



**Date: 28<sup>th</sup> September, 2018**

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

Dear Sir,

**BSE Scrip Code: 539121**

**Sub: Submission of 57<sup>th</sup> AGM outcome under Regulation 30 and Voting Results of the Company under Regulation 44(3) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 30 and 44(3) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed details of outcome of AGM along with Consolidated Voting Results through Poll & Remote E-Voting at the 57<sup>th</sup> Annual General Meeting of the Company held on Friday, the 28<sup>th</sup> September, 2018 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**

**MUKESH TIWARI  
COMPANY SECRETARY**

**Encl: Disclosure of 57<sup>th</sup> AGM outcome along with Voting Results.**

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**

**Date: 28<sup>th</sup> September, 2018**

To  
The Manager  
Listing Department,  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai -400 001

**SCRIP CODE: 539121**

**Sub: Proceedings of 57<sup>th</sup> Annual General Meeting of the Company held on 28<sup>th</sup> September, 2018, in accordance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

With reference to the captioned subject, 57<sup>th</sup> Annual General Meeting ("57th AGM") of the members of Palco Metals Limited ("the Company") was held on Friday, the 28<sup>th</sup> September, 2018, at 11:00 AM, at the Registered Office of the Company at B-209, Mondeal Square, Prahaladnagar Garden, Prahaladnagar, Satellite, Ahmedabad 380015.

Pursuant to Regulation 30, Part A of Schedule-III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby furnished the proceedings (outcome) of the said 57<sup>th</sup> AGM as under.

Mr. Kailashchandra Agrawal, Chairman of the Board of Directors, occupied the Chair for conducting the meeting.

Following were present at 57th AGM:

Mr. Kailashchandra Agrawal	-	Chairman & Director
Mr. Kirankumar Agrawal	-	Director
Mr. Kanaiyalal Babulal Agrawal	-	Director

Mr. Rahul Kakani, Partner of M/s. Rahul Kakani & Associates, Statutory Auditors of the Company, was present.

Mr. Mukesh Tiwari, Company Secretary & Compliance Officer of the Company, was present.

Mr. Punit Lath, Practicing Company Secretary & Secretarial Auditors, Scrutinizer for the AGM of the Company was also present.



Total 19 members in person were present in the meeting to form the Quorum and the meeting was in order for conducting the business as required under Section 103 of the Companies Act, 2013.

With the consent of the Members present, the Notice convening the Meeting having been circulated to all the members was taken as read.

Statutory Auditors and Secretarial Auditor of the Company have not made any Qualifications or Adverse Remarks in their report related to Audited Accounts of the Company for the year ended on 31st March, 2018.

All the Resolutions (Ordinary & Special) as per Notice of 57th AGM were duly proposed and seconded by the members present in the meeting.

Mr. Mukesh Tiwari, Company Secretary, informed the Members that pursuant to the provisions of the Companies Act, 2013 and Rules made thereunder, Regulation 44 of Listing Regulations and Secretarial Standard on General Meetings, the Company has provided remote e-voting facility to the Members of the Company in respect of resolutions to be passed at the Meeting. The remote e-voting commenced at 9:00 AM on September 25, 2018 and ended at 5:00 PM on September 27, 2018.

He further informed that the Company has engaged the services of "NSDL" as the agency for providing remote e-voting facility and have appointed Mr. Punit S. Lath, Secretary in Practice, as the Scrutinizer for the purpose of scrutinizing Poll and remote e-voting process.

Thereafter Mr. Kailashchandra Agrawal, Chairman, delivered speech and replied the queries rose by the members in the meeting.

Thereafter, Company Secretary informed that the Company has provided ballot facility for voting to the members present in the meeting on all resolutions set out in the Notice calling this meeting and accordingly exercise their vote in the meeting.

Mr. Punt S. Lath, Scrutinizer, informed the Members that the facility for voting through Polling Papers is made available during the Meeting for those members who have not casted their vote through remote e-voting and briefed the procedures of the poll at AGM.

The Scrutinizer, after scrutinizing the votes casted in this meeting through Ballot Paper and through remote e-voting, have submitted his consolidated report to the Chairman. Then after results on all the resolutions as under have been declared by the Chairman of the meeting and placed on the website of the Company and NSDL. The results have also been communicated to BSE Ltd.

1. Ordinary Resolution No. 1: To receive, consider and adopt the audited financial statements [including consolidated financial statements] of the Company for the year ended on March 31, 2018 and the Reports of the Board of Directors and Auditors thereon was duly passed unanimously.
2. Ordinary Resolution No. 2: To appoint a Director in place of Mr. Kanaiyalal Babulal Agarwal DIN: 00594240 who retires by rotation and being eligible offers himself for re-appointment was duly passed unanimously.

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CIN : L27310GJ1960PLC000998



**Palco Metals Limited**

3. Ordinary Resolution No. 3: To ratify the appointment of M/s. Rahul Kakani & Associates, Chartered Accountants [Firm Registration No. 130198W] as Statutory Auditors of the Company was duly passed unanimously.
4. Special Resolution No. 4: To appoint the Kirankumar Babulal Agrawal as the Managing Director of the company was duly passed unanimously.

The meeting ends on 11.30 AM.

Kindly acknowledge the receipt of the above.

Thanking You.

Yours faithfully,

For, PALCO METALS LIMITED

**MUKESH TIWARI**  
**COMPANY SECRETARY**

Date: 28/09/2018  
Place: Ahmedabad

**PALCO METALS LIMITED**  
**57TH ANNUAL GENERAL MEETING**  
**AGM REMOTE E-VOTING & POLL RESULTS**

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/prom. grp are interested resolution?				Yes				
Description of resolution considered				To consider and adopt the Audited Financial Statements (including Consolidated Financial Statement) of the Company including Audited Balance Sheet as at 31st March, 2018, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the reports of the Board of Directors and Auditors thereon.				
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	2727040	1790840	65.6697	1790840	0	100.0000	0.0000
	Poll		936200	34.3303	936200	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0	0
	Total	2727040	2727040	100.0000	2727040	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1272960	657966	51.6879	657966	0	100.0000	0.0000
	Poll		378060	29.6993	378060	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0	0
	Total	1272960	1036026	81.3872	1036026	0	100.0000	0.0000
Total	Total	4000000	3763066	94.0767	3763066	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

**PALCO METALS LIMITED**  
**57TH ANNUAL GENERAL MEETING**  
**AGM REMOTE E-VOTING & POLL RESULTS**

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/prom. grp are interested resolution?				Yes				
Description of resolution considered				To appoint a Director in place of Mr. Kanaiyalal Babulal Agarwal (DIN: 00594240) who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.				
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	2727040	1790840	65.6697	1790840	0	100.0000	0.0000
	Poll		936200	34.3303	936200	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0	0
	Total	2727040	2727040	100.0000	2727040	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1272960	657966	51.6879	657966	0	100.0000	0.0000
	Poll		378060	29.6993	378060	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0	0
	Total	1272960	1036026	81.3872	1036026	0	100.0000	0.0000
Total	Total	4000000	3763066	94.0767	3763066	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	



**PALCO METALS LIMITED**  
**57TH ANNUAL GENERAL MEETING**  
**AGM REMOTE E-VOTING & POLL RESULTS**

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/prom. grp are interested resolution?				Yes				
Description of resolution considered				To ratify the appointment of M/s. Rahul Kakani & Associates, Chartered Accountants [Firm Registration No. 130198W] as Statutory Auditors of the Company.				
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	2727040	1790840	65.6697	1790840	0	100.0000	0.0000
	Poll		936200	34.3303	936200	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0	0
	Total	2727040	2727040	100.0000	2727040	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1272960	657966	51.6879	657966	0	100.0000	0.0000
	Poll		378060	29.6993	378060	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0	0
	Total	1272960	1036026	81.3872	1036026	0	100.0000	0.0000
Total	Total	4000000	3763066	94.0767	3763066	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

**PALCO METALS LIMITED**  
**57TH ANNUAL GENERAL MEETING**  
**AGM REMOTE E-VOTING & POLL RESULTS**

Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/prom. grp are interested resolution?				Yes				
Description of resolution considered				To appoint Mr Kirankumar Agrawal (Din 00395934) as the Managing Director of the Company				
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	2727040	1790840	65.6697	1790840	0	100.0000	0.0000
	Poll		936200	34.3303	936200	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0	0
	Total	2727040	2727040	100.0000	2727040	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1272960	657966	51.6879	657966	0	100.0000	0.0000
	Poll		378060	29.6993	378060	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0	0
	Total	1272960	1036026	81.3872	1036026	0	100.0000	0.0000
Total		4000000	3763066	94.0767	3763066	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	





**Punit Santoshkumar Lath (B.Com., ACS)**  
**PRACTICING COMPANY SECRETARY**

**Office Address :**

A-802, Prerna Viraj – II, Opp. Aangan Party Plot,  
Jodhpur Gam, Satellite, Ahmedabad – 380015,  
Gujarat, INDIA.

M: 9825596923 | 8000860208

Email : punit.lath@yahoo.com, @gmail.com

**COMBINED REPORT OF SCRUTINIZER**

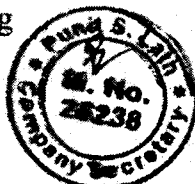
(Pursuant to Section 108, 109 of the Companies Act, 2013 and rules 20(4)(XII) (Management and Administration) Rules, 2014 read with Regulation 44 of the SEBI (LODR) Regulations, 2015)

To,  
Chairman  
Palco Metals Limited  
B-209, Mondeal Square,  
Praladnagar Road,  
Praladnagar, Satellite,  
Ahmedabad-380015  
Gujarat.

**Sub:** Report on Electronic Voting carried out during September 25, 2018 (09:00 AM) and ending on September 27, 2018 (05:00 PM) and poll conducted on the 57th Annual General Meeting of Palco Metals Limited on 28<sup>th</sup> September, 2018.

Respected Sir,

1. I Punit Santosh Kumar Lath, was appointed as 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 57<sup>th</sup> Annual General Meeting (AGM) of the company held on 28<sup>th</sup> September, 2018 at 11.00 a.m., at Registered office.
2. The Company engaged the services of National Securities Depository Limited (NSDL) (hereinafter referred to as the "Service Provider") to offer the remote e-voting facility to its shareholders.
3. The e-voting facility was offered and kept open by the Company to its Shareholders for the period commencing on 25/09/2018 09:00 A.M. and ending on 27/09/2018 17:00 (05:00) PM.
4. The shareholders whose names appeared in the Register of Members / List of Beneficial Owners as on 22/09/2018 (i.e. cut - off date) were allowed to participate and vote electronically during the aforesaid period of e-voting.
5. On 28<sup>th</sup> September, 2018 after completion of AGM at 11:30 A.M and counting





**Punit Santoshkumar Lath** (B.Com., ACS)  
**PRACTICING COMPANY SECRETARY**

**Office Address :**

A-802, Prerna Viraj – II, Opp. Aangan Party Plot,  
Jodhpur Gam, Satellite, Ahmedabad – 380015,  
Gujarat, INDIA.

M: 9825596923 | 8000860208

Email : punit.lath@yahoo.com, @gmail.com

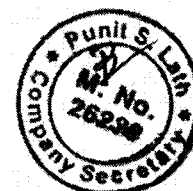
Physical Votes, the votes cast through -voting facility were duly unblocked by me in the capacity of the Scrutinizer in the presence of Mr. Taresh Barad and Mr. Santosh Lath who were present as witnesses.

6. The locked ballot boxes were subsequently opened in my/our presence and poll papers were diligently scrutinized. The poll 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 poll papers and polls on proxies which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
8. My consolidated results with respect to each item on the agenda as set out in the Notice of the 57th AGM dated 14<sup>th</sup> August, 2018 is enclosed herewith this Report.
9. Based on the aforesaid results, I report that 3 Three Ordinary Resolutions as contained in Item No. 1 (One) to Item No. 3 (Three) and Special Resolution as Contained in Notice Item No. 4 (Four) of the Notice dated 14<sup>th</sup> August, 2018 of 57<sup>th</sup> Annual General Meeting were duly passed.
10. The combined result of the Remote E-voting and Poll is as under:

**Ordinary Resolution No 1:** To consider and adopt the Audited Financial Statements (including Consolidated Financial Statement) of the Company including Audited Balance Sheet as at 31st March, 2018, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the reports of the Board of Directors and Auditors thereon.

Particulars	Remote E Votes		Voting at the AGM		Total		Percentage of total number of valid votes cast
	Number of Folio voted	No of votes	Number of Folio voted	No of votes	Number of Folio voted	No of Votes	
Assent	13	2448806	10	1314260	23	3763066	100%
Dissent	0	0	0	0	0	0	0
Invalid	0	0	0	0	0	0	0
Received/Total	13	2448806	10	1314260	23	3763066	100%

*Based on the aforesaid results, I report that Ordinary Resolution as contained in Item No. 1 of the Notice dated 14<sup>th</sup> August, 2018 has been passed unanimously.*





**Punit Santoshkumar Lath (B.Com., ACS)**  
**PRACTICING COMPANY SECRETARY**

**Office Address :**

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Gujarat, INDIA.

M: 9825596923 | 8000860208

Email : punit.lath@yahoo.com, @gmail.com

**Ordinary Resolution No 2** To appoint a Director in place of Mr. Kanaiyalal Babulal Agarwal (DIN: 00594240) who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

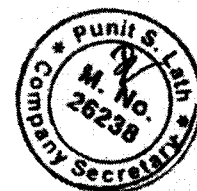
Particulars	Remote E Votes		Voting at the AGM		Total		Percentage of total number of valid votes cast
	Number of Folio voted	No of votes	Number of Folio voted	No of votes	Number of Folio voted	No of Votes	
Assent	13	2448806	10	1314260	23	3763066	100%
Dissent	0	0	0	0	0	0	0
Invalid	0	0	0	0	0	0	0
Received/Total	13	2448806	10	1314260	23	3763066	100%

*Based on the aforesaid results, I report that Ordinary Resolution as contained in Item No. 2 of the Notice dated 14<sup>th</sup> August, 2018 has been passed unanimously.*

**Ordinary Resolution No 3:** To ratify the appointment of M/s. Rahul Kakani & Associates, Chartered Accountants [Firm Registration No. 130198W] as Statutory Auditors of the Company

Particulars	Remote E Votes		Voting at the AGM		Total		Percentage of total number of valid votes cast
	Number of Folio voted	No of votes	Number of Folio voted	No of votes	Number of Folio voted	No of Votes	
Assent	13	2448806	10	1314260	23	3763066	100%
Dissent	0	0	0	0	0	0	0
Invalid	0	0	0	0	0	0	0
Received/Total	13	2448806	10	1314260	23	3763066	100%

*Based on the aforesaid results, I report that Ordinary Resolution as contained in Item No. 3 of the Notice dated 14<sup>th</sup> August, 2018 has been passed unanimously.*





**Punit Santoshkumar Lath (B.Com., ACS)**  
**PRACTICING COMPANY SECRETARY**

**Office Address :**

A-802, Prerna Viraj – II, Opp. Aangan Party Plot,  
Jodhpur Gam, Satellite, Ahmedabad – 380015,  
Gujarat, INDIA.

M: 9825596923 | 8000860208

Email : punit.lath@yahoo.com, @gmail.com

**Speical Resolution No 4:**

To appoint Mr Kirankumar Agrawal (Din  
00395934) as the Managing Director of the  
Company

Particulars	Remote E Votes		Voting at the AGM		Total		Percentage of total number of valid votes cast
	Number of Folio voted	No of votes	Number of Folio voted	No of votes	Number of Folio voted	No of Votes	
Assent	13	2448806	10	1314260	23	3763066	100%
Dissent	0	0	0	0	0	0	0
Invalid	0	0	0	0	0	0	0
Received/Total	13	2448806	10	1314260	23	3763066	100%

*Based on the aforesaid results, I report that Special Resolution as contained in Item No. 4 of  
the Notice dated 14<sup>th</sup> August, 2018 has been passed unanimously.*

Thanking you,

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



**Date : 01<sup>st</sup> October, 2018**  
**Place: Ahmedabad**

- I acknowledge the receipt of above said records.

Sign   
**Mukesh Tiwari**  
**Company Secretary**  
**Palco Metals Limited**