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

CIN: L27310GJ1960PLC000998



30<sup>th</sup> September, 2015

Bombay Stock Exchange Limited. Phiroje Jeejeebhoy Tower's, Dalal Street, Mumbai-400 001

Subject: Outcome of 54th Annual General Meeting of the Company

Ref.:- Company Code 539121

Dear Sir,

The 54<sup>th</sup> Annual General Meeting of Palco Metals Limited (Company) was held on 29<sup>th</sup> September, 2015 at the registered office of the Company wherein the members have passed the following resolutions unanimously:

Sr.	Details of Agenda	Resolutio n	Mode of Voting	Remarks
No.		required		Describ
1	To approve and adopt financial statements of the Company, the Reports of the Board of Directors and the Auditors thereon for the financial year ended March 31, 2015	Ordinary	AGM	Unanimousl y
2	To appoint a director in place of Mr. Kanaiyalal Agrawal (DIN: 00594240), who retires by rotation and being eligible offers himself for re-appointment	Ordinary	and Poll at AGM	у
3	To ratify appointment of M/s. Rahul Kakani & Associates., Chartered Accountants, Ahmedabad having Firm Registration No. 130198W as Statutory Auditors of the company and to fix their remuneration and if thought fit, to pass the following resolution as an Ordinary Resolution.		E Voting and Poll at AGM	Unanimousl y
4	To appoint Smt. Rakhi Jitendra Agrawal (DIN: 07021709) as an Independent/Non Executive Woman director.	Ordinary	E Voting and Poll at AGM	



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Pls also find attached here with detailed report as required under Clause 35A alongwith the scrutinizer report.

Take the same on record.

Yours Faithfully,

For PALCO METALS LIMITED

Kailaschandra Agrawal

Chairman

(DIN: 05334077)

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# DETAILS OF VOTING BY POLL AT THE 54<sup>TH</sup> ANNUAL GENERAL MEETING INCLUDING E-VOTING AS REQUIRED UNDER CLAUSE 35A OF THE LISTING AGREEMENT

Date of the AGM/EGM:	29/09/2015
Total number of shareholders on record date:	1574
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	9
Public:	7
No. of Share Holders attended the meeting through Video Conferencing	Not Arranged

### **Details of the Agenda:**

Sr.	Agenda Item	Resolution	Mode of e-
No.		Туре	Voting
1	To approve and adopt financial statements of the Company, the Reports of the Board of Directors and the Auditors thereon for the	ORDINARY	Poll & E - Voting
	financial year ended March 31, 2015		

### **Details of Voting:**

Promoter/Public	No. of shares held 1	No. of votes polled 2	% of Votes Polied 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	2727040	2637040	96.7	2637040	0	100	0
Public – Institutional holders		***					
Public-Others	1272960	851360	66.89	851360	0	100	0



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## Details of the Agenda:

	Agenda Item  To appoint a director in place of Mr. Kanaiyalal Agrawal (DIN: 00594240), who retires by rotation and being eligible offers himself for re-appointment.	Resolution Type ORDINARY	Mode of e- Voting Poll & E - Voting
<u>De</u>	tails 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	votes polled (6) = [(4)/(2)]	
2727040	2637040	96.7	2637040	0		
						0
1272960	851360	66.89	851360	0	100	
	shares held 1 2727040	shares votes polled 1 2 2 2727040 2637040	shares votes polled on outstanding shares 3 = [(2)/(1)]*100  2727040 2637040 96.7	shares held polled shares polled 2 shares 3 = [(2)/(1)]*100  2727040 2637040  1272960 851360	shares held 1         votes polled 2         Polled on outstanding shares 3 = [(2)/(1)]*100         No. of Votes in Favour Against 5         No. of Votes in Favour Against 5           2727040         2637040         96.7         2637040         0           1272960         851360         66.89         951360	shares held held 1         votes polled 2         Polled on outstanding shares 3 = [(2)/(1)]*100         No. of Votes in Favour Against 4         No. of Votes in favour on votes polled (6) = [(4)/(2)] *100           2727040         2637040         96.7         2637040         0         100           1272960         851360         66.89         851360         0         0         0

No.	Agenda Item  To ratify appointment of M/s. Rahul Kakani & Associates., Chartered accountants Abmodule 1.1.	Resolution	Mode of e-
3		Type	Voting
1	Chartered accountants, Ahmedabad having Firm Registration No. 130198W as Statutory Auditors of the company and to fix their remuneration and if thought fit, to pass the following resolution as an Ordinary Resolution.	ORDINARY	Poll & E - Voting

## **Details of Voting:**

Promoter/Public	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	[ [(4)/(2)]	
Promoter and Promoter Group Public –	2727040	2637040	96.7	2637040	0	*100 100	0



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CIN: L27310GJ1960PLC000998



Institutional holders							
Public-Others	1272960	851360	66.89	851360		100	
Dataile of the			00.65	931300	LO	100	

#### **Details of the Agenda:**

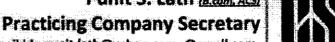
Sr. No.	Agenda Item	Resolution	Mode of e-
4	To appoint Smt. Rakhi Jitendra Agrawal (DIN: 07021709 ) as an	Туре	Voting Poll &
	independent/Non Executive Woman director.	ORDINARY	E - Voting

### **Details of Voting:**

Promoter/Public	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 Vôtes in favour on votes polled (6) = [(4)/(2)] *100	% of Votes against on votes polled (7) = [(5)/(2)] *100
Promoter and Promoter Group	2727040	2637040	96.7	2637040	0	100	0
Public – Institutional holders							
Public-Others	1272960	851360	66.89	851360	0	100	



## Punit S. Lath (B.com, ACS)



Mob : 9825596923. E-mail ld : punit.lath@yahoo.com, @gmail.com.

To. The Chairman Palco Metals Limited B-209, Mondeal Square, Prahladnagar Road, Satellite, 380015.

Subject Declaration of Consolidated Results of Remote E voting and Physical voting through Ballot process in respect of resolution placed in the notice of 54th Annual General Meeting of members of Palco Metals Limited held on 29th September,

I Mr. Punit S. lath Practicng Company Secretary has been appointed pursuant to Section 108, 109, of the Companies Act, 2013 and rules 20 and 21 of the Companies [Management and Administration] Rules, 2014 read with clause 358 of the Listing Agreement for purpose of scrutinizing the remote e-voting and physical e-votina through postal Ballot process at Annual General Meeting of the company in a fair and transparent manner on the resolution mentioned in the agenda of the notice dated 14th August, 2015 of the AGM of the Equity Shareholders of the company held on 29th September, 2015.

My responsibility as a scrutinizer is to ensure and scrutinize the voting done through remote e-voting and physical voting through remote e-voting and physical voting through ballot process in a fair and transparent manner and to make a consolidated scrutinizer report and AGM poll report of the votes cast in favour and against the resolution based on the report generated from the remote e-voting system of CDSL and of Physical voting through ballot process.

Following resolution were carried out for voting by members:

#### Ordinary Resolution

- 1. To approve and adopt financial statements of the Company, the Reports of the Board of Directors and the Auditors thereon for the financial year ended March 31, 2015
- 2. To appoint a director in place of Mr. Kanaiyalal Agrawal (DIN: 00594240), who retires by rotation and being eligible offers himself for re-appointment.
- 3. To ratify appointment of M/s, Rahul Kakani & Associates., Chartered Accountants, Ahmedabad having Firm Registration No. 130198W as Statutory Auditors of the compart and to fix their remuneration and if thought fit, to pass the following resolution as a Ordinary Resolution.

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



Mob : 9825596923. E-mail ld : punit.lath@yahoo.com, @gmail.com.

4. To appoint Smt. Rakhi Jitendra Agrawal (DIN: 07021709) as an Independent/Non Executive Woman director.

### I hereby report as under:

- 1. The Company has completed the dispatch of notice of AGM by 5th September 2015. Notice of AGM was also placed on the website of the company as well as on E-Voting site of NSDL.
- 2. Newspaper advertisement for date and time of commencement and end of remote evoting was also given in the Regional language newspaper and English language Newspaper.
- 3. The Shareholders holding shares as on the Cutoff date i.e. 22nd September, 2015 were entitled to vate through remote E-voting and voting at the AGM through physical ballot process.
- 4. In terms of the aforesaid notice remote e- voting period begins on Saturday, 26<sup>th</sup> September, 2015 from 9.00 a.m. {1ST} and ends on Monday, 28th September, 2015 at 05.00p.m.(1ST).
- 5. Further at the AGM the company has provided the facility of voting through the physical ballot process to those shareholders who were present at the AGM and had not voted through remote e-voting.
- 6. After conclusion of remote e-voting I first counted the vote cast at the meeting through physical ballot process and thereafter unblock the votes in the presence of two witness namely Mr. Taresh Barad and Priya Bhantia who were not in employment of the company.
- 7. The voting results at the AGM and consolidated results of E voting and polling at the AGM is annexed herewith.

8. the results of the voting through physical ballot process at the AGM and through remote evoting may be declared by the Chairman or any other Director as may be decided by the Board.

Date: 29th September, 2015

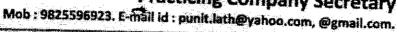
Place: Ahmedabad

Font Lath
Practicing company Secretary
Membership No. A-26238

COP No.: 11139

Office Address :- A/802, Prema Vira] - II, Opp. Chandan Farm, Jodhpur Gaam, Satellite, Ahmedabad - 15. Mob : 9825596923, E-mail : punit.lath@vahoo.com

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





### COMBINED REPORT OF SCRUTINIZER

(pursuant to Section 108, 109, 110 of the Companies Act, 2013 and rules 20(3) (xi) and 22(9) of the Companies (Management and Administration) Rules, 2014 read with clause 35B of the Usfing Agreement)

To,
The Chairman
Palco Metals Limited
B-209, Mondeal Square,
Prohladnagar Road,
Satellite, 380015.

I Punit S Lath, Practicing Company Secretary appointed scrutinizer by M/s. Palco Metals Limited the purpose of scrutinizing the e-voting poll & poll conducted on the below mentioned resolutions at the 54th Annual General Meeting (AGM) of the company held on 29th September, 2015 at 11.30 A.M. at Opp. Khanwadi, Ramol Road, Ahmedabad - 382449.

I hereby submit my combined report for both the poll as under:

### Item No. 1 ORDINARY RESOLUTION

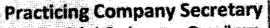
To approve and adopt financial statements of the Company, the Reports of the Board of Directors and the Auditors thereon for the financial year ended March 31, 2015

	?aniculars		Member		No of vo	Percentage		
		Poll Paper	E-Voles	Total	Poll Paper	E-Votes	Total	Permanental and a second a second and a second a second and a second a
	Assent	γ.	5	17	2927080	561320	3488400	100
	Dissent	0	0	0	0	0	0	0
	Invalid	0		0	0	0	0	0
Rec	eived/Total	12	5	17	2927080	561320	3488400	100

Thus the ordinary resolution as contained in Item No. 1 is passed unanimously.



## Punit S. Lath (B.com. ACS)





Mob : 9825596923. Ecsail id : punit.lath@yahoo.com, @gmail.com.

## Item No. 2 ORDINARY RESOLUTION

To appoint a director in place of Mr. Kanaiyalal Agrawal (DIN: 00594240), who retires by rotation and being eligible offers himself for re-appointment.

Particulars	Mente			No of votes contained there in			Percentage
	Poll Paper	E-Voles	iodi	Poll Paper	E-Voles	Total	
AC OIL	12	5	17	2927080	561320	3488400	100
Dissent	0	O	0	0	0	Ο.	0
Invalle	0	C	0	0	0	0	0
Received/Total	12	5	17	2927080	561320	3488400	100

Thus the ordinary resolution as contained in Item No. 2 is passed unanimously.

### Item No. 3 ORDINARY RESOLUTION

To ratify appointment of M/s. Rahul Kakani & Associates., Chartered accountants, Ahmedabad having Firm Registration No. 130198W as Statutory Auditors of the company and to fix their remuneration and if thought fit, to pass the following resolution as an Ordinary Resolution.

Particulars	Member No of votes contained there						Percentage
	Poll Paper	E-Voles	Tolal	Poll Paper	E-Votes	Total	
Assent	12	5	17	2927080	561320	3488400	100
Dissent	Q	O	0	0	0	0	0
invalla	0	0	0	0	0	0	0
Received/Total	1/2	5	17	2927080	561320	3488400	1800

Thus the ordinary resolution as contained in Item No. 3 is passed unanimously.

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



Mob : 9825596923. E-mail id : punit.lath@yahoo.com, @gmail.com.

## Item No. 4 ORDINARY RESOLUTION

To appoint Smt. Rakhi Jitendra Agrawal (DIN: 07021709) as an independent/Non Executive Woman director

Particulars		Member		No of votes contained there			Percentage	
					În			
	Poll Paper	E-Voles	Total	Poli Paper	E-Voles	Total		
Assent	12	5	17	2927080	561320	3488400	100	
Disent	0	0	0	0	0	0	0	
Invalla	0	0	0	Ö	0	0	0	
Received/Total	12	3	17	2927080	561320	3488400	100	

Thus the ordinary resolution as contained in Item No. 4 is passed unanimously.

Date: 29th September, 2015

Place: Ahmedabad

**Punit Lath** 

Practicing company Secretary Membership No. A-26238

COP No.: 11139