



INVESTMENT & PRECISION CASTINGS LTD

You Design, We Cast

Corporate Identification No. (CIN) :
L27100GJ1975PLC002692

REGD. OFFICE & WORKS
NARI ROAD, BHAVNAGAR
GUJARAT, INDIA 364 006
TELEPHONE (91) (278) 252 3300 to 04
FAX (91) (278) 252 3500 to 02
E-MAIL direct1@ipcl.in
WEBSITE www.ipcl.in

EN 9100	: 2016
IATF 16949	: 2016
ISO 9001	: 2015
ISO 14001	: 2015
BS OHSAS 18001	: 2007

Certified Company

NOTICE OF 44th ANNUAL GENERAL MEETING

Notice is hereby given that the 44th (forty-fourth) Annual General Meeting of Investment & Precision Castings Limited (CIN: 27100GJ1975PLC002692) will be held on Thursday, 26th September, 2019, at Efce Sarovar Portico Hotel, Iscon Mega City, Opp. Victoria Park, Bhavnagar, Gujarat 364002, at 16.30 Hours, to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt, The Audited Financial Statement of the Company for the financial year ended March 31, 2019, together with the Reports of the Board of Directors and the Auditors thereon,

To consider and if thought fit, to pass the following resolutions as an ORDINARY RESOLUTION;

"RESOLVED THAT the audited financial statement of the Company for the financial year ended March 31, 2019 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby received, considered and adopted."

2. To consider, the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2019, together with the Report of the Auditors thereon.

To consider and if thought fit, to pass the following resolutions as an ORDINARY RESOLUTION;

"RESOLVED THAT the audited consolidated financial statement of the Company for the financial year ended March 31, 2019 and the report of the Auditors thereon laid before this meeting, be and are hereby received, considered and adopted."

3. To declare Dividend of Rs.2/- (Rupees Two Only) for every equity share of the Face Value of Rs. 10/- each for Financial year 2018-2019.
4. To appoint a Director in place of Mrs. Vishakha P. Tamboli (DIN 06600319) who retires by rotation, and being eligible, offers herself for re-appointment.

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of section 152 of the Companies Act, 2013, Mrs. Vishakha P. Tamboli (DIN 06600319), who retires by rotation at this Meeting and being eligible offers herself for re-appointment, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

5. To appoint Cost Auditors to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

To consider and if thought fit, to pass, with or without modification(s) the following as an ORDINARY RESOLUTION the following;

"RESOLVED that pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, as amended from time to time, the Company hereby appoint M/s. Parmaar Rajani & Associates, Cost Accountants (FRN 000414) Bhavnagar, as Cost Auditors to conduct the audit of cost records maintained by the Company for the Financial Year 2019-2020, at a remuneration of Rs. 35,000/- plus GST as applicable and actual out-of-pocket expenses payable to M/s. Parmaar Rajani & Associates, Cost Accountants (FRN 000414) Bhavnagar.



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SPECIAL BUSINESS:

6. Appointment of Mr. Vimal R. Ambani (DIN: 00053892), as an Independent Director

To consider and if thought fit, to pass with or without modification, the following resolution as an ORDINARY RESOLUTION:

"RESOLVED THAT pursuant to the provisions of sections 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and upon the recommendation of the Nomination and Remuneration Committee, Mr. Vimal R. Ambani, who was appointed as an additional director of the Company and who holds office upto the date of this Annual General Meeting and being eligible, and in respect of whom the Company has received a notice in writing under Section 160 of the Act from members proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of 5 (five) consecutive years on the Board of the Directors of the Company commencing from January 31, 2019 up to January 30, 2024."



BY ORDER OF BOARD OF DIRECTORS

FOR INVESTMENT & PRECISION CASTING LIMITED

PIYUSH I. TAMBOLI

Chairman & Managing Director

Registered Office : Nari Road, Bhavnagar, Gujarat 364006

Notes :

1. A Member entitled to attend and vote at the Annual General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote instead of himself/herself and a proxy need not be a member of the Company. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. Proxies submitted on behalf of the companies/ bodies corporate etc., must be supported by an appropriate resolution/authority, as applicable.
2. As per Section 105 of the Companies Act, 2013 and relevant rules made there under, a person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent (10%) of the total share capital of the company carrying voting rights. Further, a member holding more than ten percent (10%) of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
3. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
4. Copies of all documents referred to in the Notice are available for inspection at the registered office of the Company during normal business hours on all working days upto and including the date of the meeting of the Company.





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ISO 9001	: 2008
TS 16949	: 2009
ISO 14001	: 2004
EN 9100	: 2009
OHSAS 18001	: 2007

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5. Pursuant to Section 101 of the Companies Act, 2013 and Rules made thereunder, the companies are allowed to send communication to the Members electronically. We, thus, request you to kindly register/update your email ids with your respective depository participant and Company's Registrar and Share Transfer Agent (in case of physical shares) and make this initiative a success.
6. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which Directors are interested under section 189 of the Companies Act, 2013, will be available for inspection at the meeting.
7. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to M/S. MCS Shares Transfer Agent Ltd.- RTA of the company.
8. The Members may note that due to strict security reasons mobile phones, brief cases, eatables and other belongings are not allowed inside the aforesaid venue of the meeting.
9. Voting through electronic means :
 - i. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the 44th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services.
 - ii. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the 44th Annual General Meeting (AGM) ("remote e-voting") will be provided by National Securities Depository Limited (NSDL). The facility for voting through ballot paper shall be made available at the 44th Annual General Meeting (AGM) and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
 - iii. The members who have cast their vote by remote e-voting prior to the 44th Annual General Meeting (AGM) may also attend the 44th Annual General Meeting (AGM) but shall not be entitled to cast their vote again.
 - iv. The remote e-voting period commences on 23rd September 2019 (9:00 am) and ends on 25th September 2019 (5:00 pm). During this period, members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 19th September 2019, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
 - v. Members are requested to follow the instructions below to cast their vote through remote e-voting:
The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:
Step 1 : Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>
Step 2 : Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.



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Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsd.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - I. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - II. If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
- 6 If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - I. Click on "[Forgot User Details/Password?](#)" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsd.com.
 - II. [Physical User Reset Password?](#)" (If you are holding shares in physical mode) option available on www.evoting.nsd.com.
 - III. If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
- 7 After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.



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- 8 Now, you will have to click on "Login" button.
- 9 After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

- 1 After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
- 2 After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status
- 3 Select "EVEN" of company for which you wish to cast your vote.
- 4 Now you are ready for e-Voting as the Voting page opens.
- 5 Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- 6 Upon confirmation, the message "Vote cast successfully" will be displayed.
- 7 You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- 8 Once you confirm your vote on the resolution, you will not be allowed to modify your vote

General Guidelines for shareholders:

- 1 Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to welcom2pcs@gmail.com with a copy marked to evoting@nsdl.co.in.
- 2 It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in
10. To ensure correct identity of the Members and for the smooth conduct of the AGM, each members and proxy holder attending the meeting is expected to bring with him/her Client ID and an appropriate photo ID document.
11. We request members to update your email address with your Depository Participate to enable us to send communications via mail, to help us conserve the environment and save and utilize natural resources in ecological and sustainable way
12. Members seeking any information's pertaining any item of agenda, and/or having any questions on accounts are requested to send their queries atleast 7 days in advance , at the Registered Office of the Company, to enable the company to collect the relevant information.
13. Members are requested to take note that copy of annual report will be sent to them as per their e-mail address registered with the R&TA of the Company.
14. Dividend, if sanctioned at the meeting, will be payable to the members whose names appear on the Company's Register of Members on the Record Date 19th September 2019 and to those members who hold the shares in dematerialised form as per the record of Depositories, National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL), as on the close of the 19th September 2019 (Thursday) before start of Book Closure date from 20th September 2019 to 26th September 2019 both days inclusive.



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15. Members holding shares in dematerialised form may note that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its Registrars and Transfer Agents cannot act on any request received directly from the members holding shares in dematerialised form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the members.
16. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form, are, therefore, requested to submit the PAN to their Depository Participant with whom they are maintaining their dematerialised accounts. Members holding shares in physical form can submit their PAN details to the Company/Registrars and Transfer Agents, M/s. MCS Share Transfer Agent Ltd. 201, Shatdal Complex, 1st Floor, Opp. Bata Show Room, Ashram Road, Ahmedabad, Gujarat 380 009. TELEPHONES: 079 26580461 to 63, E-MAIL: mcsahmd@gmail.com
17. Payment of Dividend through Electronic Clearing Service (ECS) facility:
Reserve Bank of India's Electronic Clearance Service (ECS) Facility provides investors an option to collect dividend directly through their bank accounts rather than receiving the same through post. The Company has already started making payment of Dividend to the members through the said Electronic Clearing Service (ECS) facility since F. Y. 2006-2007. Investors holding shares in physical form may send their ECS Mandate Form duly filled in, to the Company, R&TA. ECS Mandate Form is enclosed as annexure, for immediate use of investors. However, if shares are held in dematerialised form, ECS mandate has to be sent to the concerned Depository Participant (DP) directly in the format prescribed by the DP.
18. The Register of Members and the Share Transfer Book of the Company will remain closed from Friday, September 20, 2019 to Thursday, September 26, 2019 (both days inclusive).
19. Unpaid/unclaimed dividends and shares in respect of which dividend had remained unpaid/unclaimed:
 - Members are requested to note that, dividends if not encashed for a consecutive period of seven (7) years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund (IEPF). The shares in respect of which dividends are not encashed for the consecutive period of seven (7) years also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline.
 - The Company has transferred the unpaid or unclaimed dividends declared up to Financial Years 2010-11, from time to time, to the IEPF established by the Central Government. The Company has uploaded the details of unpaid/unclaimed dividends lying with the Company as on September 11, 2018.
 - Adhering to the various requirements set out in the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended, the Company has, during Financial Year 2018-19, transferred to IEPF Authority all shares in respect of which dividend had remained unpaid/unclaimed for seven (07) consecutive years or more. Details of shares transferred to IEPF Authority are available on the website of the Company. The said details have also been uploaded on the website of IEPF Authority (www.iepf.gov.in)
 - The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an application to the IEPF Authority in Form No. IEPF-5 available on available on the weblink: <http://www.iepf.gov.in/IEPF/refund.html> For more details, please refer to corporate governance report which is a part of Annual Report.
20. Attendance slip, proxy form and the route map of the venue of the Meeting are annexed hereto.



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21. Annual Report for Financial Year 2018-19 along with the Notice of AGM, attendance slip and proxy form is being sent by electronic mode to all the members who have registered their email ids with the depository participants/RTA unless any Member has requested for the physical copy. Members who have not registered their email ids, physical copies of the Annual Report 2018-19 along with the Notice of AGM, attendance slip and proxy form are being sent by the permitted mode. Members may further note that the said documents will also be available on the Company's website www.ipcl.in and at www.cdslindia.com for download. Physical copies of Annual Report 2018-19 along with the Notice of AGM, attendance slip and proxy form can also be obtained from the Company's Registered Office. For any communication, the Members may also send requests to the email address of the Company viz. investor@ipcl.in



By order of board of directors
For INVESTMENT & PRECISION CASTINGS LIMITED
MR. PIYUSH I. TAMBOLI
Chairman & Managing Director



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EXPLANATORY STATEMENT

(Pursuant to Section 102(2) of the Companies Act, 2013)

As required by Section 102 of the Companies Act, 2013, the following Explanatory Statement sets out material facts relating to the Special Business mentioned in the accompanying Notice.

Item No. 6:

Mr. Vimal R. Ambani (DIN: 00351512) was appointed as Additional Director of the Company and he hold the office as Additional Director of the Company upto the date of this AGM.

The Nomination and Remuneration Committee of the Board of Directors has recommended the appointment of the above mentioned Additional Director for a term of five (05) consecutive years on the Board of Directors of the Company.

The Board of Directors of the Company, as per the recommendation of the Nomination and Remuneration Committee, considers that, given the background and experience and contributions made by him during his tenure, the continued association of aforesaid Additional Director would be beneficial to the Company and it is desirable to continue to avail his services as Independent Director. Accordingly, it is proposed to appoint Mr. Vimal R. Ambani as Independent Director of the Company, not liable to retire by rotation, for a term of five (05) consecutive years on the Board of Directors of the Company.

The above mentioned Director of the Company fulfill the conditions specified in the applicable provisions under the Companies Act, 2013 (Act) and Rules made thereunder for his appointment as Independent Director of the Company and he is independent of the Management.

The Company has received requests from the Members of the Company proposing his name for appointment as Independent Director at the ensuing Annual General Meeting (AGM) under section 160 of the Act. The Company has also received the declaration to the effect that the Independent Director meet the criteria of Independent Director as provided under the provisions of section 149 (6) of the Act.

The terms and conditions of the appointment of Independent Director shall be open for inspection by the members at the Registered Office of the Company during the business hours on any working day till date of AGM and the same will also be kept open at the venue of AGM.

Disclosure required under Regulation 26 (4) & 36 (3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and SS-2 Secretarial Standards on General Meetings of Institute of Company Secretaries of India is set out as the Annexure to this Notice.

Mr. Vimal R. Ambani is a Bachelor in Electrical Engineering with specialisation in VLSIC & an MBA from USA. He holds Bachelor of Engineering and Master of Business Administration Degrees. He has more than 32 years of experience in marketing, production, finance, accounts and manpower management.

The Board recommends the Resolutions set forth in Item No.6 for approval by the Members of the Company by way of an Ordinary Resolution.





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Mr. Vimal R. Ambani being interested and concerned in the above resolutions as it relates to his appointment as an Independent Director of the Company, none of the Directors or Key Managerial Personnel of the Company or their relatives present is, in any way, concerned or interested, financially or otherwise, in these Resolutions.



BY ORDER OF BOARD OF DIRECTORS
FOR INVESTMENT & PRECISION CASTINGS LIMITED

MR. PIYUSH I. TAMBOLI
Chairman & Managing Director



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Annexure to the Notice

DETAILS OF THE DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING

[Pursuant to Regulation 36(3) of the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on General Meetings]

NAME OF DIRECTOR	Mr. Vimal R. Ambani
DATE OF BIRTH	26.10.1961
DATE OF APPOINTMENT/RE-APPOINTMENT	31.1.2019
QUALIFICATION	BE, MBA
DESIGNATION	Independent Director
CHAIRMAN/DIRECTOR OF OTHER COMPANIES	14 Companies Directors, Partners, as noted below; <ul style="list-style-type: none">• BHAGWATI AUTOCAST LIMITED• SANRHEA TECHNICAL TEXTILES LIMITED• TOWER OVERSEAS LIMITED• ANJALI FISCAL PVT LTD• YASHRAJ INVESTMENTS AND LEASING COMPANY PRIVATE LIMITED• FUNSIGN FINANCE PRIVATE LIMITED• LIBERTY CONSULTANTS PRIVATE LIMITED• INVESTMENT & PRECISION CASTINGS LIMITED• ACTION EXPORTS LLP• SYBIL IMPEX LLP• SEVATI REAL ESTATES LLP• VIMJAS MULTITRADE LLP• KAMET TRADING LLP• PENTASIA MULTITRADE LLP
EXPERIENCE	32 years
CHAIRMAN/MEMBER OF COMMITTEES OF BOARD OF COMPANY OF WHICH HE/SHE IS A DIRECTOR	4 Committees
NO. OF SHARES HELD	NIL
COMPARATIVE REMUNERATION PROFILE WITH RESPECT TO INDUSTRIES, SIZE OF THE COMPANY, PROFILE OF THE PERSON AND POSITION	The remuneration (i.e. sitting fees for attending meetings) of the appointee is fully justifiable and comparable to that prevailing in the industry, keeping in view the profile and the position and enriches knowledge and vast experience of the appointee.





INVESTMENT & PRECISION CASTINGS LTD

You Design, We Cast

Corporate Identification No. (CIN) :
L27100GJ1975PLC002692

REGD. OFFICE
& WORKS
TELEPHONE
FAX
E-MAIL
WEBSITE

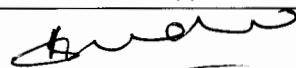
NARI ROAD, BHAVNAGAR
GUJARAT, INDIA 364 006
(91) (278) 252 3300 to 04
(91) (278) 252 3500 to 02
direct1@ipcl.in
www.ipcl.in

EN 9100 : 2016
IATF 16949 : 2016
ISO 9001 : 2015
ISO 14001 : 2015
BS OHSAS 18001 : 2007

Certified Company

NAME OF DIRECTOR	Mrs. V.P. Tamboli
DATE OF BIRTH	23.6.1968
DATE OF APPOINTMENT/RE-APPOINTMENT	09.8.2018 Re-appointment
QUALIFICATION	Engineer (B.E. Civil)
DESIGNATION	Non-Independent/Non-Executive Director *
CHAIRMAN/DIRECTOR OF OTHER COMPANIES	Meche Pvt. Ltd.
EXPERIENCE	Carrying on business of FASHION JEWELLERY.
CHAIRMAN/MEMBER OF COMMITTEES OF BOARD OF COMPANY OF WHICH HE/SHE IS A DIRECTOR	1 (member) 1 (chairman)
NO. OF SHARES HELD	3,13,200
COMPARATIVE REMUNERATION PROFILE WITH RESPECT TO INDUSTRIES, SIZE OF THE COMPANY, PROFILE OF THE PERSON AND POSITION	The remuneration (i.e. sitting fees for attending meetings) of the re-appointee is fully justifiable and comparable to that prevailing in the industry, keeping in view the profile and the position and enriches knowledge and vast experience of the re-appointee.




BY ORDER OF BOARD OF DIRECTORS
FOR INVESTMENT & PRECISION CASTINGS LIMITED
MR. PIYUSH I. TAMBOLI
Chairman & Managing Director

INVESTMENT & PRECISION CASTINGS LIMITED

Reg. Office: Nari Road, Bhavnagar, Gujarat, India 364 006.

CIN: L27100GJ1975PLC002692

ATTENDANCE SLIP

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

Joint shareholders may obtain additional Slip at the venue of Meeting

DP ID*		Folio No.	
Client ID*		No. of Shares	

NAME AND ADDRESS OF THE SHAREHOLDER:

I hereby record my presence at the 44TH ANNUAL GENERAL MEETING of the Company held on Thursday, 26TH September, 2019 at 4.30 p.m. at AT HOTEL SAROVAR PORTICO PARIJAT BANQUET HALL, ISCON MEGA CITY, OPP. VICTORIA PARK, BHAVNAGAR GUJARAT INDIA 364 002

* Applicable for investors holding shares in electronic form



[Handwritten Signature]

Signature of Shareholder / Proxy

INVESTMENT & PRECISION CASTINGS LIMITED

Reg. Office: Nari Road, Bhavnagar, Gujarat, India 364 006.

CIN: L27100GJ1975PLC002692

FORM OF PROXY

(Form MGT-11)

Name of the Member(s):	
Registered Address:	
E-mail ID:	
Folio No. / Client ID:	
DP ID:	

I/We, being the member(s) of _____ shares of the Company, hereby appoint:

- Name: _____ Address: _____
Email ID: _____ Signature: _____ or failing him;
- Name: _____ Address: _____
Email ID: _____ Signature: _____ or failing him;
- Name: _____ Address: _____
Email ID: _____ Signature: _____

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 44th Annual General Meeting of the Company, to be held on Thursday, 26th September, 2019 at 4.30 p.m. **HOTEL SAROVAR PORTICO PARIJAT BANQUET HALL, ISCON MEGA CITY, OPP. VICTORIA PARK, BHAVNAGAR GUJARAT INDIA 364 002**, and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution	Optional*	
		For	Against
1	Ordinary Resolution for approval of Audited Financial Statement of the Company for the financial year ended March 31, 2019, together with the Reports of the Board of Directors and the Auditors thereon.		



[Handwritten Signature]

INVESTMENT & PRECISION CASTINGS LIMITED

Reg. Office: Nari Road, Bhavnagar, Gujarat, India 364 006.

CIN: L27100GJ1975PLC002692

FORM OF PROXY

(Form MGT-11)

Resolution No.	Resolution	Optional*	
		For	Against
2	Ordinary Resolution for approval of the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2019 together with the Report of the Auditors thereon.		
3	Ordinary Resolution for declaration of Dividend for the Financial Year 2018-2019.		
4	Ordinary Resolution for re-appointment of Director Smt. Vishakha P. Tamboli(DIN 06600319)		
5	Ordinary Resolution for appointment of Cost Auditors		
6	Ordinary Resolution for appointment of Mr. Vimal R. Ambani (DIN: 00053892) as an Independent Director		

Signed this _____ day of _____, 2019

Signature of shareholder _____

Signature of Proxy holder(s) _____

Affix Revenue
Stamp not less
than Re. 0.15



A handwritten signature in black ink.

INVESTMENT & PRECISION CASTINGS LIMITED

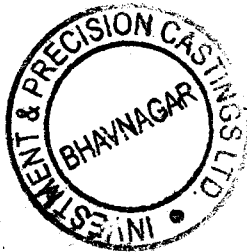
Reg. Office: Nari Road, Bhavnagar, Gujarat, India 364 006.

CIN: L27100GJ1975PLC002692

FORM OF PROXY

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of 44TH Annual General Meeting.
3. It is optional to put a 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
4. Proxy need not be a Member of the Company.
5. Please complete all details including details of member(s) in above box before submission.
6. The Company reserves the right to ask for identification of the Proxy.



A handwritten signature in black ink, appearing to be "Arun", with a horizontal line underneath.

Form No. MGT-12
 Ballot Paper

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of
 the Companies (Management and Administration) Rules, 2014]

Name of the Company	: INVESTMENT & PRECISION CASTINGS LTD (CIN: L27100GJ1975PLC002692)
Registered office	: Nari Road, Bhavnagar, Gujarat 364 006.

POLL PAPER

S No.	Particulars	Details
1	Name of the First Named Shareholder (In block letters)	
2	Postal address	
3	Registered folio No. / *Client ID No. Applicable to investors holding shares in dematerialized form)	
4	Class of Share	EQUITY SHARE

I hereby exercise my vote in respect of Ordinary/Special resolutions enumerated below by recording my assent or dissent to the said resolution in the following manner:

No.	Item No.	No. of shares held by me	I assent to the resolution	I dissent from the resolution
1	Ordinary Resolution for approval of Audited Financial Statement of the Company for the financial year ended March 31, 2019, together with the Reports of the Board of Directors and the Auditors thereon.			
2	Ordinary Resolution for approval of the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2019 together with the Report of the Auditors thereon.			
3	Ordinary Resolution for declaration of Dividend for the Financial Year 2018-2019.			
4	Ordinary Resolution for re-appointment of Director Smt. Vishakha P. Tamboli(DIN 06600319)			
5	Ordinary Resolution for appointment of Cost Auditors			
6	Ordinary Resolution for appointment of Mr. Vimal R. Ambani (DIN: 00053892) as an Independent Director			

Place: Bhavnagar
 Date: 26.9.2019

(Signature of the shareholder / proxy)

(P.T.O. for instruction for use of Poll Paper)



(Handwritten Signature)

INVESTMENT & PRECISION CASTINGS LTD
Regd. Office Nari Road, Bhavnagar, Gujarat 364 006
Corporate Identification Number (CIN): L27100GJ1975PLC002692
Telephone No. 91 278 252 3300 to 04
Fax No. 91 278 252 3500 to 02
E-mail: direct1@ipcl.in investor@ipcl.in

Instructions for use of Ballot Paper at 44TH AGM to be held on 26.9.2019 in Bhavnagar

1. This Poll paper is for the Members who have not voted through e-voting facility. A member can opt for only one mode of voting i.e. either through e-voting or by Poll paper. If a Member casts votes in both the modes, then vote cast through e-voting shall prevail and poll paper shall be treated as invalid.
2. The vote should be cast either in favour or against by putting tick (√) mark in the column provided for assent or dissent. Poll paper bearing tick marks in both the columns will be treated as invalid. Please do not use Pencil.
3. This form should be completed and signed by the Member/Proxy Holder as per the specimen signatures registered with the Company/Depository. In case of joint holding, this form should be completed and signed by the first named member.
4. The voting rights of the Members shall be in proportion of the shares held by them in the paid-up equity share capital of the Company i.e. one share is equal to one vote. The Members are free to vote any number within their entitlement, in 'for' or 'against' any resolution by writing the number of votes.
5. There will be only one Polling Paper for every Folio/ DP ID & Client ID irrespective of the number of joint members.
6. Any cutting/overwriting on this poll paper should be signed by the shareholder/Proxy holder.
7. Unsigned, incomplete, improperly or incorrectly tick marked Ballot papers will be rejected. A Poll paper will also be rejected if it is received torn, defaced or mutilated to an extent which makes it difficult for the Scrutinizer to identify either the member or as to whether the votes are in favour or against or if the signature cannot be verified.
8. The decision of the Scrutinizer on the validity of the Poll paper and any other related matter shall be final.
9. The Scrutinizer will collate the votes downloaded from the e-voting system and votes cast through Poll paper to declare the final result for each of the Resolutions enumerated above.
10. The Results shall be declared on or after the date of 44th AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website: www.ipcl.in within two days of passing of the resolutions at the 44th AGM of the Company and communicated to BSE Limited.



Kumar