NIL</b>                                       | <b>NIL</b>                   | <b>NIL</b>                       |

(iii) Invalid votes:

| Total Number of Members whose votes declared invalid | Number of votes cast by them |
|--|------------------------------|
| <b>NIL</b>   | <b>NIL</b>                   |

**Resolution No. 2, Ordinary Resolution:**

Declaration of Dividend

(i) Voted in **favour** of the resolution:

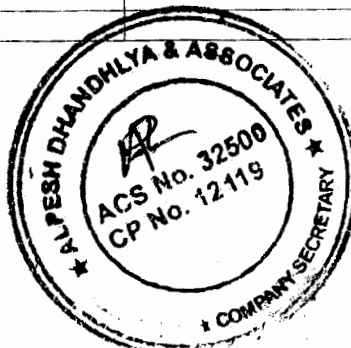
| Number of members voting though electronic means | Number of votes cast by them   | % of total number of valid votes |
|--|--|----------------------------------|
| <b>17 (Seventeen)</b>                            | <b>24,95,699</b><br><b>(Twenty Four Lacs Ninty Five Thousand Six Hundred Ninety Nine Only)</b> | <b>100.00</b>                    |

(ii) Voted **against** the resolution:

| Number of members voting though electronic means | Number of votes cast by them | % of total number of valid votes |
|--|------------------------------|----------------------------------|
| <b>NIL</b>                                       | <b>NIL</b>                   | <b>NIL</b>                       |

(iii) Invalid votes:

| Total Number of Members whose votes declared invalid | Number of votes cast by them |
|--|------------------------------|
| <b>NIL</b>   | <b>NIL</b>                   |





**Alpesh Dhandhlya & Associates**  
**Company Secretaries**

Office : 401, Haash Complex, Nagri Hospital-Law Garden Road, Nr. Ellise Bridge Police Line, Ahmedabad-380006  
Email Ids. [welcome2pcs@gmail.com](mailto:welcome2pcs@gmail.com), [alpesh.pcs@gmail.com](mailto:alpesh.pcs@gmail.com), Ph. 079 - 26445004, Contact Nos. 800013330/7

**Resolution No. 3, Ordinary Resolution:**

Appointment of Smt. Vishakha P. Tamboli (DIN 06600319) as director who retires by rotation and being eligible offers herself for re-appointment

(i) Voted in **favour** of the resolution:

| Number of members voting though electronic means | Number of votes cast by them   | % of total number of valid votes |
|--|--|----------------------------------|
| <b>17 (Seventeen)</b>                            | <b>24,95,699</b><br><b>(Twenty Four Lacs Ninty Five Thousand Six Hundred Ninety Nine Only)</b> | <b>100.00</b>                    |

(ii) Voted **against** the resolution:

| Number of members voting though electronic means | Number of votes cast by them | % of total number of valid votes |
|--|------------------------------|----------------------------------|
| <b>NIL</b>                                       | <b>NIL</b>                   | <b>NIL</b>                       |

(iii) Invalid votes:

| Total Number of Members whose votes declared invalid | Number of votes cast by them |
|--|------------------------------|
| <b>NIL</b>   | <b>NIL</b>                   |

**Resolution No. 4, Ordinary Resolution:**

Re appointment of the Existing Auditors, M/s. Sanghavi & Company Chartered Accountants, Bhavnagar

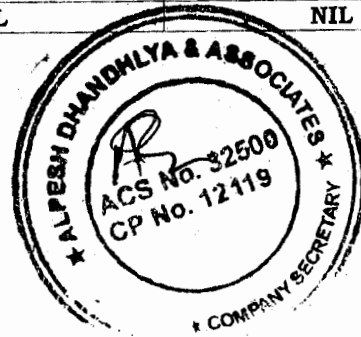
(i) Voted in **favour** of the resolution:

| Number of members voting though electronic means | Number of votes cast by them   | % of total number of valid votes |
|--|--|----------------------------------|
| <b>17 (Seventeen)</b>                            | <b>24,95,699</b><br><b>(Twenty Four Lacs Ninty Five Thousand Six Hundred Ninety Nine Only)</b> | <b>100.00</b>                    |

(ii) Voted **against** the resolution:

| Number of members voting though electronic means | Number of votes cast by them | % of total number of valid votes |
|--|------------------------------|----------------------------------|
| <b>NIL</b>                                       | <b>NIL</b>                   | <b>NIL</b>                       |

(iii) Invalid votes:





**Alpesh Dhandhlya & Associates  
Company Secretaries**


Office : 401, Haash Complex, Nagri Hospital-Law Garden Road, Nr. Ellise Bridge Police Line, Ahmedabad-380006  
Email ids. [welcome2pcs@gmail.com](mailto:welcome2pcs@gmail.com), [alpesh.pcs@gmail.com](mailto:alpesh.pcs@gmail.com), Ph. 079 - 26445004, Contact Nos. 8000133307

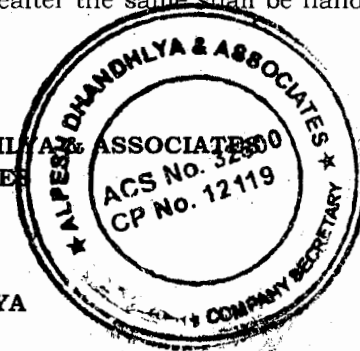
| Total Number of Members whose votes declared invalid | Number of votes cast by them |
|--|------------------------------|
| <b>NIL</b>   | <b>NIL</b>                   |

6. A register is maintained electronically to record the assent or dissent, received, mentioning the particulars of name, address, folio number or client ID of the Equity Shareholders, number of shares held by them, nominal value of such shares and whether the shares have differential voting rights.
7. The said register, all other papers and relevant records relating to electronic voting and poll shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same shall be handed over to the Board of Directors of the Company.

Thanking you,

**FOR, ALPESH DHANDHLYA & ASSOCIATES  
COMPANY SECRETARIES**

  
**PROPRIETOR  
CS ALPESH DHANDHLYA  
(COP No.: 12119)**



**PLACE: AHMEDABAD**

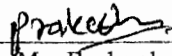
**DATE: JULY 28, 2016**

We, the undersigned, witnesseth that the votes unblocked from the e-voting website of National Securities Depository Limited ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)) in our presence at 01:00 p.m. on 27<sup>th</sup> July, 2016 at the office of the Scrutinizer.

**Name and Address of Witness:**

  
1. Ms. Divya Agarwal

**Name and Address of Witness:**

  
2. Mr. Prakash Joshi

Address: Mahaveer Colony Behind of Gokul Garden Sheoganj\_307027 (Sirohi) Rajasthan

Address: 3/23, Ellise Bridge, Po. Line, Ellise Bridge Ahmedabad-06.



**Alpeh Dhandhlya & Associates  
Company Secretaries**

Office : Office : 401, Haash Complex, Nagri Hospital-Law Garden Road, Nr. Ellise Bridge Police Line, Ahmedabad-380006  
Email Ids. [welcometwpcs@gmail.com](mailto:welcometwpcs@gmail.com), [alpeh.pcs@gmail.com](mailto:alpeh.pcs@gmail.com), Ph. 079 - 26445004, Contact Nos. 8000133307

**FORM No. MGT-13**

**Report of Scrutinizer**

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2)  
of the Companies (Management and Administration) Rules, 2014]

To,  
Chairman & Managing Director  
**INVESTMENT & PRECISION CASTINGS LIMITED**  
(CIN: L27100GJ1975PLC002692)  
Nari Road, Bhavnagar,  
**Gujarat-364006**

**Annual General Meeting of the Equity Shareholders of INVESTMENT & PRECISION CASTINGS LIMITED held on Tuesday, 26<sup>th</sup> July, 2015 at 04:30 p.m. at Hotel Nilam Baug Palace, Bhavnagar, Gujarat-364003**

Dear Sir,

I, CS Alpeh Dhandhlya, the proprietor of M/s. Alpeh Dhandhlya & Associates, Company Secretaries, having address at 401, Haash Complex, Nr. Ellise Bridge Police Line, Nagri Hospital to Law Garden Road, Law Garden, Ahmedabad-380006, appointed as the Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the Annual General Meeting of the Equity Shareholders of **INVESTMENT & PRECISION CASTINGS LIMITED**, held on Tuesday, 26<sup>th</sup> July, 2016 at Hotel Nilam Baug Palace, Bhavnagar, Gujarat - 364003, submit my report as under:

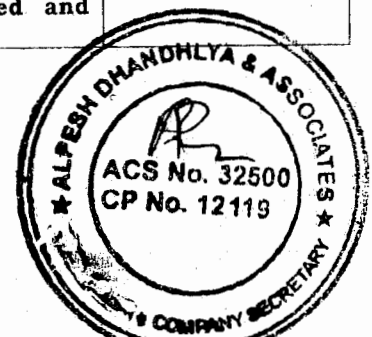
1. After the time fixed for closing of the poll by the Chairman, one (1) ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the M/s. MCS Limited, Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company. For eliminating duplicate voting (e-voting and voting on poll), necessary action was taken and the details of the Members who had voted through e-voting facility were obtained in advance and blocked for the purpose of issuing the poll papers at AGM. Poll papers were issued only to those Members present at AGM, who have not opted the e-voting facility.
3. I did not find any poll papers invalid.
4. The result of the Poll is as under:

**Resolution No. 1, Ordinary Resolution:**

Consideration and adoption of the Financial Statement as at March 31, 2016 and the report of the Board of Directors and Auditors thereon.

(i) Voted in **favour** of the resolution:

| Number of Members Present and Voting (in person and proxy) | Number of votes cast by them  | % of total number of valid votes |
|--|---|----------------------------------|
| <b>22 (Twenty Two)</b>                                     | <b>8,377</b><br><b>(Eight Thousand Three Hundred and Seventy Seven)</b> | <b>100.00</b>                    |





**Alpesh Dhandhlya & Associates**  
**Company Secretaries**

Office : Office : 401, Haash Complex, Nagri Hospital-Law Garden Road, Nr. Ellise Bridge Police Line, Ahmedabad-380006  
Email Ids. [welcme2pcs@gmail.com](mailto:welcme2pcs@gmail.com), [alpesh.pcs@gmail.com](mailto:alpesh.pcs@gmail.com), Ph. 079 - 26445004, Contact Nos. 8000133307

(ii) Voted **against** the resolution:

| Number of Members Present and Voting (in person and proxy) | Number of votes cast by them | % of total number of valid votes |
|--|------------------------------|----------------------------------|
| <b>NIL</b>   | <b>NIL</b>                   | <b>NIL</b>                       |

(iii) Invalid votes:

| Total Number of Members (in person and proxy) whose votes declared invalid | Number of votes cast by them |
|--|------------------------------|
| <b>NIL</b>   | <b>NIL</b>                   |

**Resolution No. 2, Ordinary Resolution:**

Declaration of Dividend

(i) Voted in **favour** of the resolution:

| Number of Members Present and Voting (in person and proxy) | Number of votes cast by them  | % of total number of valid votes |
|--|---|----------------------------------|
| <b>22 (Twenty Two)</b>                                     | <b>8,377</b><br><b>(Eight Thousand Three Hundred and seventy Seven)</b> | <b>100.00</b>                    |

(ii) Voted **against** the resolution:

| Number of Members Present and Voting (in person and proxy) | Number of votes cast by them | % of total number of valid votes |
|--|------------------------------|----------------------------------|
| <b>NIL</b>   | <b>NIL</b>                   | <b>NIL</b>                       |

(iii) Invalid votes:

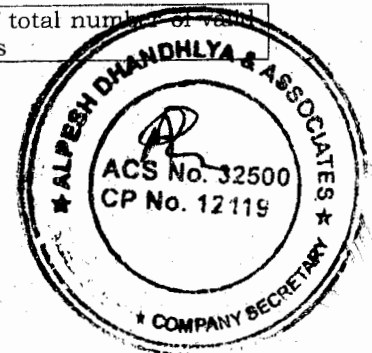
| Total Number of Members (in person and proxy) whose votes declared invalid | Number of votes cast by them |
|--|------------------------------|
| <b>NIL</b>   | <b>NIL</b>                   |

**Resolution No. 3, Ordinary Resolution:**

Appointment of Smt. Vishakha P. Tamboli (DIN 06600319) as director who retires by rotation and being eligible offers herself for re-appointment

(i) Voted in **favour** of the resolution:

| Number of Members Present and Voting | Number of votes cast by them | % of total number of valid votes |
|--------------------------------------|------------------------------|----------------------------------|
|--------------------------------------|------------------------------|----------------------------------|





Alpesh Dhandhlya & Associates  
Company Secretaries

Office : Office : 401, Haash Complex, Nagri Hospital-Law Garden Road, Nr. Ellise Bridge Police Line, Ahmedabad-380006  
Email Ids. [welcome2pcs@gmail.com](mailto:welcome2pcs@gmail.com), [alpesh.pcs@gmail.com](mailto:alpesh.pcs@gmail.com), Ph. 079 - 26445004, Contact Nos. 8000133307

|   |   |               |
|---|---|---------------|
| (in person and proxy)<br><b>22 (Twenty Two)</b> | <b>8,377</b><br><b>(Eight Thousand Three Hundred and seventy Seven)</b> | <b>100.00</b> |
|---|---|---------------|

(ii) Voted **against** the resolution:

| Number of Members Present and Voting<br>(in person and proxy) | Number of votes cast by them | % of total number of valid votes |
|---|------------------------------|----------------------------------|
| <b>NIL</b>  | <b>NIL</b>                   | <b>NIL</b>                       |

(iii) Invalid votes:

| Total Number of Members (in person and proxy) whose votes declared invalid | Number of votes cast by them |
|--|------------------------------|
| <b>NIL</b>   | <b>NIL</b>                   |

**Resolution No. 4, Ordinary Resolution:**

Re-appointment of the existing Auditors, M/s. Sanghavi & Company Chartered Accountants, Bhavnagar

(i) Voted in **favour** of the resolution:

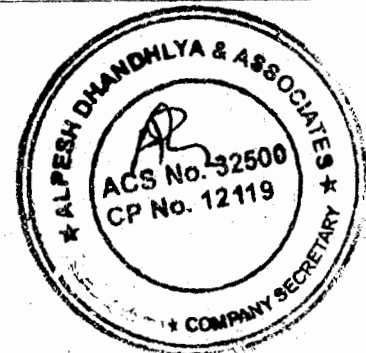
| Number of Members Present and Voting<br>(in person and proxy) | Number of votes cast by them  | % of total number of valid votes |
|---|---|----------------------------------|
| <b>22 (Twenty Two)</b>  | <b>8,377</b><br><b>(Eight Thousand Three Hundred and seventy Seven)</b> | <b>100.00</b>                    |

(ii) Voted **against** the resolution:

| Number of Members Present and Voting<br>(in person and proxy) | Number of votes cast by them | % of total number of valid votes |
|---|------------------------------|----------------------------------|
| <b>NIL</b>  | <b>NIL</b>                   | <b>NIL</b>                       |

(iii) Invalid votes:

| Total Number of Members (in person and proxy) whose votes declared invalid | Number of votes cast by them |
|--|------------------------------|
| <b>NIL</b>   | <b>NIL</b>                   |








Alpesh Dhandhlya & Associates  
Company Secretaries

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Email Ids. [welcomc2pcs@gmail.com](mailto:welcomc2pcs@gmail.com), [alpesh.pcs@gmail.com](mailto:alpesh.pcs@gmail.com), Ph. 079 - 26445004, Contact Nos. 8000133307

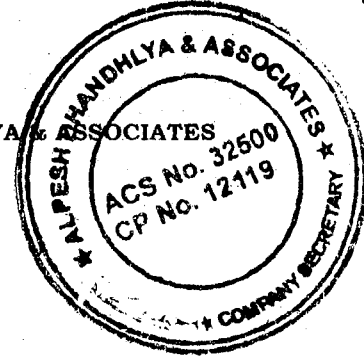
5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Chairman & Managing Director authorized by the Board of Directors of Investment & Precision Castings Limited for safe keeping.

Thanking you,

FOR, ALPESH DHANDHLYA & ASSOCIATES  
COMPANY SECRETARIES



PROPRIETOR  
CS ALPESH DHANDHLYA  
(COP No.: 12119)

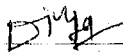


PLACE: AHMEDABAD

DATE: July 28, 2016

We, the undersigned, witnesseth that the polling box was opened in our presence at 01:00 p.m. on 27<sup>th</sup> July, 2016 at the office of the Scrutinizer.

Name and Address of Witness:



1. Ms. Divya Agarwal

Name and Address of Witness:

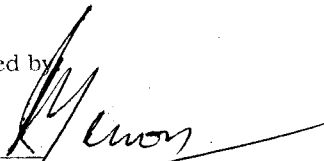


2. Mr. Prakash Joshi

Address: Mahaveer Colony Behind of Gokul Garden Sheoganj\_307027 (Sirohi) Rajasthan

Address: 3/23, Ellise Bridge, Po. Line, Ellise Bridge Ahmedabad

Counter signed by



(RAM KRISHNA MENON)  
(DIN: 00088753)  
Whole Time Director