



# Precision Camshafts Limited

(100% EOU Division)

Works : D-5,D-6,7,7-1, M I D C, Chincholi, Solapur 413 255.



**Sec/Sep/SE/N&B/08**

Date - **29<sup>th</sup> September, 2016**

To,

**BSE Limited,**

PhirozeJeejeebhoy Towers,  
Dalal Street, Mumbai - 400001  
Scrip Code: (539636)

**The National Stock Exchange of India  
Limited**

Exchange Plaza, Bandrakurla Complex,  
Bandra (E) Mumbai - 400051  
NSE Scrip Code: PRECAM

**Sub: Voting Result of 24<sup>th</sup> Annual General Meeting of Precision Camshafts Ltd.**

Dear Sirs,

This is to inform you that the 24<sup>th</sup> Annual General Meeting (AGM) of the members of the Company was held on Wednesday, 28<sup>th</sup> September, 2016 at Precision Camshafts Limited, D-5 Chincholi MIDC, Solapur-413255 at 3.00 p.m. and concluded at 4.30 p.m.

In this regard, please find attached the following-

Voting Results of AGM under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Scrutinizer's Report

The above documents will also be uploaded on the Company's website ([www.pclindia.in](http://www.pclindia.in)).

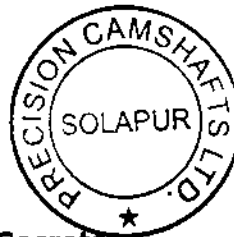
You are kindly requested to take the same on record.

Thanking you,

Yours Truly,

**For Precision Camshafts Limited**

**Swapneel S. Kuber**  
**Compliance Officer and Company Secretary**



Encl. - As above

Jayavant B. Bhavé  
B Com., LL.B., Dip. IRPM., FCS  
Company Secretary

*J. B. Bhavé & Co.*  
**Company Secretaries**

Office : Karan Aniket, 5th Floor, Flat No.9, Plot No.37  
Shri Varanasi Co-op. Soc. Ltd., Behind Atul Nagar, Off Bangalore  
Mumbai Bye-Pass, Wanj. Pune-411058. Ph.: 020-25204357 / 59

September 29, 2016

To  
Mr. Swapneel Kuber  
Company Secretary & Compliance Officer  
Precision Camshafts Limited  
E 102/103 MIDC Akkalkot Road  
Solapur 413006.

**Sub: E-voting and Voting by Poll at AGM Venue**

Dear Mr. Swapneel Kuber

I refer to my appointment as Scrutinizer to conduct the Voting Process (including Remote E-voting and Voting by Poll at AGM venue) in respect of the following resolutions contained in the Notice of Twenty- Fourth Annual General Meeting held on Wednesday, September 28, 2016 at 3:00 p.m.:

1. To receive, consider and adopt Standalone and Consolidated financial statements for the financial year ended March 31st, 2016 together with the Reports of the Directors and the Auditors thereon.
2. To approve and confirm the interim dividend declared and paid during the Financial Year 2015-16 of Rs. 1/- (i.e. 10%) by Board of Directors of the Company.
3. To appoint a director in place of Mr. Jayant V. Aradhya (DIN: 00409341), who retires by rotation and being eligible, offers himself for reappointment.
4. To ratify the appointment of M/s. SRBC & Co. LLP, Chartered Accountants, [Firm Registration No. 324982E] as Auditors, who shall hold office from the conclusion of this Annual General Meeting, until the conclusion of the next Annual General Meeting of the Company and to fix their remuneration.



***J. B. Bhave & Co***  
**Company Secretaries**

5. To re-appoint Mr. Pramod H. Mehendale (DIN00026884), as Independent Director of the company for a period of 5 years up to the 29<sup>th</sup> Annual General Meeting of the Company to be held in Financial Year 2021-22.
6. To re-appoint Mr. Vedant V Pujari (DIN 07032764), as Independent Director of the company for a period of 5 years up to the 29<sup>th</sup> Annual General Meeting of the Company to be held in Financial Year 2021-22.
7. To approve Related Party Transactions during the Financial year 2016-17
8. To approve remuneration payable to M/s. S V Vhatte & Associates, Cost Accountants for the financial year 2016-17.
9. To ratify the Precision Camshafts Limited Employee Stock Option Scheme 2015 ("PCLESOS 2015")

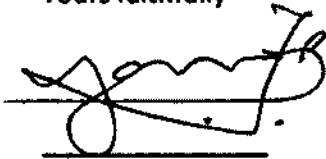
I now enclose the following:

- a. My report to the Chairman of the Company on the result of the Voting Process (including E-voting and Voting by Poll at AGM Venue)
- b. The register showing the particulars of the Votes cast by Poll at the AGM Venue and the e-votes registered on the National Securities Depository Limited e-voting system in respect of the said resolutions.

You are requested to take the same on record and acknowledge.

Thanking you

Yours faithfully



**Jayavant B Bhave**  
**FCS 4266 CP 3068**  
**Scrutinizer appointed for the**  
**Voting process by the Board of Directors**



Jayavant B. Bhavé  
B.Com., LL.B., Dip. IRPM., FCS  
Company Secretary

*J. B. Bhavé & Co.*  
Company Secretaries

Office : Karan Aniket, 5th Floor, Flat No.9, Plot No.37  
Shri Varanasi Co-op. Soc. Ltd., Behind Atul Nagar, Off Bangalore  
Mumbai Bye-Pass, Warje, Pune-411058. Ph.: 020-25204357 / 59

**Report of Scrutinizer on Remote E-Voting and Voting by Poll at AGM Venue**  
**[Pursuant to Section 108 and Section 109 of the Companies Act, 2013 read with Companies**  
**(Management and Administration) Rules, 2014]**

September 29, 2016

To  
Mr. Yatin Shah  
Chairman and Managing Director  
M/s. Precision Camshafts Limited  
E 102/103 MIDC Akkalkot Road  
Solapur 413006

Dear Sir,

**Sub: Report on Scrutinizer on Voting Process [including Remote E-voting and Voting by Poll at AGM Venue] conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Companies (Management and Administration) Rules, 2014**

The Board of Directors of Precision Camshafts Limited ('the Company') have vide resolution passed on August 19, 2016, decided to provide to the members of the Company, facility to exercise their voting right on the resolutions as set out in the notice of Twenty- Fourth Annual General Meeting ('AGM') held on September 28, 2016; by way of Voting by electronic means (Remote E-voting), and voting by Poll at AGM Venue; as required under the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014.

I, Jayavant B. Bhavé, Company Secretary in Whole time Practice having Membership No. FCS 4266 and Certificate of Practice Number 3068 has been appointed as the Scrutinizer by the Board of Directors of the Company vide resolution passed on August 19, 2016 as required under Section 108 of the Companies Act, 2013 and Rule 20(4)(xi) of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the Remote E-Voting and Voting by Poll at AGM Venue; in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as contained in the notice convening the Twenty-Fourth Annual General Meeting of the Company held on September 28, 2016 and reproduced herein below:



**Ordinary Business:**

1. To receive, consider and adopt Standalone and Consolidated financial statements for the financial year ended March 31st, 2016 together with the Reports of the Directors and the Auditors thereon.
2. To approve and confirm the interim dividend declared and paid during the Financial Year 2015-16 of Rs. 1/- (i.e. 10%) by Board of Directors of the Company.
3. To appoint a director in place of Mr. Jayant V. Aradhye (DIN: 00409341), who retires by rotation and being eligible, offers himself for reappointment.
4. To ratify the appointment of M/s. SRBC & Co. LLP, Chartered Accountants, [Firm Registration No. 324982E] as Auditors, who shall hold office from the conclusion of this Annual General Meeting, until the conclusion of the next Annual General Meeting of the Company and to fix their remuneration.

**Special Business:**

5. To re-appoint Mr. Pramod H. Mehendale (DIN00026884), as Independent Director of the company for a period of 5 years up to the 29<sup>th</sup> Annual General Meeting of the Company to be held in Financial Year 2021-22.
6. To re-appoint Mr. Vedant V Pujari (DIN 07032764), as Independent Director of the company for a period of 5 years up to the 29<sup>th</sup> Annual General Meeting of the Company to be held in Financial Year 2021-22.
7. To approve Related Party Transactions during the Financial year 2016-17
8. To approve remuneration payable to M/s. S V Vhatte & Associates, Cost Accountants for the financial year 2016-17.
9. To ratify the Precision Camshafts Limited Employee Stock Option Scheme 2015 ("PCLESOS 2015")



**J. B. Bhave & Co**  
**Company Secretaries**

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereunder relating to Remote E-voting and voting by Poll at the AGM Venue. My responsibility as a scrutinizer for the Voting process is restricted to ensure that the Voting process is conducted in a fair and transparent manner and make the Scrutinizers' Report of the votes cast "in favour" or "against" the above resolutions, based on the reports generated from the E-Voting System provided by the National Securities Depository Limited (NSDL), the authorized agency to provide Remote E-voting facilities and engaged by the company for that purpose and Voting by the poll provided at the AGM Venue.

The Notice of AGM dated August 19, 2016 convening the Twenty Fourth Annual General Meeting of the Company to be held at Precision Camshafts Limited, D-5, MIDC, Chincholi, Solapur-413255, Maharashtra, India on September 28, 2016 at 03.00 p.m. was sent to the members of the Company and the members of the Company holding shares on the cut-off date i.e. September 21, 2016 were entitled to vote on the above-mentioned resolutions proposed; as set out in the Notice of Annual General Meeting.

In this regard, I submit my report as under:

1. The E-voting period remained open from Sunday, September 25, 2016 (9:00 a.m. IST) to Tuesday, September 27, 2016 (5.00 p.m. IST).
2. After the closure of AGM on September 28, 2016, I have unblocked the electronic votes in the presence of two witnesses not in the employment of the Company.
3. The details containing list of the shareholders who casted their votes electronically on each of the resolutions; was downloaded from the e-voting website of National Securities Depository Limited (NSDL) (<https://www.evoting.nsdl.com>)
4. I have scrutinized, downloaded and counted the Votes casted through Remote E-voting facility, and Votes casted by Poll at the venue of AGM; for the purpose of this report.
5. The particulars of votes casted through Remote E-voting and Votes casted by Poll at the venue of AGM have been recorded in accordance with the Companies (Management and Administration) Rules, 2014.
6. I further report; pursuant to the Section 109 of Companies Act 2013 and read with Rule 21 of Companies (Management and Administration) Rules, 2014 that;



- i. After the time fixed for closing of the poll by the Chairman Mr. Yatin Shah, ballot box kept for polling was locked in my presence with due identification marks placed by me.
- ii. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agent of the Company and the proxies lodged with the company.
- iii. There were no poll papers which were incomplete and/or which were otherwise found defective.

7. The cumulative results of the E-Voting Process and the poll taken at the meeting are as follows-

**1. Resolution No.1 (Ordinary Resolution)**

To receive, consider and adopt Standalone and Consolidated Financial Statements for the financial year ended March 31, 2016, together with the reports of the Directors and the Auditors.

• **E- VOTING PROCESS:**

Particulars	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes in favour	No. of votes against	% of votes in favour on votes polled.	% of votes against on votes polled.
Promoter and Promoter Group	60556400	37340000	61.6615	37340000	0	100.0000	0
Public Institutional Holders	15757223	14749718	93.6061	14749718	0	100.0000	0
Public-Others	18431202	7414	0.0402	7094	320	95.6838	4.3162
<b>Total</b>	<b>94744825</b>	<b>52097132</b>	<b>54.9868</b>	<b>52096812</b>	<b>320</b>	<b>99.9994</b>	<b>0.0006</b>

• **POLL TAKEN AT THE MEETING:**

Particulars	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of shares in favour	No. of votes against	No. of Invalid Votes	% of votes in favour on votes polled.	% of votes against on votes polled.
Promoter and	60556400	23216400	38.3385	23216400	0	0	100.0000	0

*J. B. Bhave & Co*  
Company Secretaries

Promoter Group								
Public Institutional Holders	15757223	0	0	0	0	0	0	0
Public-Others	18431202	8227889	44.6411	8227889	0	0	100.0000	0
Total	94744825	31444289	33.1883	31444289	0	0	100.0000	0

• CONSOLIDATED:

Particulars	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of shares in favour	No. of votes against	% of votes in favour on votes polled.	% of votes against on votes polled.
Promoter and Promoter Group	60556400	60556400	100.00	60556400	0	100.00	0
Public Institutional Holders	15757223	14749718	93.6061	14749718	0	100.0000	0
Public-Others	18431202	8235303	44.6813	8234983	320	99.9961	0.0039
Total	94744825	83541421	88.1752	83541101	320	99.9996	0.0004

**RESULT:**

The above resolution passed with requisite majority.

**2. RESOLUTION NO. 2 (Ordinary Resolution)**

To approve and confirm the interim dividend declared and paid during the Financial Year 2015-16 of Rs. 1/- (i.e. 10%) by Board of Directors of the Company.

• E- VOTING PROCESS:

Particulars	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of shares in favour	No. of votes against	% of votes in favour on votes polled.	% of votes against on votes polled.
Promoter and Promoter Group	60556400	37340000	61.6615	37340000	0	100.0000	0
Public	15757223	14749718	93.6061	14749718	0	100.0000	0





*J. B. Bhave & Co*  
Company Secretaries

Institutional Holders							
Public-Others	18431202	7414	0.0402	7174	240	96.7629	3.2371
Total	94744825	52097132	54.9868	52096892	240	99.9995	0.0005

• POLL TAKEN AT THE MEETING:

Particulars	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of shares in favour	No. of votes against	No. of Invalid Votes	% of votes in favour on votes polled.	% of votes against on votes polled.
Promoter and Promoter Group	60556400	23216400	38.3385	23216400	0	0	100.0000	0
Public Institutional Holders	15757223	0	0	0	0	0	0	0
Public-Others	18431202	8227889	44.6411	8227889	0	0	100.0000	0
Total	94744825	31444289	33.1884	31444289	0	0	100.0000	0

• CONSOLIDATED:

Particulars	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of shares in favour	No. of votes against	% of votes in favour on votes polled.	% of votes against on votes polled.
Promoter and Promoter Group	60556400	60556400	100.00	60556400	0	100.0000	0
Public Institutional Holders	15757223	14749718	93.6061	14749718	0	100.0000	0
Public-Others	18431202	8235303	44.6813	8235063	240	99.9971	0.0029
Total	94744825	83541421	88.1752	83541181	240	99.9997	0.0003

RESULT:

The above resolution passed with requisite majority.



*J. B. Bhave & Co*  
Company Secretaries

**3. Resolution No.3 (Ordinary Resolution)**

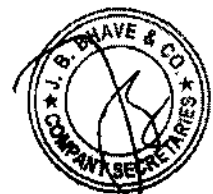
To appoint a director in place of Mr. Jayant V. Aradhye (DIN: 00409341), who retires by rotation and being eligible, offers himself for reappointment.

• **E- VOTING PROCESS:**

Particulars	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes in favour	No. of votes against	% of votes in favour on votes polled.	% of votes against on votes polled.
Promoter and Promoter Group	60556400	37340000	61.6615	37340000	0	100.0000	0
Public Institutional Holders	15757223	11334986	71.9352	10361382	973604	91.4106	8.5894
Public- Others	18431202	7244	0.0393	6844	400	94.4782	5.5218
<b>Total</b>	<b>94744825</b>	<b>48682230</b>	<b>51.3825</b>	<b>47708226</b>	<b>974004</b>	<b>97.9993</b>	<b>2.0007</b>

• **POLL TAKEN AT THE MEETING:**

Particulars	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes in favour	No. of votes against	No. of Invalid Votes	% of votes in favour on votes polled.	% of votes against on votes polled.
Promoter and Promoter Group	60556400	23216400	38.3385	23216400	0	0	100.0000	0.0000
Public Institutional Holders	15757223	0	0.0000	0	0	0	0.0000	0.0000
Public- Others	18431202	8227889	44.6411	8227889	0	0	100.0000	0.0000
<b>Total</b>	<b>94744825</b>	<b>31444289</b>	<b>33.1884</b>	<b>31444289</b>	<b>0</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>



*J. B. Bhave & Co*  
Company Secretaries

• **CONSOLIDATED:**

Particulars	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of shares in favour	No. of votes against	% of votes in favour on votes polled.	% of votes against on votes polled.
Promoter and Promoter Group	60556400	60556400	100.0000	60556400	0	100.0000	0.0000
Public Institutional Holders	15757223	11334986	71.9352	10361382	973604	91.4106	8.5894
Public- Others	18431202	8235133	44.6804	8234733	400	99.9951	0.0049
<b>Total</b>	<b>94744825</b>	<b>80126519</b>	<b>84.5709</b>	<b>79152515</b>	<b>974004</b>	<b>98.7844</b>	<b>1.2156</b>

**RESULT:**

The above resolution passed with requisite majority.

**4. Resolution No.4 (Ordinary Resolution)**

To ratify the appointment of M/s. SRBC & Co. LLP, Chartered Accountants, [Firm Registration No. 324982E] as Auditors, who shall hold office from the conclusion of this Annual General Meeting, until the conclusion of the next Annual General Meeting of the Company and to fix their remuneration

• **E- VOTING PROCESS:**

Particulars	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes in favour	No. of votes against	% of votes in favour on votes polled.	% of votes against on votes polled.
Promoter and Promoter Group	60556400	37340000	61.6615	37340000	0	100.0000	0.0000
Public Institutional Holders	15757223	14749718	93.6061	14749718	0	100.0000	0.0000
Public- Others	18431202	7414	0.0402	7094	320	95.6838	4.3162
<b>Total</b>	<b>94744825</b>	<b>52097132</b>	<b>54.9868</b>	<b>52096812</b>	<b>320</b>	<b>99.9994</b>	<b>0.0006</b>



*J. B. Bhave & Co*  
Company Secretaries

• **POLL TAKEN AT THE MEETING:**

Particulars	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes in favour	No. of votes against	No. of Invalid Votes	% of votes in favour on votes polled.	% of votes against on votes polled.
Promoter and Promoter Group	60556400	23216400	38.3385	23216400	0	0	100.0000	0.0000
Public Institutional Holders	15757223	0	0.0000	0	0	0	0.0000	0.0000
Public- Others	18431202	8227889	44.6411	8227889	0	0	100.0000	0.0000
<b>Total</b>	<b>94744825</b>	<b>31444289</b>	<b>33.1884</b>	<b>31444289</b>	<b>0</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

• **CONSOLIDATED:**

Particulars	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of shares in favour	No. of votes against	% of votes in favour on votes polled.	% of votes against on votes polled.
Promoter and Promoter Group	60556400	60556400	100.0000	60556400	0	100.0000	0.0000
Public Institutional Holders	15757223	14749718	93.6061	14749718	0	100	0
Public- Others	18431202	8235303	44.6813	8234983	320	99.9961	0.0039
<b>Total</b>	<b>94744825</b>	<b>83541421</b>	<b>88.1752</b>	<b>83541101</b>	<b>320</b>	<b>99.9996</b>	<b>0.0004</b>

**RESULT:**

The above resolution passed with requisite majority.

**5. Resolution No.5 (Special Resolution)**

To re-appoint Mr. Pramod H. Mehendale (DIN00026884), as Independent Director of the company for a period of 5 years up to the 29<sup>th</sup> Annual General Meeting of the Company to be held in Financial Year 2021-22.



• E-VOTING PROCESS:

Particulars	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes in favour	No. of votes against	% of votes in favour on votes polled.	% of votes against on votes polled.
Promoter and Promoter Group	60556400	37340000	61.6615	37340000	0	100.0000	0
Public Institutional Holders	15757223	14749718	93.6061	14749718	0	100.0000	0
Public- Others	18431202	7254	0.0394	6854	400	94.4858	5.5142
<b>Total</b>	<b>94744825</b>	<b>52096972</b>	<b>54.9866</b>	<b>52096572</b>	<b>400</b>	<b>99.9992</b>	<b>0.0008</b>

• POLL TAKEN AT THE MEETING:

Particulars	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes in favour	No. of votes against	No. of Invalid Votes	% of votes in favour on votes polled.	% of votes against on votes polled.
Promoter and Promoter Group	60556400	23216400	38.3385	23216400	0	0	100.0000	0
Public Institutional Holders	15757223	0	0	0	0	0	0	0
Public- Others	18431202	8227889	44.6411	8227889	0	0	100.0000	0
<b>Total</b>	<b>94744825</b>	<b>31444289</b>	<b>33.1884</b>	<b>31444289</b>	<b>0</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

• CONSOLIDATED:

Particulars	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of shares in favour	No. of votes against	% of votes in favour on votes polled.	% of votes against on votes polled.



*J. B. Bhave & Co*  
Company Secretaries

Promoter and Promoter Group	60556400	60556400	100	60556400	0	100.0000	0
Public Institutional Holders	15757223	14749718	93.6061	14749718	0	100.0000	0
Public- Others	18431202	8235143	44.6804	8234743	400	99.9951	0.0049
Total	94744825	83541261	88.1750	83540861	400	99.9995	0.0005

**RESULT:**

The above resolution passed with requisite majority.

**6. Resolution No.6 (Special Resolution)**

To re-appoint Mr. Vedant V Pujari (DIN 07032764), as Independent Director of the company for a period of 5 years up to the 29<sup>th</sup> Annual General Meeting of the Company to be held in Financial Year 2021-22.

• **E- VOTING PROCESS:**

Particulars	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes in favour	No. of votes against	% of votes in favour on votes polled.	% of votes against on votes polled.
Promoter and Promoter Group	60556400	37340000	61.6615	37340000	0	100.0000	0
Public Institutional Holders	15757223	14749718	93.6061	14749718	0	100.0000	0
Public- Others	18431202	7334	0.0398	6934	400	94.5460	5.4540
Total	94744825	52097052	54.9867	52096652	400	99.9992	0.0008



*J. B. Bhave & Co*  
Company Secretaries

• **POLL TAKEN AT THE MEETING:**

Particulars	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes in favour	No. of votes against	No. of Invalid Votes	% of votes in favour on votes polled.	% of votes against on votes polled.
Promoter and Promoter Group	60556400	23216400	38.3385	23216400	0	0	100.0000	0
Public Institutional Holders	15757223	0	0	0	0	0	0	0
Public-Others	18431202	8227889	44.6411	8227889	0	0	100.0000	0
<b>Total</b>	<b>94744825</b>	<b>31444289</b>	<b>33.1884</b>	<b>31444289</b>	<b>0</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

• **CONSOLIDATED:**

Particulars	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of shares in favour	No. of votes against	% of votes in favour on votes polled.	% of votes against on votes polled.
Promoter and Promoter Group	60556400	60556400	100	60556400	0	100.0000	0
Public Institutional Holders	15757223	14749718	93.6061	14749718	0	100.0000	0
Public- Others	18431202	8235223	44.6809	8234823	400	99.9951	0.0049
<b>Total</b>	<b>94744825</b>	<b>83541341</b>	<b>88.1751</b>	<b>83540941</b>	<b>400</b>	<b>99.9995</b>	<b>0.0005</b>

**RESULT:**

The above resolution passed with requisite majority.

**7. Resolution No.7 (Ordinary Resolution)**

To approve Related Party Transactions during the Financial year 2016-17



*J. B. Bhawe & Co*  
Company Secretaries

• E- VOTING PROCESS:

Particulars	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes in favour	No. of votes against	% of votes in favour on votes polled.	% of votes against on votes polled.
Promoter and Promoter Group	60556400	37340000	61.6615	37340000	0	100.0000	0
Public Institutional Holders	15757223	14749718	93.6061	14749718	0	100.0000	0
Public- Others	18431202	7414	0.0402	6924	490	93.3909	6.6091
<b>Total</b>	<b>94744825</b>	<b>52097132</b>	<b>54.9868</b>	<b>52096642</b>	<b>490</b>	<b>99.9991</b>	<b>0.0009</b>

• POLL TAKEN AT THE MEETING:

Particulars	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes in favour	No. of votes against	No. of Invalid Votes	% of votes in favour on votes polled.	% of votes against on votes polled.
Promoter and Promoter Group	60556400	23216400	38.3385	23216400	0	0	100.0000	0
Public Institutional Holders	15757223	0	0.0000	0	0	0	0	0
Public- Others	18431202	8227889	44.6411	8227889	0	0	100.0000	0
<b>Total</b>	<b>94744825</b>	<b>31444289</b>	<b>33.1884</b>	<b>31444289</b>	<b>0</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

• CONSOLIDATED:

Particulars	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of shares in favour	No. of votes against	% of votes in favour on votes polled.	% of votes against on votes polled.
Promoter and Promoter Group	60556400	60556400	100	60556400	0	100.0000	0





*J. B. Bhave & Co*  
Company Secretaries

Public Institutional Holders	15757223	14749718	93.6061	14749718	0	100.0000	0
Public- Others	18431202	8235303	44.6813	8234813	490	99.9941	0.0059
<b>Total</b>	<b>94744825</b>	<b>83541421</b>	<b>88.1752</b>	<b>83540931</b>	<b>490</b>	<b>99.9994</b>	<b>0.0006</b>

**RESULT:**

The above resolution passed with requisite majority.

**8. RESOLUTION NO. 8 (Ordinary Resolution)**

To approve remuneration payable to M/s. S V Vhatte & Associates, Cost Accountants for the financial year 2016-17

• **E- VOTING PROCESS:**

Particulars	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of shares in favour	No. of votes against	% of votes in favour on votes polled.	% of votes against on votes polled.
Promoter and Promoter Group	60556400	37340000	61.6615	37340000	0	100.0000	0.0000
Public Institutional holders	15757223	14749718	93.6061	14749718	0	100.0000	0.0000
Public- Others	18431202	7414	0.0402	7094	320	95.6838	4.3162
<b>Total</b>	<b>94744825</b>	<b>52097132</b>	<b>54.9868</b>	<b>52096812</b>	<b>320</b>	<b>99.9994</b>	<b>0.0006</b>



*J. B. Bhave & Co*  
**Company Secretaries**

• **POLL TAKEN AT THE MEETING:**

Particulars	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of shares in favour	No. of votes against	No. of Invalid Votes	% of votes in favour on votes polled.	% of votes against on votes polled.
Promoter and Promoter Group	60556400	23216400	38.3385	23216400	0	0	100.0000	0.0000
Public Institutional holders	15757223	0	0.0000	0	0	0	0.0000	0.0000
Public-Others	18431202	8227889	44.6411	8227889	0	0	100.0000	0.0000
<b>Total</b>	<b>94744825</b>	<b>31444289</b>	<b>33.1884</b>	<b>31444289</b>	<b>0</b>	<b>0</b>	<b>100.0000</b>	<b>0</b>

• **CONSOLIDATED:**

Particulars	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of shares in favour	No. of votes against	% of votes in favour on votes polled.	% of votes against on votes polled.
Promoter and Promoter Group	60556400	60556400	100	60556400	0	100.0000	0.0000
Public Institutional Holders	15757223	14749718	93.6061	14749718	0	100.0000	0.0000
Public-Others	18431202	8235303	44.6813	8234983	320	99.9961	0.0039
<b>Total</b>	<b>94744825</b>	<b>83541421</b>	<b>88.1752</b>	<b>83541101</b>	<b>320</b>	<b>99.9996</b>	<b>0.0004</b>



**RESULT:**

The above resolution passed with requisite majority.

**9. RESOLUTION NO. 9 (Special Resolution)**

To ratify the Precision Camshafts Limited Employee Stock Option Scheme 2015 ("PCLESOS 2015")

• **E- VOTING PROCESS:**

Particulars	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of shares in favour	No. of votes against	% of votes in favour on votes polled.	% of votes against on votes polled.
Promoter and Promoter Group	60556400	37340000	61.6615	37340000	0	100.0000	0.0000
Public Institutional holders	15757223	14749718	93.6061	14749718	0	100.0000	0.0000
Public-Others	18431202	7494	0.0407	7004	490	93.4614	6.5386
<b>Total</b>	<b>94744825</b>	<b>52097212</b>	<b>54.9869</b>	<b>52096722</b>	<b>490</b>	<b>99.9991</b>	<b>0.0009</b>

• **POLL TAKEN AT THE MEETING:**

Particulars	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of shares in favour	No. of votes against	No. of Invalid Votes	% of votes in favour on votes polled.	% of votes against on votes polled.
Promoter and Promoter Group	60556400	23216400	38.3385	23216400	0	0	100.0000	0.0000
Public Institutional	15757223	0	0.0000	0	0	0	0.0000	0.0000



*J. B. Bhave & Co*  
Company Secretaries

holders								
Public- Others	18431202	8227889	44.6411	8227889	0	0	100.0000	0.0000
Total	94744825	31444289	33.1884	31444289	100	0	100.0000	0

• CONSOLIDATED:

Particulars	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of shares in favour	No. of votes against	% of votes in favour on votes polled.	% of votes against on votes polled.
Promoter and Promoter Group	60556400	60556400	100	60556400	0	100.0000	0.0000
Public Institutional Holders	15757223	14749718	93.6061	14749718	0	100.0000	0.0000
Public- Others	18431202	8235383	44.6817	8234893	490	99.9941	0.0059
Total	94744825	83541501	88.1753	83541011	490	99.9995	0.0005

**RESULT:**

The above resolution passed with requisite majority.

8. The Register, all other papers and relevant records relating to voting shall remain in our custody until the Chairman considers, approves and signs the minutes of aforesaid Annual General Meeting and the same will be handed over to the Company Secretary thereafter.



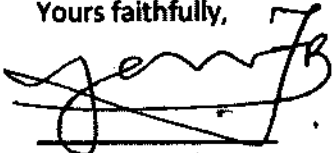
*J. B. Bhave & Co*  
**Company Secretaries**

**Result:**

All the nine resolutions having secured requisite majority of votes, the resolutions number 01 to 04, 07 and 08 may be considered to have been passed as Ordinary Resolutions and Resolution number 05, 06 and 09 have been passed as Special Resolutions.

The Chairman of Annual General Meeting may accordingly declare the result of voting.

Thanking You,  
Yours faithfully,



**Jayavant B Bhave**  
**FCS 4266 CP 3068**  
**Scrutinizer appointed for the**  
**Voting process by the Board of Directors**



**Date: September 29, 2016**  
**Place: Pune**

We understand that the votes were unblocked from the e voting website of NSDL in our presence at 04.30 p.m. on Wednesday, September 28, 2016.



**Shalmali Mokashi**



**Madhura Limaye**