



# 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

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

By e-filing on BSE Online Portal on 27.3.2015

AC/2914/IX

March 27, 2015

The GENERAL MANAGER  
DEPARTMENT OF CORPORATE SERVICES  
The Bombay Stock Exchange Limited  
1<sup>st</sup> Floor, New Trading Ring  
Rounda Building, P. J. Tower, Dalal Street  
Fort, Mumbai 400 001.

Dear Sir,

Sub: Consolidated result of voting at the Extra Ordinary General Meeting held on 26<sup>th</sup> March 2015 at Bhavnagar

Ref: Clause 35B of the Listing Agreement

Dear Sir,

With reference to the above, please find enclosed herewith the consolidated Voting Results in the stipulated format of the Extra Ordinary General Meeting of the Company held on Thursday, March 26, 2015 at Hotel Nilambaug Palace, Bhavnagar Gujarat 364 003.

We enclose herewith:

1. Consolidated report on e-voting and poll by the Company.
2. Report of Scrutiniser on poll.
3. Report of Scrutiniser on e-voting.

The consolidated voting results as enclosed herewith are also posted on the website of the Company.

We request to take the above information on your record.

Thanking you,

Yours faithfully,

For, INVESTMENT & PRECISION CASTINGS LTD

(Piyush I. Tamboli)  
CHAIRMAN AND MANAGING DIRECTOR

Encl.: As Above





# INVESTMENT & PRECISION CASTINGS LTD

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## EXTRA-ORDINARY GENERAL MEETING HELD ON 26<sup>TH</sup> MARCH, 2015 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 of the Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement, 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 Extra-Ordinary General Meeting ("EGM" for short). The e-voting was open from 9:30 a.m. on 20<sup>th</sup> March, 2015 and ended at 5:30 p.m. on 22<sup>nd</sup> March, 2015.

Pursuant to the General Circular No. 20/2014 of the Ministry of Corporate Affairs, dated 17<sup>th</sup> 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 EGM.

The Board of Directors had appointed CS Alpesh Dhandhlya, the proprietor of M/s. Alpesh Dhandhlya & Associates, Company Secretaries, Bhavnagar as Scrutinizer for e-voting and poll. The Scrutinizer have carried out the scrutiny of all the electronic votes received till 5:30 p.m. on 22<sup>nd</sup> March, 2015 and on the poll at EGM and submitted his reports, on 25<sup>th</sup> March, 2015 and 27<sup>th</sup> March, 2015 respectively. 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	Borrowing limits of the Company	Special	30,03,596	100.00	Nil	0.00
2	Adoption of new Articles of Association of the Company	Special	30,03,396	99.99	200	0.01
3	Payment of Remuneration to the Cost Auditors	Ordinary	30,03,357	99.99	239	0.01

Based on the Reports of the Scrutinizers, all Resolutions as set out in the Notice of EGM have been duly approved by the Members with the requisite majority.

For, INVESTMENT & PRECISION CASTINGS LIMITED

*P. P. Tamboli*

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



Date: 27.03.2015  
Place: Bhavnagar



Office : 84, Kamniya Nagar, Nr. Shivam Complex, Talaja Road, Bhavnagar, Gujarat -364002  
Email Ids. [alpesh.acs@gmail.com](mailto:alpesh.acs@gmail.com), [alpesh1990\\_cs@yahoo.in](mailto:alpesh1990_cs@yahoo.in) Contact Nos. 9904478071/8000133307

**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

**Extra-Ordinary General Meeting of the Equity Shareholders of INVESTMENT & PRECISION CASTINGS LIMITED held on Thursday, 26<sup>th</sup> March, 2015 at 04:30 p.m. at Hotel Nilam Baug Palace, Bhavnagar, Gujarat-364003**

Dear Sir,

I, CS Alpesh Dhandhlya, the proprietor of M/s. Alpesh Dhandhlya & Associates, Company Secretaries, having address at 84, Kaminiyanagar, Nr. Shivam complex, Talaja Road, Bhavnagar, Gujarat- 364002, appointed as the Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the Extra-Ordinary General Meeting of the Equity Shareholders of **INVESTMENT & PRECISION CASTINGS LIMITED**, held on Thursday, 26<sup>th</sup> March, 2015 at Hotel Nilam Baug Palace, Bhavnagar, Gujarat - 364003, submit my report as under:

1. 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 EGM. Poll papers were issued only to those Members present at EGM, who have not opted the e-voting facility.
3. I did not find any poll papers invalid.
4. The result of the Poll is as under:

**Resolution No. 1, Special Resolution:**

Borrowing limits of the Company

(i) Voted in **favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
<b>25 (Twenty Five)</b>	<b>41,500</b>	<b>100.00</b>







# Alpesh Dhandhlya & Associates

Company Secretaries

Office : 84, Kamniya Nagar, Nr. Shivam Complex, Talaja Road, Bhavnagar, Gujarat -364002  
Email Ids. [alpesh.acs@gmail.com](mailto:alpesh.acs@gmail.com), [alpesh1990\\_cs@yahoo.in](mailto:alpesh1990_cs@yahoo.in) Contact Nos. 9904478071/8000133307

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
<b>NIL</b>	<b>NIL</b>

## **Resolution No. 2, Special Resolution:**

Adoption of new Articles of Association of the Company

(i) Voted in **favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
<b>25 (Twenty Five)</b>	<b>41,500</b>	<b>100.00</b>

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
<b>NIL</b>	<b>NIL</b>

## **Resolution No. 3, Ordinary Resolution:**

Payment of Remuneration to the Cost Auditors

(i) Voted in **favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
<b>25 (Twenty Five)</b>	<b>41,500</b>	<b>100.00</b>

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>





# Alpesh Dhandhlya & Associates

Company Secretaries

Office : 84, Kamniya Nagar, Nr. Shivam Complex, Talaja Road, Bhavnagar, Gujarat -364002  
Email Ids. [alpesh.acs@gmail.com](mailto:alpesh.acs@gmail.com), [alpesh1990.cs@yahoo.in](mailto:alpesh1990.cs@yahoo.in) Contact Nos. 9904478071/8000133307

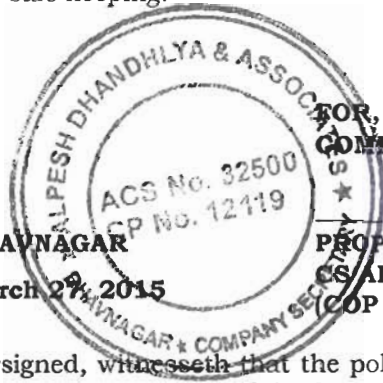
(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
<b>NIL</b>	<b>NIL</b>

5. 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,

PLACE: **BHAVNAGAR**  
DATE: **March 27, 2015**



FOR, ALPESH DHANDHLYA & ASSOCIATES  
COMPANY SECRETARIES

PROPRIETOR  
CS ALPESH DHANDHLYA  
(COP No.: 12119)

We, the undersigned, witness that the polling box was opened in our presence at 10:00 a.m. on 27<sup>th</sup> March, 2015 at the office of the Scrutinizer.

Name and Address of Witness:

  
1. Mr. Sahul Jotaniya


Address: Ghela Bhagat ni sheri,  
Tower Road, June Ramji Mandir Pase,  
Botad, Gujarat-364710

Name and Address of Witness:

  
2. Mr. Manish Dave

Address: 50, Mukhi Valo Vas, Gyaspur,  
Ahmedabad, Gujarat- 380007

Counter-signed by:

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



Office : 84, Kamniya Nagar, Nr. Shivam Complex, Talaja Road, Bhavnagar, Gujarat -364002  
Email Ids. [alpesh.acs@gmail.com](mailto:alpesh.acs@gmail.com), [alpesh1990cs@yahoo.in](mailto:alpesh1990cs@yahoo.in) Contact Nos. 9904478071/8000133307

**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]

March 25, 2015

To,  
Chairman & Managing Director,  
**INVESTMENT & PRECISION CASTINGS LIMITED**  
(CIN: L27100GJ1975PLC002692)  
Nari Road, Bhavnagar,  
Gujarat-364005

Dear Sir,

**Re: Extra-Ordinary General Meeting of the Equity Shareholders of INVESTMENT & PRECISION CASTINGS LIMITED to be held on Thursday, 26<sup>th</sup> March, 2015 at 04:30 P.M. at Hotel Nilam Baug Palace, Bhavnagar, Gujarat - 364003**

I, CS Alpesh Dhandhlya, the proprietor of M/s. Alpesh Dhandhlya & Associates, Company Secretaries, having address at 84, Kaminiyanagar, Nr. Shivam complex, Talaja Road, Bhavnagar, Gujarat- 364002, 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 Extra- Ordinary General Meeting (EGM) of the Equity Shareholders of **INVESTMENT & PRECISION CASTINGS LIMITED** ('the Company' for short), to be held at 04:30 p.m. on Thursday, 26<sup>th</sup> March, 2015 at Hotel Nilam Baug Palace, Bhavnagar, Gujarat - 364003, hereby submit my report as under:

1. In accordance with the Notice of EGM sent to the Equity Shareholders, the voting through electronic means was started on at 9:30 a.m. on 20<sup>th</sup> March, 2015 and ended at 5:30 P.M. on 22<sup>nd</sup> March, 2015.
2. The Equity Shareholders holding shares as on cut-off date i.e. 13<sup>th</sup> February, 2015 were entitled to vote on the resolutions as stated in the Notice of EGM of the Company.
3. The votes were unblocked at 12:30 p.m. on 23<sup>rd</sup> March, 2015 in the presence of Mr. Sahul Jotaniya and Mr. Manish Dave 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](http://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:

**Resolution No. 1, Special Resolution:**

Borrowing limits of the Company

(i) Voted in favour of the resolution:

Number of members voting through electronic means	Number of votes cast by them	% of total number of valid votes
20 (Twenty)	29,62,035	100.00







# Alpesh Dhandhlya & Associates

Company Secretaries

Office : 84, Kamniya Nagar, Nr. Shivam Complex, Talaja Road, Bhavnagar, Gujarat -364002  
Email ids. [alpesh.acs@gmail.com](mailto:alpesh.acs@gmail.com), [alpesh1990\\_cs@yahoo.in](mailto:alpesh1990_cs@yahoo.in) Contact Nos. 9904478071/8000133307

(ii) Voted **against** the resolution:

Number of members voting though electronic means	Number of votes cast by them	% of total number of valid votes
NIL	NIL	NIL

(iii) Invalid votes:

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

## **Resolution No. 2, Special Resolution:**

Adoption of new Articles of Association of the Company

(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
19 (Nineteen)	29,61,896	100.00

(ii) Voted **against** the resolution:

Number of members voting though electronic means	Number of votes cast by them	% of total number of valid votes
1 (One)	200	100.00

(iii) Invalid votes:

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

## **Resolution No. 3, Ordinary Resolution:**

Payment of Remuneration to the Cost Auditors

(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
18 (Eighteen)	29,61,857	100.00

(ii) Voted **against** the resolution:

Number of members voting though electronic means	Number of votes cast by them	% of total number of valid votes
2 (Two)	239	100.00





# Alpesh Dhandhlya & Associates

Company Secretaries

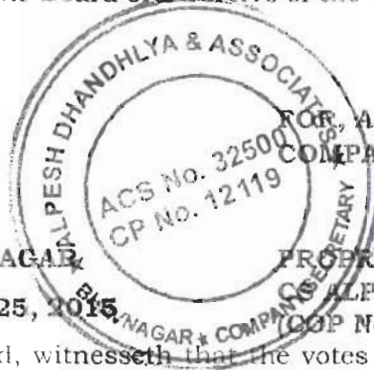
Office : 84, Kamniya Nagar, Nr. Shivam Complex, Talaja Road, Bhavnagar, Gujarat -364002  
Email Ids. [alpesh.acs@gmail.com](mailto:alpesh.acs@gmail.com), [alpesh1990\\_cs@yahoo.in](mailto:alpesh1990_cs@yahoo.in) Contact Nos. 9904478071/8000133307

(iii) Invalid votes:

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

- 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.
- 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 Extra-Ordinary General Meeting and thereafter the same shall be handed over to the Board of Directors of the Company.

Thanking you,



FOR, ALPESH DHANDHLYA & ASSOCIATES  
COMPANY SECRETARIES

PLACE: BHAVNAGAR

DATE: March 25, 2015

PROPRIETOR  
ALPESH DHANDHLYA  
(COP No.: 12119)

We, the undersigned, witnesseth that the votes unblocked from the e-voting website of National Securities Depository Limited ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)) in our presence at 12:30 p.m. on 23<sup>rd</sup> March, 2015 at the office of the Scrutinizer.

Name and Address of Witness:

1. Mr. Sahul Jotaniya

Name and Address of Witness:

2. Mr. Manish Dave

Address: Ghela Bhagat ni Sheri,  
Tower Road, Nr. Juna Ramji Mandir,  
Borad, Gujarat-364710

Address: 50, Mukhi Valo Vas, Gyaspur,  
Ahmedabad, Gujarat- 380007