

APM INDUSTRIES LIMITED

910, Chiranjiv Tower, 43, Nehru Place, New Delhi-110019

Phone : (011) 26441015-17 Fax : (011) 26441018

E-mail : delhi@apmindustries.co.in

CIN No. : L21015RJ1973PLC015819

Website : www.apmindustries.co.in

APMIL/124

September 27, 2017

The Secretary
BSE Ltd.,
25th Floor, P J Towers,
Dalal Street, Mumbai - 400001
Scrip Code No. 523537

Dear Sir,

Sub: Result of voting of 43rd Annual General Meeting- Regulation 44(3) SEBI (LODR) Regulations, 2015

The 43rd Annual General Meeting of APM Industries Limited was held on **Monday, the 25th day of September, 2017 at 11.30 A.M.**, at its Registered Office at **SP-147, RIICO Industrial Area, Bhiwadi, Dist. Alwar (Rajasthan) - 301019** and the business mentioned in the notice calling the said AGM was transacted. In this regard please find enclosed herewith following documents:

1. Voting results under Regulation 44(3) SEBI (LODR) Regulations, 2015 as **Annexure I.**
2. Combined Report of Scrutinizer dated **26.09.2017**, pursuant to section 108 of the Companies Act, 2013 and its relevant rules as **Annexure II.**

This is for your information and record.

Encl as above



Thanking You,
For **APM INDUSTRIES LIMITED**


UYOTI UPADHYAY
COMPANY SECRETARY

Regd. Office & Works : SP-147, RIICO Industrial Area, Bhiwadi, Distt - ALWAR - 301 019 (RAJ.)

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Annexure I

| | |
|--|------------|
| Date of the AGM | 25.09.2017 |
| Total number of shareholders on record date | 11779 |
| No. of shareholders present in the meeting either in person or through proxy | |
| Promoters and Promoter Group | 1 |
| Public | 32 |
| No. of Shareholders attended the meeting through Video Conferencing | |
| Promoters and Promoter Group | NA |
| Public | |



| Resolution No. | | 1 | | | | | | |
|---|----------------|--|--------------------------|--|----------------------------|--------------------------|--|--|
| Resolution required | | Ordinary Resolution - Adoption of Audited Financial Statements (including Audited Consolidated Financial Statements) of the Company for the Financial Year ended 31st March 2017, together with the Reports of the Directors and Auditors thereon. | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | No | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of shares polled (2) | % of shares polled on outstanding shares (3)=[(2)/(1)]*100 | No. of votes in favour (4) | No. of votes against (5) | % of votes in favour of votes polled (6)=[(4)/(2)]*100 | % of votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 13730620 | 12740120 | 92.78 | 12740120 | - | 100.00 | - |
| | Poll | | - | - | - | - | - | |
| | Total | | 12740120 | 92.78 | 12740120 | - | 100.00 | - |
| Public - Institutions | E-Voting | 250 | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | |
| | Total | | - | - | - | - | - | |
| Public - Non Institutions | E-Voting | 7880490 | 5527 | 0.07 | 5527 | - | 100.00 | - |
| | Poll | | 8435 | 0.10 | 8435 | - | 100.00 | - |
| | Total | | 13962 | 0.17 | 13962 | - | 100.00 | - |
| Total | | 21611360 | 12754082 | 59.01 | 12754082 | - | 100.00 | - |

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| Resolution No. | | 2 | | | | | | |
|---|----------------|---|--------------------------|--|----------------------------|--------------------------|--|--|
| Resolution required | | Ordinary Resolution - declaration of final dividend of Rs. 0.50 per equity shares of face value of Rs 2.00 each for the Financial Year 2016-17. | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | No | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of shares polled (2) | % of shares polled on outstanding shares (3)=[(2)/(1)]*100 | No. of votes in favour (4) | No. of votes against (5) | % of votes in favour of votes polled (6)=[(4)/(2)]*100 | % of votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 13730620 | 12740120 | 92.78 | 12740120 | - | 100.00 | - |
| | Poll | | - | - | - | - | - | - |
| | Total | | 12740120 | 92.78 | 12740120 | - | 100.00 | - |
| Public - Institutions | E-Voting | 250 | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Total | | - | - | - | - | - | - |
| Public - Non Institutions | E-Voting | 7880490 | 5527 | 0.07 | 5527 | - | 100.00 | - |
| | Poll | | 8435 | 0.10 | 8435 | - | 100.00 | - |
| | Total | | 13962 | 0.17 | 13962 | - | 100.00 | - |
| Total | | 21611360 | 12754082 | 59.01 | 12754082 | - | 100.00 | - |



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| Resolution No. | | 3 | | | | | | |
|---|----------------|--|--------------------------|--|----------------------------|--------------------------|--|--|
| Resolution required | | Ordinary Resolution - Re appointment of Shri R K Rajgarhia (DIN No. 00141766), who retires by rotation | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | Yes | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of shares polled (2) | % of shares polled on outstanding shares (3)=[(2)/(1)]*100 | No. of votes in favour (4) | No. of votes against (5) | % of votes in favour of votes polled (6)=[(4)/(2)]*100 | % of votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 13730620 | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Total | | - | - | - | - | - | - |
| Public - Institutions | E-Voting | 250 | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Total | | - | - | - | - | - | - |
| Public - Non Institutions | E-Voting | 7880490 | 5527 | 0.07 | 5527 | - | 100.00 | - |
| | Poll | | 8435 | 0.10 | 8435 | - | 100.00 | - |
| | Total | | 13962 | 0.17 | 13962 | - | 100.00 | - |
| Total | | 21611360 | 13962 | 0.06 | 13962 | - | 100.00 | - |



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| Resolution No. | | 4 | | | | | | |
|---|----------------|---|--------------------------|--|----------------------------|--------------------------|--|--|
| Resolution required | | Ordinary Resolution - appointment of M/s. Chaturvedi & Partners, Chartered Accountants (Firm Registration No.307068E), as Statutory Auditors of the Company in place of retiring Statutory Auditors and to fix their remuneration | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | No | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of shares polled (2) | % of shares polled on outstanding shares (3)=[(2)/(1)]*100 | No. of votes in favour (4) | No. of votes against (5) | % of votes in favour of votes polled (6)=[(4)/(2)]*100 | % of votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 13730620 | 12740120 | 92.78 | 12740120 | - | 100.00 | - |
| | Poll | | - | - | - | - | - | - |
| | Total | | 12740120 | 92.78 | 12740120 | - | 100.00 | - |
| Public - Institutions | E-Voting | 250 | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Total | | - | - | - | - | - | - |
| Public - Non Institutions | E-Voting | 7880490 | 5527 | 0.07 | 5527 | - | 100.00 | - |
| | Poll | | 8435 | 0.10 | 8435 | - | 100.00 | - |
| | Total | | 13962 | 0.17 | 13962 | - | 100.00 | - |
| Total | | 21611360 | 12754082 | 59.01 | 12754082 | - | 100.00 | - |



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| Resolution No. | | 5 | | | | | | |
|---|----------------|---|--------------------------|--|----------------------------|--------------------------|--|--|
| Resolution required | | Special Resolution - Ratification of Remuneration to Cost Auditor | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | No | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of shares polled (2) | % of shares polled on outstanding shares (3)=[(2)/(1)]*100 | No. of votes in favour (4) | No. of votes against (5) | % of votes in favour of votes polled (6)=[(4)/(2)]*100 | % of votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 13730620 | 12740120 | 92.78 | 12740120 | - | 100.00 | - |
| | Poll | | - | - | - | - | - | - |
| | Total | | 12740120 | 92.78 | 12740120 | - | 100.00 | - |
| Public - Institutions | E-Voting | 250 | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Total | | - | - | - | - | - | - |
| Public - Non Institutions | E-Voting | 7880490 | 5527 | 0.07 | 5527 | - | 100.00 | - |
| | Poll | | 8435 | 0.10 | 8435 | - | 100.00 | - |
| | Total | | 13962 | 0.17 | 13962 | - | 100.00 | - |
| Total | | 21611360 | 12754082 | 59.01 | 12754082 | - | 100.00 | - |

This is for your kind information and record.

Thanking You,



For APM INDUSTRIES LIMITED,

Jyoti Upadhyay

JYOTI UPADHYAY
COMPANY SECRETARY

Regd. Office & Works : SP-147, RIICO Industrial Area, Bhiwadi, Distt - ALWAR - 301 019 (RAJ.)

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(ix) of the Companies (Management and Administration) Amendment Rules, 2015]

The Chairman
APM INDUSTRIES LIMITED

43rd Annual General Meeting of the Members of APM Industries Limited held on Monday, the 25th September, 2017 at 11.30 A.M. at SP-147, RIICO Industrial Area, Bhiwadi, Distt. Alwar, RJ- 301019.

Dear Sir,

I, Ravi Sharma, Practicing Company Secretary (Membership No. F4468, COP 3666), appointed by the Board of Directors of the Company at the meeting held on 11th August, 2017 to act as the Scrutinizer in terms of Section 108 of the Companies Act, 2013 read with Rule 20(4)(ix) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of scrutinizing the process of e-voting and voting at the 43rd Annual General Meeting (AGM) of the Company in respect of the Resolutions for approval at the said AGM, do hereby submit my report as follows:-

1. All the Resolutions for approval at the AGM were transacted through e-voting and also voting at the AGM venue, for which purpose the Board of Directors of the Company engaged the services of National Securities Depository Limited (NSDL).
2. Members whose names were recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. 18th September 2017 were entitled to cast their votes by e-voting or voting at the AGM venue.
3. Voting through e-voting commenced at 9.00 a.m. on 22nd September, 2017 and closed at 5.00 p.m. on 24th September, 2017 when e-voting was blocked by NSDL.
4. In respect of those Members present at the AGM who did not cast their votes by e-voting prior to the AGM, facility of physical voting through ballot papers was provided at the AGM venue.
5. After the conclusion of voting at the AGM venue, the votes cast through voting at the AGM venue and e-voting were unblocked on 25th September, 2017 at 3.00 P.M. in the presence of 2 (two) witnesses, Ms. Suman Pandey and Mr. Amit Sharma neither of whom are in the employment of the Company.
6. Based on the reports generated from NSDL's e-voting website www.evoting.nsdl.com and on the basis of physical voting done at the venue of AGM, which I have scrutinized, the consolidated results of voting are reported as under:



ORDINARY BUSINESS

Item No. 1 - Ordinary Resolution

FOR ADOPTION OF THE AUDITED FINANCIAL STATEMENTS (INCLUDING AUDITED CONSOLIDATED FINANCIAL STATEMENTS) OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2017, TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON.

| | E-voting | | Voting at the AGM venue | | Consolidated voting results | | |
|-----------------------------------|-----------------------------|---------------------------------------|---|---------------------------------------|-----------------------------------|---|---|
| | Number of Members who voted | Number of Shares for which votes cast | Number of Members who voted (in person or by proxy) | Number of Shares for which votes cast | Total Number of Members who voted | Total number of Shares for which votes cast | Percentage of votes to total number of valid votes cast |
| Voted in favour of the resolution | 38 | 12745647 | 19 | 8435 | 57 | 12754082 | 100.00 |
| Voted against the resolution | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| Total | 38 | 12745647 | 19 | 8435 | 57 | 12754082 | 100 |
| Invalid Votes | NIL | | NIL | | | | NIL |

Item No. 2 - Ordinary Resolution

TO DECLARE FINAL DIVIDEND OF RS. 0.50 PER EQUITY SHARES OF FACE VALUE OF RS. 2.00 PER SHARE FOR FINANCIAL YEAR 2016-17.

| | E-voting | | Voting at the AGM venue | | Consolidated voting results | | |
|-----------------------------------|-----------------------------|---------------------------------------|---|---------------------------------------|-----------------------------------|---|---|
| | Number of Members who voted | Number of Shares for which votes cast | Number of Members who voted (in person or by proxy) | Number of Shares for which votes cast | Total Number of Members who voted | Total number of Shares for which votes cast | Percentage of votes to total number of valid votes cast |
| Voted in favour of the resolution | 38 | 12745647 | 19 | 8435 | 57 | 12754082 | 100.00 |
| Voted against the resolution | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| Total | 38 | 12745647 | 19 | 8435 | 57 | 12754082 | 100 |
| Invalid Votes | NIL | | NIL | | | | NIL |

Item No. 3 - Ordinary Resolution

TO APPOINT A DIRECTOR IN PLACE OF SHRI R K RAJGARHIA, (DIN: 00141766) WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.

| | E-voting | | Voting at the AGM venue | | Consolidated voting results | | |
|-----------------------------------|-----------------------------|---------------------------------------|---|---------------------------------------|-----------------------------------|---|---|
| | Number of Members who voted | Number of Shares for which votes cast | Number of Members who voted (in person or by proxy) | Number of Shares for which votes cast | Total Number of Members who voted | Total number of Shares for which votes cast | Percentage of votes to total number of valid votes cast |
| Voted in favour of the resolution | 25 | 5527 | 19 | 8435 | 44 | 13962 | 100.00 |
| Voted against the resolution | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| Total | 25 | 5527 | 19 | 8435 | 44 | 13962 | 100 |
| Invalid Votes | NIL | | NIL | | | | NIL |

*Votes of related parties are not considered for this resolution



Item No. 4 - Ordinary Resolution

FOR THE APPOINTMENT OF STATUTORY AUDITORS M/S. CHATURVEDI & PARTNERS, CHARTERED ACCOUNTANTS (FIRM REGISTRATION NO.307068E), AS STATUTORY AUDITORS OF THE COMPANY IN PLACE OF RETIRING STATUTORY AUDITORS AND TO FIX THEIR REMUNERATION.

| | E-voting | | Voting at the AGM venue | | Consolidated voting results | | |
|-----------------------------------|-----------------------------|---------------------------------------|---|---------------------------------------|-----------------------------------|---|---|
| | Number of Members who voted | Number of Shares for which votes cast | Number of Members who voted (in person or by proxy) | Number of Shares for which votes cast | Total Number of Members who voted | Total number of Shares for which votes cast | Percentage of votes to total number of valid votes cast |
| Voted in favour of the resolution | 38 | 12745647 | 19 | 8435 | 57 | 12754082 | 100.00 |
| Voted against the resolution | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| Total | 38 | 12745647 | 19 | 8435 | 57 | 12754082 | 100 |
| Invalid Votes | | NIL | | NIL | | | NIL |

SPECIAL BUSINESS

Item No. 5 - Ordinary Resolution

FOR THE RATIFICATION OF REMUNERATION OF THE COST AUDITOR.

| | E-voting | | Voting at the AGM venue | | Consolidated voting results | | |
|-----------------------------------|-----------------------------|---------------------------------------|---|---------------------------------------|-----------------------------------|---|---|
| | Number of Members who voted | Number of Shares for which votes cast | Number of Members who voted (in person or by proxy) | Number of Shares for which votes cast | Total Number of Members who voted | Total number of Shares for which votes cast | Percentage of votes to total number of valid votes cast |
| Voted in favour of the resolution | 38 | 12745647 | 19 | 8435 | 57 | 12754082 | 100.00 |
| Voted against the resolution | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| Total | 38 | 12745647 | 19 | 8435 | 57 | 12754082 | 100 |
| Invalid Votes | | NIL | | NIL | | | NIL |

All the Resolutions stand passed under e-voting and poll with the requisite majority.

I hereby confirm that I am maintaining the registers received from the Service Provider both electronically and manually, in respect of the votes cast through e-voting and poll by the shareholders of the Company.



The poll papers and all other relevant records were sealed and handed over to the Company Secretary of the Company, authorised by the Board for safe keeping.

Thanking you
Yours Sincerely



RAVI SHARMA
SCRUTINIZER C. P. NO. 3666
PARTNER, RSM & CO., COMPANY SECRETARIES,
NEW DELHI

Date : 26.09.2017
Place : New Delhi



(+)

Signed by Shri. R K RAJGARHIA
Chairman of the Meeting
Or Authorized representative of Chairman of the meeting

We the undersigned have witnessed that the votes cast through e-voting and voting through ballot at the AGM venue were unblocked in our presence on 25th September, 2017 at 3.00 P.M.

Name: Ms. Suman Pandey
Address: D-63, JFF Complex,
Jhandewalan (New Delhi) 110055

Name: Amit Sharma
Address: D-63, JFF Complex,
Jhandewalan (New Delhi) 110055