



## PG ELECTROPLAST LIMITED

CIN-L32109DL2003PLC119416

**Corporate Office :**

P-4/2, 4/3, 4/4, 4/5, 4/6, Site-B, UPSIDC Industrial Area, Surajpur  
Greater Noida-201306, Distt. Gautam Budh Nagar (U.P.) India

Phones # 91-120-2569323, Fax # 91-120-2569131

E-mail # info@pgel.in Website # www.pgel.in

September 27, 2017

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

To,  
The Manager (Listing)  
**National Stock Exchange of India Limited,**  
Exchange Plaza,  
Bandra Kurla Complex,  
Bandra (East),  
Mumbai - 400 051

Scrip Code: 533581

Scrip Symbol: PGEL

**Sub: Proceedings of 15<sup>th</sup> Annual General Meeting (6<sup>th</sup> Annual General Meeting after IPO) held on September 26, 2017**

Dear Sir

Pursuant to regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015, we enclose Summary of proceedings of the 15<sup>th</sup> Annual General Meeting of the Company, held on September 26, 2017 along with Scrutinizers Report.

Kindly take the above information on your record.

Thanking You

**For PG Electroplast Limited**

*Rahul Kumar.*  
(Rahul Kumar)  
Company Secretary)



■ **Registered Office**  
DTJ-209, Second Floor  
DLF Tower-B, Jasola  
New Delhi-110025  
Tele-Fax # 011-41421439

## Summary of proceedings of the 15<sup>th</sup> Annual General Meeting

### **1. Date, Time and Venue of the Meeting:**

The 15<sup>th</sup> Annual General Meeting of the Company was held on September 26, 2017 and commenced at 11:30 a.m. at Auditorium, Ghalib Institute, Aiwan-E-Ghalib Marg, New Delhi-110002.

### **2. Attendance:**

#### **Following Directors were present:**

Mr. Promod Gupta	Managing Director
Mr. Anurag Gupta	Whole Time Director
Mr. Vikas Gupta	Whole Time Director
Mr. Vishal Gupta	Whole Time Director
Mr. Devendra Jha	Independent Director
Mr. Sharad Jain	Independent Director
Mr. Ayodhya Prasad Anand	Independent Director
Dr. Rita Mohanty	Independent Director

#### **In presence of**

Mr. K. A. Khandelwal	Chief Financial Officer
Mr. Rahul Kumar	Company Secretary

#### **Auditors**

Mr. Chitresh Gupta	Partner of Statutory Auditors M/s Chitresh Gupta & Associates, Chartered Accountants
Mr. Vishal Rai	Representative of Secretarial Auditors M/s RSJ Associates, Company Secretaries

**Member's Attendance:** 49 Members attended the meeting. No proxy was present there.

### **3. Brief Details of items deliberated at the meeting.**

- Mr. Promod Gupta, Managing Director, chaired the meeting.
- After declaring the quorum to be present, the chairman called the meeting to order.
- With permission of the members, notice convening this meeting and Auditors Report were taken as read.
- Secretarial Audit Report was taken as read. Observations/Remark made in the report was read and Attentions of members were drawn to explanation/comments of Board of Directors contained in para 22 of Board report in this respect.
- Chairman informed that the Company had provided to the members, remote E-voting facility to exercise their voting right. The remote E-voting was commenced at 10:00 a.m. on September 22, 2017 & ended at 5:00 p.m. on September 25, 2017.
- The Chairman further informed the members, that the facility of voting through ballot paper is made available at the venue of this meeting, to the members who have not cast their vote through remote E-voting means.



- Members were informed that M/s RSJ Associates, Company Secretaries in Practice, have been appointed as Scrutinizers for Annual General Meeting.
- Thereafter shareholders were informed about business to be transacted at the meeting. As per notice dated August 26, 2017 convening 15<sup>th</sup> Annual General Meeting of the Company, the following business were transacted at the meeting:

S. N.	ORDINARY BUSINESS
1	To consider and adopt the audited financial statements of the Company for the financial year ended 31 <sup>st</sup> March, 2017, the report of the Board of Directors and Auditors thereon.
2	To re-appoint Mr. Anurag Gupta (DIN- 00184361) as a Director, who retires by rotation and, being eligible, offers himself for re-appointment.
3	To appoint Auditors of the Company and fix their remuneration.
	<b>SPECIAL BUSINESS</b>
4	To approve/ratify remuneration of the Cost Auditor for the Financial Year ending on 31 <sup>st</sup> March, 2018.

- Members present were given the opportunity to ask questions and seek clarification(s). No question/clarification was asked.
- The chairman then ordered poll to be taken and requested members, who have not voted earlier through remote e-voting means, to cast their vote through ballot paper at AGM venue.

The Chairman then informed the members that results of remote E-voting & voting through ballot at AGM venue shall be announced after receipt of Scrutinizers report and shall be made available on website of the Company and [evoting.karvy.com](http://evoting.karvy.com).

The chairman thanked the members present. With vote of thanks to the chair, the meeting was concluded.

#### 4. Results:

The Scrutinizers, M/s RSJ Associates, issued their report at evening of September 26, 2017. On basis of Scrutinizers Report on remote E voting & on Poll at AGM, results were declared on September 27, 2017 and all resolutions were passed with requisite majority. A summary of the results is provided following:

Res No.	Subject of Resolution as per notice dated August 26, 2017	Votes in favor of the resolution (E Voting & Poll)		Votes against the resolution (E Voting & Poll)		Type of Resolution & Result
		No of Valid Vote cast	% of valid vote cast	No of Valid Vote cast	% of valid vote cast	
1	To consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2017, the report of the Board of Directors and Auditors thereon	1,06,88,873	100	NIL	0	Ordinary, Passed
2	To re-appoint Mr. Anurag Gupta (DIN-	2,202,973	100	NIL	0	Ordinary,



	00184361) as a Director, who retires by rotation and, being eligible, offers himself for re-appointment					<b>Passed</b>
3	To appoint Auditors of the Company and fix their remuneration	1,06,88,873	100	NIL	0	<b>Ordinary, Passed</b>
4	To approve/ratify remuneration of the Cost Auditor for the Financial Year ending on 31st March, 2018	1,06,88,873	100	NIL	0	<b>Ordinary, Passed</b>

All the resolutions have been passed with requisite majority.

This is for your information & records.

**For PG Electroplast Limited**

*Rahul Kumar*  
**(Rahul Kumar)**  
**Company Secretary**





## SCRUTINIZER'S REPORT

*[Pursuant to Section 108 & 110 of the Companies Act, 2013 and the Companies (Management & Administration) Rules, 2014]*

To,  
The Chairman  
PG ELECTROPLAST LIMITED  
DTJ-209, 2nd Floor, DLF Tower B-Jasola, Plot 11  
Non Hierarchical Commercial Centre, Jasola  
New Delhi-110025

Dear Sir,

I, Vishal Rai, Company Secretary in Whole-Time Practice (FCS No.6238, CP No. 6452), having office at 2/11B, Basement, Jangpura-A, New Delhi-110014, was duly appointed as a Scrutinizer by PG Electroplast Limited for the purpose of scrutinizing the voting through Ballot Form and e-voting at the 15<sup>th</sup> Annual General Meeting pursuant to Section 108 & 110 of the Companies Act, 2013, read with Rule 20 & 22 of the Companies (Management & Administration) Rules, 2014 as amended from time to time.

1. The Management of the Company is responsible to ensure compliance of the requirements of the Companies Act, 2013 and Rules relating to voting through E-voting and ballot form at the Annual General Meeting venue for the resolutions proposed in the Notice of 15<sup>th</sup> Annual General Meeting of the members of the Company dated 26th September, 2017. My responsibility as a Scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to make a Scrutinizer's report for the votes casts in "favour" or "against" on the resolutions proposed in the Notice of the 15<sup>th</sup> Annual General Meeting of the Company, based on the report provided by Karvy Computershare Pvt. Ltd, the agency engaged by the Company to provide e-voting facility for voting through electronic means.



2. In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the e-voting was kept open for four days from 22<sup>nd</sup> September, 2017 (10.00 A.M. IST) till 25<sup>th</sup> September, 2017 (5.00 P.M. IST).
3. The members holding equity shares as on the “cut-off date” i.e. 20<sup>th</sup> September, 2017 were entitled to vote on the resolutions proposed in the Notice calling 15<sup>th</sup> Annual General Meeting.
4. The Ballot register was prepared to record equity shareholder’s Assent or Dissent received mentioning the particulars of name, folio number or client id of the shareholders, number of share held by them, nominal value of such shares, whether the shares have differential voting rights, if any, details of ballot forms which are invalid.
5. The Ballot forms received were scrutinized and reconciled with the records maintained by Registrar and Share Transfer Agent (RTA). The Ballot forms which were incomplete, unsigned, incorrectly completed, incorrectly ticked, defaced, torn, mutilated, over written, wrongly signed have been rejected and treated as invalid.
6. At the end of the voting period on 25<sup>th</sup> September, 2017 (5.00 P.M. IST), the voting portal of the service provider was blocked forthwith.
7. The votes casts were unblocked on 26<sup>th</sup> September 2017 after the AGM, in presence of Ms. Mansi Sethi R/o 44A, 3<sup>rd</sup> Floor, Bhogal, Jangpura Road, New Delhi -110014 and Ms. Priya Arora R/o H-14/10, Malviya Nagar, New Delhi - 110017 who acted as witnesses as prescribed under sub-rule 3(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and they have signed as witness in confirmation of the votes being unlocked in their presence.



8. Thereafter the details containing inter alia, the list of the members, who voted “for” or “against” on each of the resolution that were put to vote, were derived from the ballot forms as received and the report generated from the e-voting website of Karvy Computershare Pvt. Ltd i.e. <https://evoting.karvy.com> and based on such reports,

15 members have cast their votes through remote e-voting.

35 members have cast their votes through Ballot Form.

Note: Vote Cast through 9 Ballot papers contains the wrong Registered folio no./DP ID No. /Client id No./mismatch in signature, hence not in order and declared invalid.

The brief analysis of the results of the voting through E-voting and ballot form are as under:

**ORDINARY BUSINESS:**

**Item No.1**

Consideration and Adoption of the audited financial statement of the Company including Balance Sheet and statement of profit and loss accounts for the financial year ended March 31, 2017, the reports of the Board of Directors and Auditors thereon

Particulars	No. of votes contained in						Percentage
	Remote E-voting		Ballot Form		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares )	No of members voted	No. of Votes cast (shares)	
Assent	15	10688589	26	284	41	10688873	100
Dissent	0	0	0	0	0	0	0
Total	15	10688589	26	284	41	10688873	100
Abstain/ Invalid	0	0	9	14	9	14	0



**Item No.2**

Re-appointment of Mr. Anurag Gupta (DIN: 00184361) as a director, who retires by rotation

Particulars	No. of votes contained in						Percentage
	Remote E-voting		Ballot Form		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	10	2202689	26	284	36	2202973	100
Dissent	0	0	0	0	0	0	0
Total	10	2202689	26	284	36	2202973	100
Abstain/ Invalid	5	8485900	9	14	14	8485914	

**Item No. 3**

Ratification of appointment/ re-appointment of M/s. Chitresh Gupta & Associates, Chartered Accountants (Firm Registration No. 017079N) as Statutory Auditors of the Company

Particulars	No. of votes contained in						Percentage
	Remote E-voting		Ballot Form		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	15	10688589	26	284	41	10688873	100
Dissent	0	0	0	0	0	0	0
Total	15	10688589	26	284	41	10688873	100
Abstain/ Invalid	0	0	9	14	9	14	





**SPECIAL BUSINESS:**

**Item No.4- Ordinary Resolution**

Approval of remuneration of M/s Amit Singhal & Associates (Firm Registration No. 101073),  
Cost Auditors of the Company for the financial year ending 31<sup>st</sup> March, 2018

Particulars	No. of votes contained in						Percentage
	Remote E-voting		Ballot Form		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	15	10688589	26	284	41	10688873	100
Dissent	0	0	0	0	0	0	0
Total	15	10688589	26	284	41	10688873	100
Abstain/ Invalid	0	0	9	14	9	14	

9. Based on the foregoing, the resolution no.(s) 1 to 4 have been passed by requisite majority.

10. All the relevant records relating to e-voting and ballot paper is under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of AGM.

Thanking You,

Yours Sincerely,


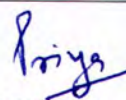
  
Vishal Rai

Practicing Company Secretary

Membership No: F6238

C.P. No: 6452



Witness:	
Signature: 	Signature: 
Name: Mansi Sethi	Name: Priya Arora

Date: 27.09.2017