



Lakshmi Precision Screws Ltd.

Plant II, Opp. Northern Bye-Pass, Hissar Road,
Rohtak-124001, Haryana (India)
Tel. : +91-1262-249288-89 / 249920-21
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Email : mktg@lpsindia.com / purchase@lpsindia.com
Website : www.lpsindia.com

LPS/CSO/48th AGM/2017

September 29, 2017

**Bombay Stock Exchange Limited
Listing Department,
1st Floor, New Trading Ring,
Rotunda Building,
Phiroze JeeJeeBhoy Towers,
Dalal Street, Fort
Mumbai – 400 001.**

**The National Stock Exchange
of India Limited
Exchange Plaza,
Bandra –Kurla Complex,
Bandra – East
Mumbai – 400 051**

Company Code: **506079**

LAKPRE

Dear Sir,

Sub.: **Proceedings cum Minutes of 48th Annual General Meeting as per
Regulation 30 of the SEBI (LODR), Regulations, 2015.**

Pursuant to provisions of Regulation 30 of the **SEBI (LODR), Regulations, 2015**, please find enclosed Proceedings cum Minutes of the **48th Annual General Meeting** of the Members of the Company held on **September 29, 2017** for your record and reference.

Thanking you,

Yours sincerely,
for **Lakshmi Precision Screws Ltd.**

Santosh Kumar Sharma
Company Secretary & Compliance Officer
F6817

Encl.: As above

**Lakshmi Precision Screws Ltd.**

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Rohtak-124001, Haryana (India)
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PROCEEDINGS CUM MINUTES OF THE 48TH ANNUAL GENERAL MEETING OF THE MEMBERS OF LAKSHMI PRECISION SCREWS LTD. HELD ON FRIDAY, THE 29TH DAY OF SEPTEMBER, 2017 AT THE REGISTERED OFFICE OF THE COMPANY i.e. 46/1, MILE STONE, HISSAR ROAD, ROHTAK - 124 001 (HARYANA) STARTED AT 11:30 P.M. AND CONCLUDED AT 01:00 P.M..

PRESENT

1. Mr. Lalit Kumar Jain	Chairman and Managing Director & Member
2. Mr. Dinesh Kumar Jain	Vice Chairman and Managing Director & Member
3. Madhav Roy	Independent Director Independent Director & Chairman of the Nomination & Remuneration Committee
4. Mr. Ravi S. Sharma	Independent Director & Chairman of the Audit Committee

46 Members were present in person and 20 members were represented through proxy.

IN ATTENDANCE

1. Mr. Santosh Kumar Sharma	Company Secretary
2. Mr. Suresh Kumar, Partner M/s. RMG & Associates	Scrutinizer/ Secretarial Auditor
3. Mr. Kanai Lal Ghorui	Chief Financial Officer

Thereafter, Mr. Lalit Kumar Jain, Chairman and Managing Director took the chair and conducted the proceedings.

Since the necessary quorum was present, the Chairman called the meeting to order.

The Chairman informed the members that Mr Bijendra Singh, Independent Director Mr. Rajesh Jain, Director, Mr. Vijay Kumar Jain, Joint Managing Director could not present due to pre-occupation.

The Chairman informed that Auditors of the Company could not present in the meeting due to some work assignment thereafter with the consent of the members, exemption was granted to Statutory Auditors from attending the Annual General Meeting due to pre-occupation.



Registered Office
Corporate Identity Number

: 46/1 Mile Stone, Hissar Road, Rohtak-124001, Haryana (India)
: L35999HR1968PLC004977

The Chairman then addressed the Members. He apprised the Members on the economic scenario, performance of the Company during the year ended March 31, 2017 and future prospectus of the Company.

The Company Secretary apprised the members of the Company that Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013, read with the relevant Rules of the Act, the Company has provided remote e voting facility as well as voting by use of Polling Paper at the Annual General Meeting to its Members for exercise their right to vote the businesses mentioned in the Notice of the Annual General Meeting. The Company engaged the services of the National Securities Depository Limited (NSDL) as the agency for remote e-voting facility.

He further apprised that the e-voting period was commenced on Tuesday, 26th September, 2017 at 9:00 am and ended on Thursday, 28th September, 2017 at 5:00 pm. After that the e-voting module was disabled for voting after 5:00 pm on Thursday, 28th September, 2017. He further apprised that the Company has appointed Mr. Suresh Kumar, Practicing Company Secretary, of M/s. RMG & Associates, Company Secretaries, New Delhi, to act as scrutinizer for conducting the remote e voting as well as voting at the Annual General Meeting process in a fair and transparent manner. He further apprised the members that voting at the meeting is allowed by use of Polling/Ballot Paper for all those members/ proxies who were present at the Annual General Meeting but have not casted their votes by availing the remote e voting at the end of discussion on the all the resolutions. He further explained in details the polling process for their better understanding and casting of votes.

With the permission of the members, Notice convening the 48th Annual General Meeting along with Boards' Report and Auditors' Report was taken as read. The Company Secretary invited special attention of the Members on Qualifications in Report of Statutory Auditors and Management Response thereon and read complete Auditors Report before them as required under SS-2. Further The Company Secretary also invited special attention of the Members on Qualifications in Report of Secretarial Auditor with management reply and read Complete Secretarial Auditors Report before them. Thereafter, the following Ordinary and Special Business items were taken up for consideration and adoption of members:

The Company Secretary put up before the Members the Proposal no. 1 of the Notice for consideration and adoption of the Audited Financial Statements (including consolidated financial statements) for the financial year ended March 31, 2017 and the Reports of the Board of Directors and Auditors thereon, for discussion and voting.

After necessary discussion, the Chairman allowed for voting with assistance of the Scrutinizer. Thereafter, the Scrutinizer conducted the voting on proposal no. 1 in independent and transparent manner.

The Company Secretary put up before the Members the Proposal no. 2 of the Notice regarding appointment of a Director in place of Mr. Dinesh Kumar Jain (DIN 00066363), who retires by rotation and being eligible offers himself for re-appointment, for discussion and voting.

After necessary discussion, the Chairman allowed for voting with assistance of the Scrutinizer. Thereafter, the Scrutinizer conducted the voting on proposal no. 2 in independent and transparent manner.



The Company Secretary put up before the Members the Proposal no. 3 i.e. appointment a Director in place of Smt. Sushila Devi Jain (DIN 00150952), who retires by rotation and being eligible offers herself for re-appointment. The Company Secretary informed to the members that Smt. Sushila Devi Jain, has resigned from position of the Director w.e.f. 21/08/2017 due to her poor health condition, which was accepted by the Board in its meeting held on September 12, 2017.

The company Secretary further informed to the members that this development took place after approval of the Notice of Annual General Meeting, therefore this item of agenda do not require voting by the Member, hence with consent of the Members present in the meeting this agenda item was dropped.

The Company Secretary put up before the Members the Proposal no. 4 regarding approval of the appointment of M/s. B.M. Chatrath & Co. LLP, LLPIN: AAJ-0682 (formerly known M/s. B.M. Chatrath & Co. FRN301011E), Chartered Accountants, Noida as Statutory Auditors of the Company and fix their remuneration, for discussion and voting.

After necessary discussion, the Chairman allowed for voting with assistance of the Scrutinizer. Thereafter, the Scrutinizer conducted the voting on proposal no. 4 in independent and transparent manner.

The Company Secretary put up before the Members the Proposal no. 5 for ratification of the payment of remuneration to Cost Auditors of the Company, for discussion and voting.

After necessary discussion, the Chairman allowed for voting with assistance of the Scrutinizer. Thereafter, the Scrutinizer conducted the voting on proposal no. 5 in independent and transparent manner.

The Company Secretary put up before the Members the Proposal no. 6 for approval of the re-appointment of Mr. Lalit Kumar Jain, Chairman & Managing Director of the Company on a 30% reduced remuneration on the existing remuneration package, for discussion and voting.

He further informed that Mr. Lalit Kumar Jain, Chairman being interested cannot not chair the meeting for proposal no. 6, thereafter Mr. Lalit Kumar Jain, Chairman entrusted the Chairmanship for proposal no. 6 in favour of Mr. Dinesh Kumar Jain, Vice Chairman & Managing Director of the Company, with consent of the Members present in the meeting.

Thereafter, Mr. Dinesh Kumar Jain chaired the Meeting for Proposal no. 6 and allowed for discussion and voting on the proposal no. 6 with the help of the Scrutinizer.

After necessary discussion, the Scrutinizer conducted the voting on proposal no. 6 in independent and transparent manner.

After voting on proposal no. 6, Mr. Lalit Kumar Jain, Chairman and Managing Director reassumed as the Chairman of the meeting.

The Company Secretary put up before the Members the Proposal no. 7 for approval of the re-appointment of Mr. Dinesh Kumar Jain, Vice Chairman & Managing



Director of the Company on a 30% reduced remuneration on the existing remuneration package, for discussion and voting.

After necessary discussion, the Chairman allowed for voting with assistance of the Scrutinizer. Thereafter, the Scrutinizer conducted the voting on proposal no. 7 in independent and transparent manner.

The Company Secretary put up before the Members the Proposal no. 8 for approval of the re-appointment of Mr. Vijay Kumar Jain, Joint Managing Director of the Company on a 30% reduced remuneration on the existing remuneration package, for discussion and voting.

He further informed that Mr. Lalit Kumar Jain, Chairman being relative of appointee cannot not chair the meeting for proposal no. 8, thereafter Mr. Lalit Kumar Jain, Chairman entrusted the Chairmanship for proposal no. 8 in favour of Mr. Dinesh Kumar Jain, Vice Chairman & Managing Director of the Company, with consent of the Members present in the meeting.

Thereafter, Mr. Dinesh Kumar Jain chaired the Meeting for Proposal no. 8 and allowed for discussion and voting on the proposal no. 8 with the help of the Scrutinizer.

After necessary discussion, the Scrutinizer conducted the voting on proposal no. 8 in independent and transparent manner.

After voting on proposal no. 8, Mr. Lalit Kumar Jain, Chairman and Managing Director reassumed as the Chairman of the meeting.

Thereafter, Mr. Suresh Kumar inspected, locked and sealed the ballot box in the presence of two witnesses viz. Mr. Ankur Bansal R/o M/s Lakshmi Narayan Ashok Kumar, 33-A, old Anaj Mandi, Sonapat, Haryana-131001 and Ms. Riya Luthra R/o House No. 636, B-3, Quilla Mohalla, Rohtak-124001, Haryana and took the custody of polling box.

The Company Secretary informed that results of the Poll aggregated with results of remote e-voting will be placed on the website of the Company and also be available on the websites of National Stock Exchange of India Limited (NSE), Bombay Stock Exchange Limited (BSE) and National Securities Depositories Limited (NSDL), "the Agency", appointed by the Company for facilitating e-voting, within 48 hours of the conclusion of the 48th Annual General Meeting.

Mr. Dinesh Kumar Jain, Vice Chairman & Managing Director presented the vote of thanks to the members, Directors present in the meeting.

Thereafter, the 48th Annual General Meeting was concluded at 1.00 P.M. with a vote of thanks to the Chair.

Mr. Suresh Kumar, Scrutinizer, had submitted a Consolidated Scrutinizer's Report of the total votes cast in favour of or against in the poll as well as remote e-voting to the Chairman of the Meeting, Mr. Lalit Kumar Jain. Based on the results of Consolidated Scrutinizer's Report, dated 29/09/2017, Authorized Signatory Mr. Santosh Kumar Sharma as authorized by the Chairman via letter dated 29/09/2017 declared that all the Resolutions were duly passed with requisite majority.



Result of the electronic voting and poll on the Ordinary and Special business transacted at the 48th Annual General Meeting of the Company held on Friday, September 29, 2017.

On the basis of the Consolidated Scrutinizer's Report dated September 29, 2017, the Authorized Signatory Mr. Santosh Kumar Sharma as authorized by the Chairman Mr. Lalit Kumar Jain, via letter dated September 29, 2017, declared the following results of voting on September 29, 2017:

SLNO	DESCRIPTION					
1	DATE OF AGM					Friday, 29 th September, 2017
2	TOTAL NUMBER OF SHAREHOLDERS ON CUT-OFF DATE/ RECORD DATE					6550 on the cut-off date i.e. 22/09/2017
3	NO. OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR THROUGH PROXY					66
	SHAREHOLDERS	PRESENT IN PERSON	PRESENT THROUGH PROXY	TOTAL	SHARES	% TO CAPITAL
	PROMOTER AND PROMOTER GROUP	8	10	18	4817192	44.03
	PUBLIC	39	9	48	86200	0.79
	TOTAL	47	19	66	4903392	44.82
4	No. of shareholders attended the meeting through Video conferencing.			No video conferencing facility was made available, hence not applicable		



Ordinary Business:
Agenda Item-1

To receive, consider and adopt the Audited Financial Statements (Including consolidated financial statements) for the financial year ended March 31, 2017 and the Reports of the Board of Directors and Auditors.

Resolution required: (Ordinary/ Special)				Ordinary				
Whether promoter/ promoter group are interested in the agenda/ resolution?				No				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) =[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) =[(4)/(2)]*100	% of Votes against on votes polled (7) =[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll	6911020	4817192	69.70	4817192	0	100	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	6911020	4817192	69.70	4817192	0	100	0
Public – Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	3875	0	0	0	0	0	0
Public-Non Institutions	E-Voting	465	465	100	465	0	100	0
	Poll	4026307	83565	2.08	83565	0	100	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	4026772	84030	2.09	84030	0	100	0
Total		10941667	4901222	44.79	4901222	0	100	0



Agenda Item-2

To appoint a Director in place of Mr. Dinesh Kumar Jain (DIN 00066363), who retires by rotation and being eligible offers himself for re-appointment.

Resolution required: (Ordinary/ Special)				Ordinary				
Whether promoter/ promoter group are interested in the agenda/ resolution?				No				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = $[(2)/(1)]*100$	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = $[(4)/(2)]*100$	% of Votes against on votes polled (7) = $[(5)/(2)]*100$
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll	6911020	4817192	69.70	4817192	0	100	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	6911020	4817192	69.70	4817192	0	100	0
Public - Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	3875	0	0	0	0	0	0
Public-Non Institutions	E-Voting	465	465	100	415	50	89.25	10.75
	Poll	4026307	83565	2.08	83565	0	100	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	4026772	84030	2.09	83980	50	99.94	0.06
Total		10941667	4901222	44.79	4901172	50	99.999	0.001



Agenda Item-3

To appoint a Director in place of Smt. Sushila Devi Jain (DIN 00150952), who retires by rotation and being eligible offers himself for re-appointment.

Smt. Sushila Devi Jain, has resigned from position of the Director w.e.f. 21/08/2017 due to her poor health condition, which was accepted by the Board in its meeting held on September 12, 2017.

The company Secretary further informed to the members that this development took place after approval of the Notice of Annual General Meeting, therefore this item of agenda do not require voting by the Member, hence with consent of the Members present in the meeting this agenda item was dropped. Further the Scrutinizer did not analyze and Report in its Scrutinizer's Report dated September 29, 2017.

Agenda Item-4

To approve the appointment of M/s. B.M. Chatrath & Co. LLP, LLPIN: AAJ-0682 (formerly known M/s. B.M. Chatrath & Co. FRN301011E), Chartered Accountants, Noida as Statutory Auditors of the Company and fix their remuneration.

Resolution required: (Ordinary/ Special)				Ordinary				
Whether promoter/ promoter group are interested in the agenda/ resolution?				No				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) =[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) =[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll	6911020	4817192	69.70	4817192	0	100	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	6911020	4817192	69.70	4817192	0	100	0
Public - Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	3875	0	0	0	0	0	0
Public-Non Institutions	E-Voting	465	465	100	465	0	100	0
	Poll	4026307	83565	2.08	83565	0	100	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	4026772	84030	2.09	84030	0	100	0
Total		10941667	4901222	44.79	4901222	0	100	0



Special Business:

Agenda Item-5

To ratify the payment of remuneration to Cost Auditors of the Company.

Resolution required: (Ordinary/ Special)				Ordinary				
Whether promoter/ promoter group are interested in the agenda/ resolution?				No				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) $=\frac{(2)}{(1)}*100$	No. of Votes - In favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6) $=\frac{(4)}{(2)}*100$	% of Votes against on votes polled (7) $=\frac{(5)}{(2)}*100$
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll	6911020	4817192	69.70	4817192	0	100	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	6911020	4817192	69.70	4817192	0	100	0
Public – Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	3875	0	0	0	0	0	0
Public-Non Institutions	E-Voting	465	465	100	465	0	100	0
	Poll	4026307	83565	2.08	83565	0	100	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	4026772	84030	2.09	84030	0	100	0
Total	10941667	4901222	44.79	4901222	0	100	0	

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Agenda Item-6

To approve the re-appointment of Mr. Lalit Kumar Jain, Chairman & Managing Director of the Company on a 30% reduced remuneration on the existing remuneration package.

Resolution required: (Ordinary/ Special)				Special				
Whether promoter/ promoter group are interested in the agenda/ resolution?				Yes				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll	6911020	4817192	69.70	2116367	0	43.93	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	6911020	4817192	69.70	2116367	0	43.93	0
Public – Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	3875	0	0	0	0	0	0
Public-Non Institutions	E-Voting	465	465	100	465	0	100	0
	Poll	4026307	83565	2.07	71532	0	85.60	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	4026772	84030	2.09	71997	0	85.68	0
Total		10941667	4901222	44.79	2188364	0	44.65	0



Agenda Item-7

To approve the re-appointment of Mr. Dinesh Kumar Jain, Vice Chairman & Managing Director of the Company on a 30% reduced remuneration on the existing remuneration package.

Resolution required: (Ordinary/ Special)				Special				
Whether promoter/ promoter group are interested in the agenda/ resolution?				Yes				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) $=\frac{(2)}{(1)}*100$	No. of Votes - in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6) $=\frac{[(4)/(2)]}{*100}$	% of Votes against on votes polled (7) $=\frac{(5)}{(2)}*100$
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll	6911020	4817192	69.70	3853164	0	79.99	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	6911020	4817192	69.70	3853164	0	79.99	0
Public – Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	3875	0	0	0	0	0	0
Public-Non Institutions	E-Voting	465	465	100	465	0	100	0
	Poll	4026307	83565	2.08	83565	0	100	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	4026772	84030	2.09	84030	0	100	0
Total		10941667	4901222	44.79	3937194	0	80.33	0



Agenda Item-8

To approve the re-appointment of Mr. Vijay Kumar Jain, Joint Managing Director of the Company on a 30% reduced remuneration on the existing remuneration package.

Resolution required: (Ordinary/ Special)				Special				
Whether promoter/ promoter group are interested in the agenda/ resolution?				Yes				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = $[(2)/(1)]*100$	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = $[(4)/(2)]*100$	% of Votes against on votes polled (7) = $[(5)/(2)]*100$
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll	6911020	4817192	69.70	2118012	0	43.97	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	6911020	4817192	69.70	2118012	0	43.97	0
Public - Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	3875	0	0	0	0	0	0
Public-Non Institutions	E-Voting	465	465	100	465	0	100	0
	Poll	4026307	83565	2.08	83565	0	100	0
	Postal Ballot	0	0	0	0	0	0	0
	Total	4026772	84030	2.09	84030	0	100	0
Total		10941667	4901222	44.79	2202042	0	44.93	0

Ordinary Business

01. Received, considered and adopted the Audited Financial Statements (Including consolidated financial statements) for the financial year ended March 31, 2017 and the Reports of the Board of Directors and Auditors thereon.

"RESOLVED THAT Audited Financial Statements (including consolidated financial statements) for the financial year ended March 31, 2017 and the Reports of the Board of Directors and Auditors thereon have already been circulated to the members and produced at the meeting be and are hereby received, approved and adopted."



02. **Appointed a Director in place of Mr. Dinesh Kumar Jain (DIN 00066363), who retires by rotation and being eligible offers himself for re-appointment.**

"RESOLVED THAT Mr. Dinesh Kumar Jain (DIN 00066363), who retires by rotation and being eligible offers himself for re-appointment, be and is hereby appointed as Director of the Company."

03. **Appointed a Director in place of Smt. Sushila Devi Jain (DIN 00150952), who retires by rotation and being eligible offers herself for re-appointment.**

Smt. Sushila Devi Jain, has resigned from position of the Director w.e.f. 21/08/2017 due to her poor health condition, which was accepted by the Board in its meeting held on September 12, 2017.

The company Secretary further informed to the members that this development took place after approval of the Notice of Annual General Meeting, therefore this item of agenda do not require voting by the Member, hence with consent of the Members present in the meeting this agenda item was dropped.

04. **Approved the appointment of M/s. B.M. Chatrath & Co. LLP, LLPIN: AAJ-0682 (formerly known M/s. B.M. Chatrath & Co. FRN301011E), Chartered Accountants, Noida as Statutory Auditors of the Company and fix their remuneration.**

"RESOLVED THAT pursuant to the provisions of Sections 139, 141, 142 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), M/s. B.M. Chatrath & Co. LLP, LLPIN: AAJ-0682 (formerly known M/s. B.M. Chatrath & Co. FRN301011E), Chartered Accountants, Noida, be and are hereby appointed as the Statutory Auditors of the Company to hold the office as statutory auditors from the conclusion of 48th Annual General Meeting until the conclusion of 53th Annual General Meeting of the Company on such remuneration **Rs. 20,50,000 (out of Rs. 1,50,000/- towards Tax Audit fees) plus out of pocket expenses and applicable taxes** subject to the ratification of their appointment by the members at every Annual General Meeting hereinafter till the term expires"

Special Business

05. **Ratified the payment of remuneration to Cost Auditors of the Company.**

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013, if any and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s. HMVN & Associates, Cost Accountants, New Delhi appointed as Cost Auditors by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2018, be paid a remuneration not exceeding Rs.1,90,000/- (Rs. One Lac Ninety Thousand Only) plus out of pocket expenses and taxes be and is hereby ratified.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution".



- 06. Approved the re-appointment of Mr. Lalit Kumar Jain, Chairman & Managing Director of the Company on a 30% reduced remuneration on the existing remuneration package.**

"RESOLVED THAT pursuant to the provisions of Sections 196 and 197 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and subject to the approval of the Bankers, Depositors and the Central Government Mr. Lalit Kumar Jain be and is hereby reappointed as Chairman and Managing Director of the Company for a period of 3 years w.e.f. 01.01.2018 on the terms and conditions as approved by the Nomination and Remuneration Committee and the Board of Directors of the Company and as set out in the Explanatory Statement annexed hereto.

FURTHER RESOLVED THAT the Board of Directors be and is hereby authorized to alter or vary the said terms and conditions at its discretion as it may deem fit and as acceptable to Mr. Lalit Kumar Jain within the limits specified in the Explanatory Statement without being required to seek further consent or approval of the members of the Company.

FURTHER RESOLVED THAT the Company Secretary of the Company be and is hereby authorized to file the necessary application to the Central Government for obtaining the approval and to do all such acts and things as may be deemed necessary in this regard."

- 07. Approved the re-appointment of Mr. Dinesh Kumar Jain, Vice Chairman & Managing Director of the Company on a 30% reduced remuneration on the existing remuneration package.**

"RESOLVED THAT pursuant to the provisions of Sections 196 and 197 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and subject to the approval of the Bankers, Depositors and the Central Government Mr. Dinesh Kumar Jain be and is hereby reappointed as Vice Chairman and Managing Director of the Company for a period of 3 years w.e.f. 01.01.2018 on the terms and conditions as approved by the Nomination and Remuneration Committee and the Board of Directors of the Company and as set out in the Explanatory Statement annexed hereto.

FURTHER RESOLVED THAT the Board of Directors be and is hereby authorized to alter or vary the said terms and conditions at its discretion as it may deem fit and as acceptable to Mr. Dinesh Kumar Jain within the limits specified in the Explanatory Statement without being required to seek further consent or approval of the members of the Company.

FURTHER RESOLVED THAT the Company Secretary of the Company be and is hereby authorized to file the necessary application to the Central Government for obtaining the approval and to do all such acts and things as may be deemed necessary in this regard."



08. **Approved the re-appointment of Mr. Vijay Kumar Jain, Joint Managing Director of the Company on a 30% reduced remuneration on the existing remuneration package.**

"RESOLVED THAT pursuant to the provisions of Sections 196 and 197 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and subject to the approval of the Bankers, Depositors and the Central Government Mr. Vijay Kumar Jain be and is hereby reappointed as Joint Managing Director of the Company for a period of 3 years w.e.f. 01.01.2018 on the terms and conditions as approved by the Nomination and Remuneration Committee and the Board of Directors of the Company and as set out in the Explanatory Statement annexed hereto.

FURTHER RESOLVED THAT the Board of Directors be and is hereby authorized to alter or vary the said terms and conditions at its discretion as it may deem fit and as acceptable to Mr. Vijay Kumar Jain within the limits specified in the Explanatory Statement without being required to seek further consent or approval of the members of the Company.

FURTHER RESOLVED THAT the Company Secretary of the Company be and is hereby authorized to file the necessary application to the Central Government for obtaining the approval and to do all such acts and things as may be deemed necessary in this regard."

All the above resolutions, which were put to vote, were passed with requisite majority.



AUTHORISED SIGNATORY

Authorized by the Chairman through email dated 29/09/2017

RMG & ASSOCIATES

Company Secretaries

SCRUTINIZER'S REPORT

To,
**The Chairman of the 48th Annual General Meeting ("AGM") of the
Members of Lakshmi Precision Screws Limited ("the Company")
Held on Friday, September 29, 2017 at 11.30 A.M.
at the Registered Office of the Company at
46/1, Mile Stone, Hissar Road, Rohtak, Haryana-124001**

Dear Sir,

I, **Suresh Kumar**, Partner, RMG & Associates, Company Secretaries, in Whole Time Practice having my office at 207, Suchet Chambers, 1224/5, Bank Street, Karol Bagh, New Delhi-110005, had been appointed as Scrutinizer by the Board of Directors of the Company to scrutinize the Remote E-voting (defined hereinafter) process and voting at the AGM, in respect of the items/ resolutions set out in the notice of AGM dated **June 20, 2017 ("AGM Notice")**.

I hereby submit my report as under:

1. In terms of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has engaged National Securities Depository Limited ("**NSDL**") to provide the facility of casting the votes by the members using an electronic voting system from a place other than venue of AGM ("**Remote E-voting**").
2. The Company has completed dispatch of the AGM Notice along Annual Report with Proxy Form, Attendance Slip and route map of the venue of AGM on Tuesday, September 05, 2017. The aforesaid documents have been mailed electronically to those members who have registered their email addresses with the Company or the RTA of the Company and in physical form to the members who have not registered their email addresses as specified above.
3. The Company has published on September 07, 2017, an advertisement about the dispatch of AGM Notice in Financial Express (English Newspaper), Jansatta (Hindi Newspaper).
4. The members of the Company whose names were recorded in the Register of Members or in the Register of beneficial owners maintained by the depositories (in case of shares held in dematerialised form) as on the cut-off date i.e. September 22, 2017 were entitled to avail the facility of Remote E-voting as well as voting at the AGM through ballot paper on the items / resolutions (item no.1, 2 and 4 to 8) as set out in the AGM Notice.
5. In terms of the AGM Notice, Remote E-voting commenced from Tuesday, September 26, 2017 at 9:00 am (IST) and ended on Thursday, September 28, 2017, at 5:00 pm (IST). At the end of the Remote E-voting period, the facility was disabled by NSDL forthwith.

207, Suchet Chambers, 1224/5, Bank Street, Karol Bagh, New Delhi-110005, www.rmgcs.com
Phone: 9212221110, 9968300649; 2875 2857, 4504 2509; E-Mail :info@rmgcs.com

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Company Secretaries

Continuation Sheet No. 2

6. The Company has also provided facility of voting through ballot paper to the members present at the AGM who had not casted their vote through Remote E-voting.
7. An empty ballot box was kept for voting at AGM through ballot paper, was sealed, in the presence of members and proxies.
8. The ballot box having votes cast at AGM through ballot paper was opened immediately after the conclusion of voting at the AGM through ballot paper in the presence of two witnesses viz. Mr. Ankur Bansal S/o. Mr. Om Prakash Bansal R/o M/s Laxmi Narayan Ashok Kumar, 33-A, Old Anaj Mandi, Sonapat, Haryana -131001 and Ms. Riya Luthra D/o Mr. Joginder Luthra R/o House No. 636, B-3, Quilla Mohalla, Rohtak, 124001 Haryana and the votes cast at the AGM through ballot paper were counted. The witnesses have signed below in confirmation of the ballot box being opened in their presence.

-----
Witness 1: Ankur Bansal-----
Witness 2: Riya Luthra

9. Thereafter votes cast through *Remote E-voting* were unblocked in the presence of two witnesses viz. Mr. Ankur Bansal S/o Mr. Om Prakash Bansal R/o M/s Laxmi Narayan Ashok Kumar, 33-A, Old AnajMandi, Sonapat, Haryana - 131001 and Ms. Riya Luthra D/o. Mr. Joginder Luthra R/o House No. 636, B-3, Quilla Mohalla, Rohtak - 124001 Haryana, who were not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

-----
Witness 1: Ankur Bansal-----
Witness 2: Riya Luthra

10. The results of Remote E-voting and voting at AGM through ballot paper are attached as **Annexure-1** hereto.
11. Based on the aforesaid results, **Four (4) Ordinary Resolutions and Three (3) Special Resolutions** as contained in AGM Notice have been passed with requisite majority as per the provisions of the Companies Act, 2013.

Further as per the information furnished to us by the Management of the Company, Smt. Sushila Devi Jain, (DIN: 00150952) has tendered her resignation on August 21, 2017, with immediate effect, received by the Company on same day, which was duly accepted by the Board of Directors in the Board meeting dated September 12, 2017. However as per Secretarial Standard-2, issued by Institute of Company Secretaries of India, a resolution proposed for consideration through e-voting shall not be withdrawn from e-voting. Thereby e-voting has taken place for the aforesaid Resolution Number 3, but it was withdrawn by the Chairman of the meeting after making due disclosures to the shareholders in the Annual General Meeting, So we are not giving any analysis & report thereon for the aforesaid Resolution i.e. Item No. 3 - for appointment of Smt. Sushila Devi Jain, who was retiring by rotation and offered herself for reappointment.

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Continuation Sheet No. 3

12. I will return the registers and all other papers relating to *Remote E-voting* and voting through ballot paper at AGM to the Company after the Chairman of the meeting declares the result.

Thanking You,

Yours Truly,




CS Suresh Kumar
RMG & Associates
Company Secretaries
FCS No: 7776, CP No: 8529

Place: Rohtak, Haryana
Dated: September 29, 2017

Countersigned by:

For Chairman



RESULTS OF REMOTE E-VOTING AND VOTING AT AGM THROUGH BALLOT PAPER

ORDINARY BUSINESS

Item No.1: To receive, consider and adopt the Audited Financial Statements (including consolidated financial statements) for the financial year ended March 31, 2017 and the Reports of the Board of Directors and Auditors thereon. **(Ordinary Resolution)**

Mode of Voting	Voted in favour of Resolution			Votes against the Resolution			Invalid Votes	
	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast	Number of Members whose votes were declared invalid	Number of votes cast by them
Remote E-voting	9	465	0.0095	-	-	-	-	-
Voting at AGM through ballot paper	61	49,00,757	99.9905	-	-	-	-	-
Total	70	49,01,222	100	-	-	-	-	-

Item No. 2: To appoint a Director in place of Mr. Dinesh Kumar Jain (DIN 00066363), who retires by rotation and being eligible offers himself for re-appointment. **(Ordinary Resolution)**

Mode of Voting	Voted in favour of Resolution			Votes against the Resolution			Invalid Votes	
	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast	Number of Members whose votes were declared invalid	Number of votes cast by them
Remote E-voting	8	415	0.0085	1	50	-	-	-
Voting at AGM through ballot paper	61	49,00,757	99.9915	-	-	-	-	-
Total	69	49,01,172	100	1	50	-	-	-

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Company Secretaries

Continuation Sheet No. 5

Item No.3: To appoint a Director in place of Smt. Sushila Devi Jain (DIN 00150952), who retires by rotation and being eligible offers herself for re-appointment. **(Ordinary Resolution)**

As per the information furnished to us by the Management of the Company, Smt. Sushila Devi Jain, (DIN: 00150952) has tendered her resignation on August 21, 2017, with immediate effect, received by the Company on same day, which was duly accepted by the Board of Directors in the Board meeting dated September 12, 2017. However as per Secretarial Standard-2, issued by Institute of Company Secretaries of India, a resolution proposed for consideration through e-voting shall not be withdrawn from e-voting. Thereby e-voting has taken place for the aforesaid Resolution Number 3, but it was withdrawn by the Chairman of the meeting after making due disclosures to the shareholders in the Annual General Meeting. So we are not giving any analysis & report thereon for the aforesaid Resolution i.e. Item No. 3 - for appointment of Smt. Sushila Devi Jain, who was retiring by rotation and offered herself for reappointment.

Item No.4: To appoint M/s. B.M. Chatrath & Co. LLP, (LLPIN- AAJ-0682, formerly known as M/s. B.M. Chatrath & Co. FRN- 301011E), Chartered Accountants, Noida, as Statutory Auditors of the Company and fix their remuneration. **(Ordinary Resolution)**

Mode of Voting	Voted in favour of Resolution			Votes against the Resolution			Invalid Votes	
	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast	Number of Members whose votes were declared invalid	Number of votes cast by them
Remote E-voting	9	465	0.0095	-	-	-	-	-
Voting at AGM through ballot paper	61	49,00,757	99.9905	-	-	-	-	-
Total	70	49,01,222	100	-	-	-	-	-

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Company Secretaries

Continuation Sheet No. 6

SPECIAL BUSINESS

Item No.5: To ratify the payment of remuneration to M/s. HMVN & Associates, Cost Accountants, New Delhi, Cost Auditors of the Company for the Financial Year ending March 31, 2018. **(Ordinary Resolution)**

Mode of Voting	Voted in favour of Resolution			Votes against the Resolution			Invalid Votes	
	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast	Number of Members whose votes were declared invalid	Number of votes cast by them
Remote E-voting	9	465	0.0095	-	-	-	-	-
Voting at AGM through ballot paper	61	49,00,757	99.9905	-	-	-	-	-
Total	70	49,01,222	100	-	-	-	-	-

Item No.6: To re-appoint **Mr. Lalit Kumar Jain**, Chairman and Managing Director for a period of 3 years w.e.f. 01.01.2018. **(Special Resolution)**

Mode of Voting	Voted in favour of Resolution			Votes against the Resolution			Invalid Votes	
	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast	Number of Members whose votes were declared invalid	Number of votes cast by them
Remote E-voting	9	465	0.0212	-	-	-	-	-
Voting at AGM through ballot paper	50	21,87,849	99.9788	-	-	-	11	27,12,908
Total	59	21,88,314	100	-	-	-	11	27,12,908

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Company Secretaries

Continuation Sheet No. 7

Item No.7: To re-appoint **Mr. Dinesh Kumar Jain**, Vice Chairman and Managing Director for a period of 3 years w.e.f. 01.01.2018. **(Special Resolution)**

Mode of Voting	Voted in favour of Resolution			Votes against the Resolution			Invalid Votes	
	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast	Number of Members whose votes were declared invalid	Number of votes cast by them
Remote E-voting	9	465	0.0118	-	-	-	-	-
Voting at AGM through ballot paper	57	39,36,729	99.9882	-	-	-	4	9,64,028
Total	66	39,37,194	100	-	-	-	4	9,64,028

Item No.8: To re-appoint **Mr. Vijay Kumar Jain**, Joint Managing Director for a period of 3 years w.e.f. 01.01.2018. **(Special Resolution)**

Mode of Voting	Voted in favour of Resolution			Votes against the Resolution			Invalid Votes	
	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast	Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast	Number of Members whose votes were declared invalid	Number of votes cast by them
Remote E-voting	9	465	0.0211	-	-	-	-	-
Voting at AGM through ballot paper	53	22,01,577	99.9789	-	-	-	8	26,99,180
Total	62	22,02,042	100	-	-	-	8	26,99,180

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Continuation Sheet No. 8

Thanking You,

Yours Truly,



Suresh Kumar
RMG & Associates
Company Secretaries
FCS No: 7776, CP No: 8529

Place: Rohtak, Haryana
Dated: September 29, 2017