

B-209, 2nd Floor, Mondeal Square, Nr. Prahaladnagar Garden,
Pralhadnagar, Ahmedabad - 380015. Phone : 91-9228010690 / 1 / 2
E-mail : info@palcometals.com • www.palcometals.com
CIN : L27310GJ1960PLC000998



Palco Metals Limited

26th September, 2016

Listing Department
BSE LIMITED,
Phiroze Jeejeebhoy Tower,
Dalal Street,
MUMBAI - 400 001.

Dear Sir,

BSE Scrip Code: 539121

**Sub: Submission of 55th AGM Voting Results of the the Company under Regulation 44(3) SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 44(3) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed details of Consolidated Voting Results through Poll & Remote E-Voting at the 55th Annual General Meeting of the Company held on Saturday, the 24th September, 2016 at B-209, Mondeal Square, Prahaladnagar Garden, Prahaladnagar, Satellite, Ahmedabad - 380015

You are requested to take the same on record and acknowledge the receipt of the same.

Thanking You.

Yours faithfully,

For, **PALCO METALS LIMITED**

K. B. Agrawal
KAILASCHANDRA AGRAWAL
CHAIRMAN (DIN: 05334077)

Encl: Disclosure of 55th AGM Voting Results



DISCLOSURE OF VOTING RESULTS OF 55TH ANNUAL GENERAL MEETING OF PALCO METALS LIMITED HELD ON SATURDAY, 24TH SEPTEMBER, 2016 AS PER REGULATION 44(3) SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

| Sr. No. | Particulars | Details |
|---------|---|----------------------------------|
| 1 | Date of AGM | 24 th September, 2016 |
| 2 | Total number of shareholders on record date | 1601 |
| 3 | No. of Shareholders present in the meeting either in person or through proxy: | |
| | (a) Promoters and Promoter Group Personally Present | 9 |
| | Promoters Present through Proxy | 0 |
| | (b) Public Personally Present | 10 |
| | Public Present through Proxy | 01 |
| 4 | No. of Shareholders attended the meeting through Video Conferencing: | Not Arranged |
| | Promoters and Promoter Group: | |
| | Public: | |

Thanking You.

Yours faithfully,

For, PALCO METALS LIMITED


K. B. Agrawal

KAILASCHANDRA AGRAWAL
 CHAIRMAN (DIN: 05334077)

Encl: Disclosure of 55th AGM Voting Results


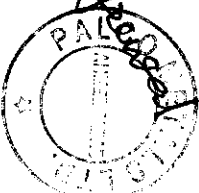
PALCO METALS LIMITED
55TH ANNUAL GENERAL MEETING
AGM REMOTE E-VOTING & POLL RESULTS

| Resolution No.1 | Ordinary Resolution : To consider and adopt the Audited Financial Statement of the Company including Audited Balance Sheet [including consolidated financial statements] as at 31st March, 2016, the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon. | Whether Promoter Interested | | | | | | |
|--------------------------------|---|-----------------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| | | No | | | | | | |
| Promoter/Public | 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 |
| Promoter and Promoter Group | E-Voting | 1 | 2 | 3 | 4 | 5 | 6 | 7 |
| | | | 0 | 0.00% | 0 | 0 | 0.00% | 0.00% |
| | | Poll | 648920 | 23.80% | 648920 | 0 | 100.00% | 0.00% |
| | Total | 2727040 | 648920 | 23.80% | 648920 | 0 | 100.00% | 0.00% |
| Public – Institutional holders | E-Voting | | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Poll | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Total | 0 | 0 | 0 | 0 | 0 | 0 |
| Public-Others | E-Voting | 1272960 | 382000 | 30.01% | 382000 | 0 | 100.00% | 0 |
| | | Poll | 190120 | 14.94% | 190100 | 0 | 99.99% | 0 |
| | | Total | 572120 | 44.94% | 572100 | 0 | 100.00% | 0 |
| Total | | 4000000 | 1221040 | NA | 1221020 | 0 | 100 | 0 |

K. B. 

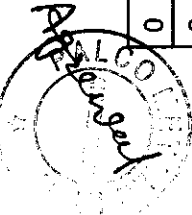
PALCO METALS LIMITED
55TH ANNUAL GENERAL MEETING
AGM REMOTE E-VOTING & POLL RESULTS

| Resolution No.2 | Ordinary Resolution; To appoint a Director in place of Mr. Kirankumar Agrawal (DIN: 00395934), who retires by rotation and being eligible offers himself for reappointment. | Whether Promoter Interested | | | | | | |
|--------------------------------|---|-----------------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| | | No | | | | | | |
| Promoter/Public | 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 | 4 | 5 | (6) = [(4)/(2)]*100 | (7) = [(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | | 0 | 0.00% | 0 | 0 | 0.00% | 0.00% |
| | Poll | | 648920 | 23.80% | 648920 | 0 | 100.00% | 0.00% |
| | Total | 2727040 | 648920 | 23.80% | 648920 | 0 | 100.00% | 0.00% |
| Public – Institutional holders | E-Voting | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public-Others | E-Voting | 1272960 | 382000 | 30.01% | 382000 | 0 | 100.00% | 0 |
| | Poll | | 190120 | 14.94% | 190100 | 0 | 99.99% | 0 |
| | Total | | 572120 | 44.94% | 572100 | 0 | 100.00% | 0 |
| Total | | 4000000 | 1221040 | NA | 1221020 | 0 | 100 | 0 |

K. B. 


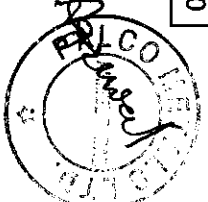
PALCO METALS LIMITED
55TH ANNUAL GENERAL MEETING
AGM REMOTE E-VOTING & POLL RESULTS

| Resolution No.3 | Ordinary Resolution: To ratify the appointment of M/s. Rahul Kakani & Associates, Chartered Accountants [Firm Registration No. 130198W] as Statutory Auditors of the Company, who hold office from the conclusion of 53 rd Annual General Meeting until the conclusion of 58 th Annual General Meeting and fix their remuneration. | Whether Promoter Interested | | | | | | | |
|--------------------------------|--|-----------------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|-------|
| | | No | No | | | | | | |
| Promoter/Public | 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 | |
| Promoter and Promoter Group | E-Voting | 1 | 2 | 3 | 4 | 5 | 6 | 7 | |
| | | | 0 | 0.00% | 0 | 0 | 0 | 0.00% | 0.00% |
| | | Poll | 648920 | 648920 | 23.80% | 648920 | 0 | 100.00% | 0.00% |
| | Total | 2727040 | 648920 | 23.80% | 648920 | 0 | 100.00% | 0.00% | |
| Public – Institutional holders | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 | |
| | | Poll | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public-Others | E-Voting | 1272960 | 382000 | 30.01% | 382000 | 0 | 100.00% | 0 | |
| | | Poll | 190120 | 190100 | 14.94% | 190100 | 0 | 99.99% | 0 |
| | | Total | 572120 | 572100 | 44.94% | 572100 | 0 | 100.00% | 0 |
| Total | | 4000000 | 1221040 | NA | 1221020 | 0 | 100 | 0 | |

K. B. A. 

PALCO METALS LIMITED
55TH ANNUAL GENERAL MEETING
AGM REMOTE E-VOTING & POLL RESULTS

| Resolution No.4 | Special Resolution: To re-appoint Mr. Kanaiyala Agrawal (DIN: 00594240) as Whole-time Director of the Company for a further period of 5 years w.e.f. 1st August, 2016 to 31 st July, 2021 and payment of remuneration for 3 years. | Whether Promoter Interested | | | | | | | | | | | | | |
|--------------------------------|---|-----------------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|-------|--------|--------|--------|---|---------|-------|
| | | No | Yes | | | | | | | | | | | | |
| Promoter/Public | 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 | 4 | 5 | 6 | 7 |
| Promoter and Promoter Group | E-Voting | Total | 0 | 0.00% | 0 | 0 | 0.00% | 0.00% | | | | | | | |
| | | | | | | | | | Poll | 648920 | 23.80% | 648920 | 0 | 100.00% | 0.00% |
| | | | | | | | | | Total | 648920 | 23.80% | 648920 | 0 | 100.00% | 0.00% |
| Public - Institutional holders | E-Voting | Total | 0 | 0 | 0 | 0 | 0 | 0 | | | | | | | |
| | | | | | | | | | Poll | 0 | 0 | 0 | 0 | 0 | 0 |
| | | | | | | | | | Total | 0 | 0 | 0 | 0 | 0 | 0 |
| Public-Others | E-Voting | Total | 1272960 | 382000 | 30.01% | 382000 | 100.00% | 0 | | | | | | | |
| | | | | | | | | | Poll | 190120 | 14.94% | 190100 | 0 | 99.99% | 0 |
| | | | | | | | | | Total | 572120 | 44.94% | 572100 | 0 | 100.00% | 0 |
| Total | | Total | 4000000 | 1221040 | NA | 1221020 | 0 | 100 | 0 | | | | | | |

K. B. 

Punit S. Lath (B.Com., ACS)
Practicing Company Secretary

M: 9825596923, 8000860208. E-mail Id: punit.lath@yahoo.com,@gmail.com.



COMBINED REPORT OF SCRUTINIZER

(Pursuant to Section 108, 109, of the Companies Act, 2013 and 21(2) of the Companies (Management and Administration) Rules, 2014 and rules 20(3)(xii) of the Companies (Management and Administration) amendment Rules, 2015 and read with clause 44(3) SEBI Listing Regulations 2015)

To,
The Chairman
Palco Metals Limited
B-209, Mondeal Square,
Praladnagar Garden,
Satellite, Ahmedabad – 380015.

Dear Sir,

Sub : Report on Electronic Voting carried out during 21st September, 2016 9:00 A.M. hours to 23rd September, 2016 5:00 P.M. and poll conducted on the 55th Annual General Meeting of Palco Metals Limited on 24th September, 2016.

I, Punit Santoshkumar Lath in the capacity of Scrutinizer, furnish the consolidated report as under:

1. I, Punit S. Lath, Practicing Company Secretary was appointed scrutinizer by the Board of Directors of M/s. Palco Metals Limited for the purpose of scrutinizing the remote e-voting & poll conducted in AGM on the below mentioned resolutions at the 55th Annual General Meeting (AGM) of the company held on 24th September, 2016 at registered office.
2. The Company engaged the services of National Security Depository Limited (NSDL) (hereinafter referred to as the "Service Provider") to offer the e-voting facility to its shareholders. The e-voting facility was offered and kept open by the Company to its Shareholders for the period commencing on 21st September, 2016 9:00 A.M. hours and ending on 23rd September, 2016 5:00 P.M.
3. The shareholders whose names appeared in the Register of Members / List of Beneficial Owners as on 17th September, 2016 (i.e. cut - off date) were allowed to participate and vote electronically during the aforesaid period of e-voting.
4. On 24th September, 2016 after completion of AGM, the votes cast through e-voting facility were duly unblocked by me in the capacity of the Scrutinizer in the presence of Mr. Taresh Barad and Ms. Priya Banthia who were present as witnesses.
5. The Votes cast were reconciled with the records maintained by the company and RTA with respect to authorizations /proxies lodged/signature on ballot paper.
6. My consolidated results with respect to each item on the agenda as set out in the Notice of AGM is enclosed herewith this Report.



Office Address: A-802, Prerna Viraj - II, Opp. Aangan Party Plot, Jodhpur Gaam, Satellite, Ahmedabad - 15, Gujarat, INDIA. M: 9825596923, 8000860208. E-mail: punit.lath@yahoo.com,@gmail.com

Punit S. Lath (B.Com., ACS)
Practicing Company Secretary

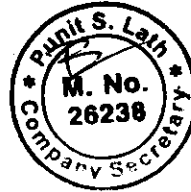


M: 9825596923, 8000860208. E-mail Id: punit.lath@yahoo.com,@gmail.com.

7. Based on the aforesaid results, I report that all the Ordinary Resolutions as contained in Item No. 1 (One) to Item No. 3 (Three) and Special Resolutions as contained in Item No.4 of the Notice dated 10th August, 2016 of 24th Annual General Meeting have been passed with requisite majority.

Thanking You,
Yours faithfully,

Punit Santoshkumar Lath
Practicing Company Secretary
M. No. 26238, CoP No. 11139



Place: Ahmedabad
Date: 25th September, 2016

The Relevant records relating to e-voting, Ballot received by post, and voting conducted by poll process at the Annual General Meeting is handed over to the Chairman/Company Secretary.

K. B. Agrawal

Chairman
Palco Metals Limited

Punit S. Lath (B.Com., ACS)
Practicing Company Secretary



M: 9825596923, 8000860208. E-mail Id: punit.lath@yahoo.com,@gmail.com.

Item No. 1 ORDINARY RESOLUTION

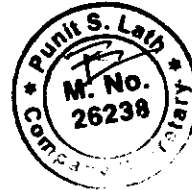
To consider and adopt the Audited Financial Statement of the Company including Audited Balance Sheet [including consolidated financial statements] as at 31st March, 2016, the Statement of Profit and Loss on that date and the reports of the Board of Directors and Auditors thereon.

| Particulars | Remote E Votes | | Voting at the AGM | | Total | | Percentage |
|----------------|----------------|-------------|-------------------|-------------|--------|-------------|------------|
| | Number | No of votes | Number | No of votes | Number | No of Votes | |
| Assent | 3 | 382000 | 12 | 922950 | 15 | 1304950 | 100.00 |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| Invalid | 0 | 0 | 1 | 20 | 1 | 20 | 0.00 |
| Received/Total | 5 | 382000 | 13 | 922970 | 16 | 1304970 | 100.00 |

Note: (Percentage is rounded off in two decimals).

Based on the aforesaid results, I report that Ordinary Resolution as contained in Item No. 1 of the Notice dated 10th August, 2016 has been passed with requisite majority.

Punit Santoshkumar Lath
Practicing Company Secretary
M. No. 26238, CoP No. 11139



Place: Ahmedabad
Date: 25th September, 2016

Punit S. Lath (B.Com., ACS)
Practicing Company Secretary

M: 9825596923, 8000860208. E-mail Id: punit.lath@yahoo.com,@gmail.com.



Item No . 2 ORDINARY RESOLUTION

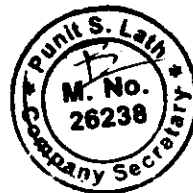
To appoint a Director in place of Mr. Kirankumar Agrawal (DIN: 00395934), who retires by rotation and being eligible offers himself for reappointment.

| Particulars | Remote E Votes | | Voting at the AGM | | Total | | Percentage |
|----------------|----------------|-------------|-------------------|-------------|--------|-------------|------------|
| | Number | No of votes | Number | No of votes | Number | No of Votes | |
| Assent | 3 | 382000 | 12 | 922950 | 15 | 1304950 | 100.00 |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| Invalid | 0 | 0 | 1 | 20 | 1 | 20 | 0.00 |
| Received/Total | 5 | 382000 | 13 | 922970 | 16 | 1304970 | 100.00 |

Note : (Percentage are rounded off in two decimals).

Based on the aforesaid results, I report that Ordinary Resolution as contained in Item No. 2 of the Notice dated 10th August, 2016 has been passed with requisite majority.

Punit Santoshkumar Lath
Practicing Company Secretary
M. No. 26238, CoP No. 11139



Place: Ahmedabad
Date: 25th September, 2016

Punit S. Lath (B.Com., ACS)
Practicing Company Secretary

M: 9825596923, 8000860208. E-mail Id: punit.lath@yahoo.com,@gmail.com.



Item No. 3 **ORDINARY RESOLUTION**

To ratify the appointment of M/s. Rahul Kakani & Associates, Chartered Accountants [Firm Registration No. 130198W] as Statutory Auditors of the Company, who hold office from the conclusion of 53rd Annual General Meeting until the conclusion of 58th Annual General Meeting and fix their remuneration.

| Particulars | Remote E Votes | | Voting at the AGM | | Total | | Percentage |
|----------------|----------------|-------------|-------------------|-------------|--------|-------------|------------|
| | Number | No of votes | Number | No of votes | Number | No of Votes | |
| Assent | 3 | 382000 | 12 | 922950 | 15 | 1304950 | 100.00 |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| Invalid | 0 | 0 | 1 | 20 | 1 | 20 | 0.00 |
| Received/Total | 5 | 382000 | 13 | 922970 | 16 | 1304970 | 100.00 |

Note : (Percentage are rounded off in two decimals).

Based on the aforesaid results, I report that Ordinary Resolution as contained in Item No. 3 of the Notice dated 10th August, 2016 has been passed with requisite majority.

Punit Santoshkumar Lath
Practicing Company Secretary
M. No. 26238, CoP No. 11139



Place: Ahmedabad
Date: 25th September, 2016

Punit S. Lath (B.Com., ACS)
Practicing Company Secretary

M: 9825596923, 8000860208. E-mail Id: punit.lath@yahoo.com,@gmail.com.



SPECIAL BUSINESS

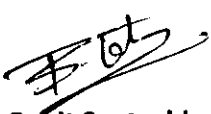
Item No. 4 SPECIAL RESOLUTION

To re-appoint Mr. Kanaiyalal Agrawal (DIN: 00594240) as Whole-time Director of the Company for a further period of 5 years w.e.f. 1st August, 2016 to 31st July, 2021 and payment of remuneration for 3 years.

| Particulars | Remote E Votes | | Voting at the AGM | | Total | | Percentage |
|----------------|----------------|-------------|-------------------|-------------|--------|-------------|------------|
| | Number | No of votes | Number | No of votes | Number | No of Votes | |
| Assent | 3 | 382000 | 12 | 922950 | 15 | 1304950 | 100.00 |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| Invalid | 0 | 0 | 1 | 20 | 1 | 20 | 0.00 |
| Received/Total | 5 | 382000 | 13 | 922970 | 16 | 1304970 | 100.00 |

Note : (Percentage are rounded off in two decimals).

Based on the aforesaid results, I report that Ordinary Resolution as contained in Item No. 4 of the Notice dated 10th August, 2016 has been passed with requisite majority.


Punit Santoshkumar Lath
Practicing Company Secretary
M. No. 26238, CoP No. 11139



Place: Ahmedabad
Date: 25th September, 2016