



## Precision Electronics Limited

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Dated: September 27, 2019

PEL/BSE-2019-20/17  
Bombay Stock Exchange Limited  
25<sup>th</sup> Floor, P J Towers,  
Dalal Street,  
Mumbai 400 001

Stock Code: 517258

Sub: Submission of Scrutinizer's Report on M. A.



**Consolidated Scrutinizer's Report**

*(Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 (4)(xii) and Rule 21 (2) of the Companies (Management and Administration) Rules, 2014)*

To,

The Chairman of 40<sup>th</sup> Annual General Meeting of the members of

**Precision Electronics Limited** ('The Company') held on Thursday, the 26<sup>th</sup> day of September, 2019 at Bipin Chandra Pal Memorial Auditorium, A - 81, C.R. Park, New Delhi- 110019


Dear Sir,

Sub: **Consolidated Scrutinizer's Report on remote e-voting and ballot papers received from the shareholders pertaining to the 40<sup>th</sup> Annual General Meeting of Precision Electronics Limited.**

1. I, Munish Kumar Sharma, Company Secretary in Whole-time Practice, have been appointed by the Board of Directors of the Company as a scrutinizer for the purpose of scrutinising the process of remote e-voting and ballot papers received from shareholders, carried out as per the provisions of Section 108 and 109 of the Companies Act, 2013 read with Rule 20(4) and 21(2) of the Companies (Management and Administration) Rules, 2014 ('Rules') to ascertain the requisite majority in respect of resolutions (Item no. 1 to 6) contained in the notice to the 40<sup>th</sup> Annual General Meeting (AGM) of the Company, held on Thursday, the 26<sup>th</sup> day of September, 2019 at Bipin Chandra Pal Memorial Auditorium, A - 81, C.R Park, New Delhi- 110019.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and ballot papers on the resolutions contained in the notice to the 40<sup>th</sup> Annual General Meeting of the members of the Company. My responsibility as a scrutiner for the voting process is restricted to make a Scrutinizer's Report of the votes cast "IN FAVOUR" or "AGAINST" the resolutions stated above based on the reports generated from the process of remote e-voting and ballot paper.
3. Further to the above, I hereby submit my scrutiny report on remote e-voting and voting by ballot papers at the 40<sup>th</sup> Annual General Meeting:
  - a. The remote e-voting period remained open from Sunday, 22<sup>nd</sup> September, 2019 (9:00 A.M.) to Wednesday, 25<sup>th</sup> September, 2019 (5:00 P.M.).



- b. The members of the Company as on the "cut-off" date i.e., 19<sup>th</sup> September, 2019 were entitled to vote on the resolutions (from No. 1 to 6) as set out in the notice of the 40<sup>th</sup> Annual General Meeting of the Company.
- c. After declaration of poll by the Chairman, the ballot box kept for polling and was taken into custody and locked.
- d. The locked ballot box was subsequently opened by me on 26<sup>th</sup> September, 2019 during working hours in the presence of two witnesses, Mr. Ankit Sharma and Ms. Roohi Chauhan, who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence:

  
Ankit Sharma  
Roohi Chauhan

- e. Thereafter, the poll papers were diligently scrutinised and were reconciled with the records maintained by the Company/ Registrar and Transfer Agents (RTA) of the Company and the authorisations/ proxies lodged with the Company.

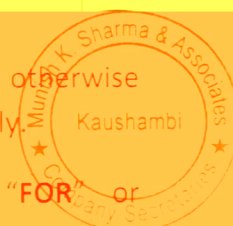
- f. As stated above, the remote e- voting period ended at 5:00 P.M. on 25<sup>th</sup> September, 2019. The votes cast on remote e- voting were unblocked by me during the working hours in the presence of two witnesses, Mr. Ankit Sharma and Ms. Roohi Chauhan, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

  
Ankit Sharma  
Roohi Chauhan

- g. The voters were also scrutinized for the purpose of eliminating duplicate voting i.e. on remote e- voting and as well as on poll.

- h. The ballot papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.

- i. List of Equity Shareholders, who voted electronically, "FOR" or "AGAINST", each of the resolutions that were put to vote, were generated from the e-voting website of National Securities Depository Limited ('NSDL') i.e., <https://www.evoting.nsdl.com>.



4. The details of remote e- voting (EVEN- 111481) and ballot papers received at the 40<sup>th</sup> Annual General Meeting are as under:

**Resolution No. 1:**

**Ordinary Resolution:** To receive, consider and adopt the Financial Statements for the year ended on March 31, 2019 and the Reports of Board of Directors and the Auditor's thereon:

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

Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them	% of number of votes cast	total valid
E- Voting	24	71,50,559	92.86	
Ballot at AGM	19	5,49,890	7.14	
<b>Total</b>	<b>43</b>	<b>77,00,449</b>	<b>100.00</b>	

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

Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them	% of number of votes cast	total valid
E- Voting	0	0	0.00	
Ballot at AGM	0	0	0.00	
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	

- (iii) **Invalid** votes:

Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them
E- Voting	0	0
Ballot at AGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

RESULT: The Resolution No. 1 is passed as an Ordinary Resolution.





**Resolution No. 2:**

**Ordinary Resolution:** Not to fill up vacancy created by retirement of Mrs. Ranjna Gudoo, a Director liable to retire by rotation, who retires by rotation and does not offer herself for re-appointment:

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

Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them	% of number of votes cast	total valid
E- Voting	24	71,50,559	92.86	
Ballot at AGM	19	5,49,890	7.14	
<b>Total</b>	<b>43</b>	<b>77,00,449</b>	<b>100.00</b>	

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

Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them	% of number of votes cast	total valid
E- Voting	0	0	0.00	
Ballot at AGM	0	0	0.00	
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	

(iii) **Invalid** votes:

Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them	
E- Voting	0	0	
Ballot at AGM	0	0	

The Resolution No. 2 is passed as an Ordinary Resolution.



A handwritten signature in blue ink, appearing to be "Munish K. Sharma".

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### Resolution No. 3:

**Ordinary Resolution:** Regularisation of Mr. Lav Bikram Chand as Non-Executive Director cum Chairperson of the Company, who was appointed as an Additional director on the Board with effect from 14<sup>th</sup> May, 2019:

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

Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them	% of number of votes cast	total valid
E- Voting	24	71,50,559	92.86	
Ballot at AGM	19	5,49,890	7.14	
<b>Total</b>	<b>43</b>	<b>77,00,449</b>	<b>100.00</b>	

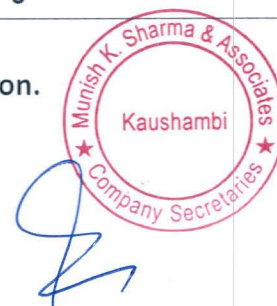
(ii) Voted **against** the resolution:

Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them	% of number of votes cast	total valid
E- Voting	0	0	0.00	
Ballot at AGM	0	0	0.00	
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	

(iii) **Invalid** votes:

Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them
E- Voting	0	0
Ballot at AGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

RESULT: **The Resolution No. 3 is passed as an Ordinary Resolution.**



**Resolution No. 4:**

**Ordinary Resolution:** To appoint of Mr. Deepto Roy as an Independent Director of the Company to hold office for a term of 5 consecutive years with effect from 2<sup>nd</sup> May, 2019:

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

Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them	% of number of votes cast	total valid
E- Voting	24	71,50,559	92.86	
Ballot at AGM	19	5,49,890	7.14	
<b>Total</b>	<b>43</b>	<b>77,00,449</b>	<b>100.00</b>	

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

Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them	% of number of votes cast	total valid
E- Voting	0	0	0.00	
Ballot at AGM	0	0	0.00	
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	

(iii) **Invalid** votes:

Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them
E- Voting	0	0
Ballot at AGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

**RESULT: The Resolution No. 4 is passed as an Ordinary Resolution.**



**Resolution No. 5:**

**Special Resolution:** To re-appoint of Mr. Sharvan Kumar Kataria as an Independent Director of the Company to hold office for a term of 5 consecutive years with effect from 26<sup>th</sup> September, 2019:

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

Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them	% of number of votes cast	total valid
E- Voting	24	71,50,559	92.86	
Ballot at AGM	19	5,49,890	7.14	
<b>Total</b>	<b>43</b>	<b>77,00,449</b>	<b>100.00</b>	

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

Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them	% of number of votes cast	total valid
E- Voting	0	0	0.00	
Ballot at AGM	0	0	0.00	

passed as Special Resolution.


RESULT: The Resolution No. 5 is p



**Resolution No. 6:**

**Ordinary Resolution:** Approval for authorising (by the shareholders other than related party) the board to enter into Related Party Transaction by availing loans from one of the related party up to an aggregate financial limit of Rs. 10 Crores

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

Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them	% of number of votes cast	total valid
E- Voting	23	37,04,782	87.07	
Ballot at AGM	19	5,49,890	12.93	
<b>Total</b>	<b>42</b>	<b>42,54,672</b>	<b>100.00</b>	



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

Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them	% of number of votes cast	total valid
E- Voting	0	0	0.00	
Ballot at AGM	0	0	0.00	
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	

(iii) **Invalid** votes:

Mode of Voting	Number of members participated in the e- voting and physical ballot	Number of votes cast by them
E- Voting	0	0
Ballot at AGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

RESULT: **The Resolution No. 6 is passed as Ordinary Resolution.**

5. The Register and all other papers relating to remote e-voting and physical ballot shall remain under my safe custody until the Chairman considers, approves and sign the minutes and thereafter I will return the register and other related papers to the Company.

Thanking you,

**For Munish K. Sharma & Associates**  
**Company Secretaries**



**Munish Kumar Sharma**  
**Company Secretary in Practice &**  
**Insolvency Professional**

Membership No. F6031

C.P. No. 6460

UDIN: **F006031A000016351**



Date : **27<sup>th</sup> September, 2019**  
Place : **Kaushambi, Ghaziabad**