

IVESTMENT & PRECISION CASTINGS LTD

You Design, We Cast

F-MAII

WEBSITE

Corporate Identification No. (CIN): L27100GJ1975PLC002692

& WORKS TELEPHONE FAX

REGD. OFFICE NARI ROAD, BHAVNAGAR **GUJARAT, INDIA 364 006** (91) (278) 252 3300 to 04 (91) (278) 252 3500 to 02 direct1@ipcl.in

www.ipcl.in

ISO 9001 : 2008 TS 16949 : 2009 ISO 14001 2008 EN 9100 : 2009 OHSAS 18001 : 2007 Certified Company

42ND ANNUAL GENERAL MEETING HELD ON 11TH JULY, 2017 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 08th July, 2017 and ended at 5:00 p.m. on 10th July, 2017.

Pursuant to the General Circular No. 20/2014 of the Ministry of Corporate Affairs, dated 17th 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 10th July, 2017 and on the poll at AGM and submitted his reports, on 13th July, 2017. 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, 2017 and the report of the Board of Directors and Auditors thereon | Ordinary | 25,06,763 | 100.00 | Nil | 0.00 |
| 2 | Declaration of Dividend | Ordinary | 25,06,763 | 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 | 25,06,763 | 100.00 | Nil | 0.00 |
| 4 | Appointment of the Auditors, M/s. P A R K & Company Chartered Accountants, Bhavnagar in place of retiring Existing Auditors, M/s. Sanghavi & Company, Chartered Accountants, Bhavnagar | Ordinary | 25,06,763 | 100.00 | Nil | 0.00 |



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ISO 9001 TS 16949 : 2008 : 2009 ISO 14001 EN 9100 : 2009 OHSAS 18001 : 2007 Certifled Company

| Sr. No. | Item No. | Type of Resolution | No. of Votes in favour | % of votes in favour | No. of Votes Against | % of votes against |
|------------|--|-----------------------|------------------------------|----------------------|----------------------------|--------------------|
| 5 | Appointment of the M/s. S. K. Rajani & Co., Cost Accountants (FRN 101113) Bhavnagar, as Cost Auditors of the Company | Ordinary | 25,06,763 | 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

(Piyush I. Tamboli) DIN: 00146033

PFFermi

CHAIRMAN & MANAGING DIRECTOR

Date: 13/07/2017 Place: Bhavnagar





Office: 401, Hazah Complex, Nagri Hospital-Law Garden Road, Nr. Ellise Bridge Police Line, Ahmedabad-380006 Email Ids. welcome2pea@gmail.com, algesh.pea@gmail.com, Ph. 079 - 26445004, Contact Nos. 8000123307

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 13, 2017

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

Dear Sir,

R6: 42^{MD} ANNUAL GENERAL MEETING OF THE EQUITY SHAREHOLDERS OF INVESTMENT & PRECISION CASTINGS LIMITED HELD ON TUESDAY, 11^{TR} JULY, 2017 AT 04:30 PM AT HOTEL SAROVAR PROTICO PARIJAT BANQUET HALL, ISCON MEGA CITY, OPP. VICTORIA PARK, BHAVNAGAR, GUJARAT-364 002, INDIA.

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, 11th July, 2017 at 04:30 pm at Hotel Sarovar Protico Parijat Banquet Hall, Bhavnagar, Gujarat - 364002, hereby submit my report as under:

- 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 08th July, 2017 and ended at 5:00 P.M. on 10th July, 2017.
- The Equity Shareholders holding shares as on cut-off date i.e. 04th July, 2017 were entitled
 to vote on the resolutions as stated in the Notice of AGM of the Company.
- 3. The votes were unblocked at 01:00 p.m. on 12th July, 2017 in the presence of Mr. Nihar Upadhyay and Mr. Maulik Raval 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) 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:





Office: 401, Haash Complex, Nagri Hospital-Law Gurden Road, Nr. Ellias Beidge Police Line, Ahmedabad-320006 Email Ms. welcome2pcm@mmil.com; alpesh.pos@gmail.com, Ph. 079 - 26445004, Contact Nos. 8000133307

SAMO CONTRACTOR

Consideration and adoption of the Financial Statement as at March 31, 2017 and the report of the Board of Directors and Auditors thereon

(i) Voted in favour of the resolution:

Number of members voting though electronic means

13 (Thirteen)

25,00,377
(Twenty Five Lacs Three Hundred Seventy Seven Only)

(ii) Voted against the resolution:

| Number of members voting | Number | of votes cast by | % of total number of |
|--------------------------|--|------------------|----------------------|
| though electronic means | them | | |
| | - ween | | valid votes |
| N | J. S. E. F. S. | NIL | . NIL |

(iii) Invalid votes:

| Total Number of Members whose votes | Number of votes against the star- |
|---|--|
| declared invalid | The state of the s |
| I have a second to the second | |
| | |

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 |
|--|--|----------------------------------|
| | 25,00,377 (Twenty Five Lacs Three Hundred Seventy Seven Only) | |

(ii) Voted against the resolution:

| Number of members voting though electronic means | | % of total number of valid votes |
|--|------|--|
| | NII. | NIC CONTROL OF THE PARTY OF THE |





Office: 401, Heash Complex, Nagri Hospital-Law Garden Road, Rr. Ellise Bridge Police Line, Ahmedabad-380006
Email Ids. welcome2pcs@gmail.com, alpesh.pcs@gmail.com, Ph. 079 - 26445004, Contact Nos. 8000133307

(iii) Invalid votes:

| -3 | //3.4.1 NT | | | | | 3 v. | 4411 | |
|-----|-------------|-----------------|------------|--|----------|----------------|-------------|-------------------|
| | TOTAL NUN | nber of Members | whose Nu | mber of vote | a cast b | them | | 11 10 10 10 10 10 |
| 1 | votes decla | red invalid | | | | PERMIT | | garigan Fulk |
| 3 | TOWS WULLD | ucu myanu | | 200 | | and the second | | |
| - 2 | **** | NII. | | | 107 | | *********** | - |
| . 3 | | | | and the second s | NE | | | |

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 votes cast by them | % of total number of valid votes |
|---------------|--|----------------------------------|
| 13 (Thirteen) | 25,00,377 (Twenty Five Lacs Three Hundred Seventy Seven Only) | 100.00 |

(ii) Voted against the resolution:

| Number of members voting though electronic means | Number them | of votes cast | % of total valid votes | number of |
|--|----------------|---------------|------------------------|-----------|
| NID. | | NIL. | N | n' |

(iii) Invalid votes:

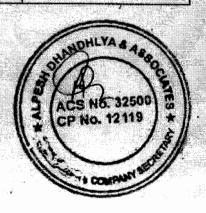
| Total Number | of Members whose | Number of votes cast | by them | |
|--|------------------------|-------------------------|----------|--|
| votes declared | | Triansoci or ropus cast | W. There | |
| votes deciated | invalio . | | | |
| | TOTAL SERVICE SERVICES | | | |
| 1 / / 20 / 1 / 1 / 1 / 1 / 1 / 1 / 1 / 1 / 1 / | | | | |

REDEROR GENERAL TRANSPORTER

Appointment of the Auditors, M/s. PARK & Company Chartered Accountants, Bhavnagar in place of retiring Existing Auditors, M/s. Sanghavi & Company, Chartered Accountants, Bhavnagar

(i) Voted in favour of the resolution:

| Number of members voting though electronic means | | % of total number of valid votes |
|--|--------------------------------------|----------------------------------|
| | 25,00,377 (Twenty Five Lacs Three | 100.00 |
| | Hundred Seventy Seven Only) | |





Office: 401, Hassh Complex, Nagri Hospital-Law Garden Road, Nr. Ellise Bridge Police Line, Ahmedabad-380006 Email ids. welcome2pos@gmail.com, alpesh.pos@gmail.com, Ph. 079 – 26445004, Contact Ros. 8000133307

'(ii) Voted against the resolution:

| | Number of members voting though electronic means | Number of votes cast by | % of total number of valid votes |
|---|--|-------------------------|----------------------------------|
| I | | | |

(iii) Invalid votes:

| Total Number of Members whose | Number of votes cast by them | |
|-------------------------------|------------------------------|--|
| votes declared invalid | | |
| | | |
| | NIL . | |

Bearing Constitution of the Constitution of

Appointment of the M/s. S. K. Rajani & Co., Cost Accountants (FRN 101113) Bhavnagar, as Cost Auditors of the Company

(i) Voted in favour of the resolution:

| Number of Members Present and Voting (in person and proxy) | Number them | of votes | cast | by | % of votes | numbe | c of vali |
|--|----------------|----------------------------------|--------|----------|---------------|-------|-----------|
| 13 (Thirteen) | (Twenty | 25,00,37 Five Lad d Sevent | es The | ce en | | 00.00 | |

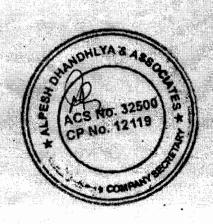
(ii) Voted against the resolution:

| Number of Members Present | Number of votes cast by | % of total number of valid |
|---------------------------|-------------------------|----------------------------|
| and Voting | them | votes |
| (in person and proxy) | | |
| THE STILL STATE | nil · · · | AND NIL |

(iii) Invalid votes:

| | 2 Sept. 1 Co. | | |
|------|--|---|-------|
| | Total Number of Members (in person | Number of votes cast by them | ä |
| | and proxy) whose votes declared | | SANS. |
| | The state of the s | | 200 |
| | invalid | | |
| | NID. | NIL NIL | |
| 5:35 | | Land to the state of the state | ă |

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.





Office: 401, Hassh Complex, Nagri Hospital Law Garden Road, Nr. Ellise Bridge Police Line, Ahmedabad-380006 Brasil Ids. welcome2pos@gmail.com, alpesh.pcs@gmail.com, Ph. 079 - 26445004, Contact Ros. 8000133307

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,

COMPANY SECRETARIES

AHMEDANAZ NO. 1211

PROPRIETOR

DATE:

JULY 12 201

LPESH DHANDHLYA

OP No.: 12119)

We, the undersigned, withesseth that the votes unblocked from the e-voting website of National Securities Depository Limited (www.evoting.nsdl.com) in our presence at 01:00 p.m. on 12th July, 2017 at the office of the Scrutinizer.

Name and Address of Witness:

1. Mr. Nihar Upadhyay

Address: Ishwar Bhuwan, Mandir Chowk Vasudv Street, Dwarka, Gujarat, India. Name and Address of Witness:

2. Mr. Maulik Raval

Address: Plot No.378/1, Sector 5A Gandhinagar-382006, Gujarat, India.



Office: Office: 401, Hazah Complex, Nagri Hospital-Law Garden Road, Nr. Ellise Bridge Police Line, Ahmedabad-380006 Email Ids. welcome2pcs@gmail.com, alpesh.poz@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

42ND ANNUAL GENERAL MEETING OF THE EQUITY SHAREHOLDERS OF INVESTMENT & PRECISION CASTINGS LIMITED HELD ON TUESDAY, 11TH JULY, 2017 AT 04:30 PM AT HOTEL SAROVAR PROTICO PARIJAT BANQUET HALL, ISCON MEGA CITY, OPP. VICTORIA PARK, BHAVNAGAR, GUJARAT-364 002, INDIA.

Dear Sir.

- 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 the poll taken on the below mentioned resolutions, at the 42nd Annual General Meeting of the Equity Shareholders of INVESTMENT & PRECISION CASTINGS LIMITED, held on Tuesday, 11th July, 2017 at 04:30 pm at Hotel Sarovar Protico Parijat Banquet Hall, Bhavnagar, Gujarat-364002, submit my report as under:
- 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 Find 1 (one) poll paper invalid.
- 4. The result of the Poll is as under:

Secondary Resolution

Consideration and adoption of the Financial Statement as at March 31, 2017 and the report of the Board of Directors and Auditors thereon.

| Number of Members Present and Voting | Number of votes cast by them | % of total number of valid votes |
|---------------------------------------|---------------------------------------|-------------------------------------|
| (in person and proxy) 21 (Twenty One) | 6,386 [Six Thousand Three Hundred and | 94.10 |
| | Bighty Six) | SOHANDHLY4 |



Office: Office: 401, Hazah Complex, Nagri Hospital-Law Garden Road, Nr. Killes Bridge Police Line, Ahmedabad-380006
Email Ida. welcome@pos@gmail.com, alpeah.pos@gmail.com, Ph. 079 - 26445004, Contact Nos. 8000133307

(ii) Voted against the resolution:

| Ď | Number of Members Present Number of votes cast by | % of total number of valid |
|---|---|----------------------------|
| | and Voting them | votes |
| | (in person and proxy) | |
| | ALL NU | NL NL |

(iii) Invalid votes:

| Total Number of | Members (in person at | nd Number of votes cast by them |
|------------------|-----------------------|---------------------------------|
| | es declared invalid | |
| proxy) whose vou | 3 OCCIDICA III and | 400 |
| | | |

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 | voles |
|--|---|-------|
| 21 (Twenty One) | 6,386 (Six Thousand Three Hundred and Eighty Six) | 94.10 |

(ii) Voted against the resolution:

| The second of the second | Number of votes cast by | % of total number of valid |
|--|-------------------------|--|
| Number of Memoera Present | Number of votes cast by | |
| and Voting | them | votes |
| | | |
| (in person and proxy) | | |
| mi person and pronji | | NIL |
| The state of the s | | A CONTRACTOR OF THE STATE OF TH |

(iii) Invalid votes:

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|-----|--|--|
| -22 | Total Number of Members (in person Number of votes cast by them. | |
| 2.4 | I main I Mumber of Mambers III Derson Hullion of fotos case of | |
| | I IOMI Mamper of Mampers (m. L. | |
| 668 | | 15,700,000,757,752,000 |
| 33 | l and provid whose voies uculated | |
| 333 | | 12 m. 2 / 12 / 12 / 12 / 12 / 12 / 12 / 12 / |
| 138 | | of Carry Carry Carry Carry Carry |
| - 3 | Total Number of Members (in person and proxy) whose votes declared invalid | |
| 33 | 400 | |
| | | |
| 5.3 | | |
| 1:3 | | |
| 6.3 | | |

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:





Office : Office : 401, Hazah Complex, Engri Hospital-Law Garden Road, Nr. Elliss Bridge Police Line, Ahmedabad-350006
Email ids. welcome2pea@gmail.com, alpeah.pcs@gmail.com, Ph. 079 - 26445004, Contact Nos. 8000133307

| Number of Members Present and Voting (in person and proxy) | Number of votes cast by them | with his |
|--|---|----------|
| 21 (Twenty One) | 6,386 (Six Thousand Three Hundred and Eighty Six) | 94.10 |

(ii) Voted against the resolution:

| Number of Members Present and Voting | Number of them | of votes cast by | % of total number of valid votes |
|--------------------------------------|----------------|------------------|----------------------------------|
| (in person and proxy) . | | | WIL. |

(iii) Invalid votes:

| | the first of the f | | |
|--------------|--|------------------------------|---------------------------------------|
| Total Number | of Members (in person | Number of votes cast by them | |
| | whose votes declared | | |
| invalid | | | |
| пранц | Control of the contro | 400 | |
| | | | · · · · · · · · · · · · · · · · · · · |

Appointment of the Auditors, M/s. P A R K & Company Chartered Accountants, Bhavnagar in place of retiring Existing Auditors, M/s. Sanghavi & Company, Chartered Accountants, Bhavnagar

(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 |
|--|---|----------------------------------|
| 21 (Tweaty One) | 6,386 (Six Thousand Three Hundred and Eighty Six) | 94.10 |

(ii) Voted against the resolution:

| | | Number of votes cast by % of total number of v | and |
|----|---------------------------|--|----------|
| | Number of Members Present | Number of voice cast of me- | |
| | | them votes | Total St |
| | and Voting | | |
| 10 | (in person and proxy) | | المستند |
| × | illi person and proxy | NII. | |
| 4 | | NID NID: | |
| | | | |

(iii) Invalid votes

| | 1 |
|------------------------------------|-------------------------------|
| Total Number of Members (in person | Number of votes cast by them' |
| and proxy) whose votes declared | |
| invalid | |
| | 400 |
| | / ANDWA |





Office: Office: 401, Hazak Complex, Nagri Hospital Law Garden Road, Nr. Ellies Bridge Police Line, Ahmedabad-350006
Email Ida. welcomeZponGgmall.com, alpesh.ponGgmall.com, Ph. 079 - 26445004, Contact Nos. 5000133307

Resilies and C. C. Calbana de control

Appointment of the M/s. S. K. Rajani & Co., Cost Accountants (FRN 101113) Bhavnagar, as Cost Auditors of the Company

(i) Voted in favour of the resolution:

| Number of Members Present and Voting (in person and proxy) | Number of votes of them | cast by % of total number of valivotes |
|--|-------------------------------------|--|
| 21 (Twenty One) | 6,386 | 94.10 |
| | (Six Thousand Hundred and Eighty | Tures y Sta |

(ii) Voted against the resolution:

PESH DHANDHELA

| and the first of the second se | | | the state of the s | | |
|--|--------|--------|--|------|-----------------------------|
| . Number of Members Present | Number | r of v | rotes cast | by | % of total number of valid- |
| and Voting | them | | n de la companya de La companya de la co | | votes |
| (in person and proxy) | | | | 1454 | |
| ML. | | N | II. | | N. Sub |

(iii) Invalid votes:

| | | · · · · · · · · · · · · · · · · · · · |
|---|------------------------------------|---------------------------------------|
| 1 | Total Number of Members (in person | Number of votes cast by them |
| | and proxy) whose votes declared | |
| | | |
| 4 | invalid. | 400 |
| | | |

- 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

PLACE: AHM

DATE:13/07

PROPRIETOR

CS ALPESH DHANDHLYA

(COP No.: 12119)



Office : Office : 401, Hansh Complex, Nagri Hospital-Law Garden Road, Nr. Ellise Bridge Police Line, Ahmedabed-380006
Email Ida. rejcome2pos@mail.com, alpesh.pcs@gmail.com, Ph. 079 - 26445004, Contact Ros. 8000133307

We, the undersigned, witnesseth that the polling box was opened in our presence at 01:00 p.m. on 12th July, 2017 at the office of the Scrutinizer.

Name and Address of Witness:

1. Mr. Nihar Upadhyay

Address: Ishwar Bhuwan, Mandir Chowk Vasudy Street, Dwarka, Gujarat, India. Name and Andreys of Witness:

2. Mr. Maulik Raval

Address: Plot No.378/1, Sector 5A, Gandhinagar-382006, Gujarat, India.

Counter-signed by:

(Piyush I. Tamboli) (DIN: 00146033) CHAIRMAN & MANAGING DIRECTOR

