



IS/ISO 9001 - 2000

APM INDUSTRIES LIMITED

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CIN No. : L21015RJ1973PLC015819

Website : www.apmindustries.co.in

September 30, 2019

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Fort, Mumbai - 400001

Ref: Stock Code 523537

Sub: Proceeding of the 45th Annual General Meeting of APM Industries Limited

Dear Sir,

In continuation to our letter dated September 28, 2019 regarding the proceedings of the 45th Annual General Meeting ('AGM') of APM Industries Limited, please find enclosed the voting results (for e-Voting and Poll), as per the provisions of Regulation 44 read with Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the 45th AGM of the Company held on Saturday, September 28, 2019 at 11:30 A.M. at its Registered Office at SP-147, RIICO Industrial Area, Bhiwadi, Dist. Alwar (Rajasthan) - 301019.

This is for your information and records.

Thanking you,

Yours faithfully,

For **APM Industries Limited**

Neha Jain
Company Secretary



CONSOLIDATED SCRUTINIZER'S REPORT
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Amendment Rules, 2015]

The Chairman
APM INDUSTRIES LIMITED

45th Annual General Meeting of the Members of APM Industries Limited held on Saturday the 28th day of September, 2019 at 11:30 A.M., at its Registered Office at SP-147, RIICO Industrial Area, Bhiwadi, Dist. Alwar (Rajasthan) – 301019.

Dear Sir,

I, Ravi Sharma, Practising Company Secretary, appointed by the Board of Directors of the Company at the meeting held on 1st August, 2019, to act as the Scrutinizer in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of scrutinizing the process of remote e-voting and voting at the 45th 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 remote 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. **Saturday, September 21, 2019**, were entitled to cast their votes by remote e-voting or voting at the AGM venue.
3. Voting through remote e-voting commenced at **9.00 A.M. on Wednesday, September 25, 2019**, and closed at **5:00 P.M. (IST) on Friday, September 27, 2019**, when remote e-voting was blocked by National Securities Depository Limited (NSDL).
4. In respect of those Members present at the AGM who did not cast their votes by remote 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 remote e-voting were unblocked on **Saturday, 28th September, 2019 at 1:21 P.M** in the presence of 2 (two) witnesses, Mr. Tara Singh and Ms. Suman Pandey neither of whom are in the employment of the Company.
6. Based on the reports generated from National Securities Depository Limited (NSDL) 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

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2019 together with the reports of the Board of Directors and Auditors thereon

	Remote 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	27	1,34,70,444	37	22,887	64	1,34,93,331	99.97
Voted against the resolution	2	4,383	-	-	2	4,383	0.03
Total	29	1,34,74,827	37	22,887	66	1,34,97,714	100
Invalid Votes	-	-	-	-	-	-	-

Item No. 2-Ordinary Resolution

To declare final dividend @ Rs. 0.50/- per equity share (i.e.25%) on face value of Rs. 2/- per share for the Financial Year 2018-2019.

	Remote 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	28	1,34,70,569	37	22,887	65	1,34,93,456	99.97
Voted against the resolution	2	4,383	-	-	2	4383	0.03
Total	30	1,34,74,952	37	22,887	67	1,34,97,839	100.00
Invalid Votes	0	0	0	0	0	0	0



Item No. 3-Ordinary Resolution

To appoint a Director in place of Shri Gopal Rajgarhia (DIN:00002245), who retires by rotation and being eligible, offers himself for re-appointment

	Remote 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	1,34,69,046	37	22,887	62	1,34,91,933	99.97
Voted against the resolution	3	4608	-	-	3	4608	0.03
Total	28	1,34,73,654	37	22,887	65	1,34,96,541	100.00
Invalid Votes	0	0	0	0	0	0	0

SPECIAL BUSINESS**Item No. 4- Special Resolution**

To Re-appoint Shri Khushi Ram Gupta (DIN: 00027295) as Non-Executive Independent Director on the Board of the Company

	Remote 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	24	1,34,68,896	37	22,887	61	1,34,91,783	99.96
Voted against the resolution	4	4,758	-	-	4	4758	0.04
Total	28	1,34,73,654	37	22,887	65	1,34,96,541	100.00
Invalid	0	0	0	0	0	0	0



Item No. 5- Special Resolution

To Re-appoint Shri Ram Ratan Bagri (DIN: 00275313) as Non-Executive Independent Director on the Board of the Company

	Remote 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	24	1,34,68,896	37	22,887	61	1,34,91,783	99.96
Voted against the resolution	4	4,758	-	-	4	4,758	0.04
Total	28	1,34,73,654	37	22,887	65	1,34,96,541	100.00
Invalid Votes	0	0	0	0	0	0	0

Item No. 6- Ordinary Resolution

To Ratify the Cost Auditors' Remuneration For The Financial Year 2019-20

	Remote 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	26	1,34,69,246	37	22,887	63	1,34,92,133	99.97
Voted against the resolution	3	4533	-	-	3	4533	0.03
Total	29	1,34,73,779	37	22,887		1,34,96,666	100
Invalid Votes	0	0	0	0	0	0	0



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



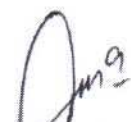

RAVI SHARMA
SCRUTINIZER COMPANY NO 3866
PARTNER, RSM & CO., COMPANY SECRETARIES,
NEW DELHI


Date : 28th September, 2019
Place : New Delhi




For APM Industries Limited
Signed by Ms. Neha Jain
Company Secretary or Chairman of the Meeting or
Authorized representative of Chairman of the meeting

We the undersigned have witnessed that the votes cast through remote e-voting and voting through ballot at the AGM venue were unblocked in our presence on 28th September, 2019 at 1:21 P.M.


Name: Mr. Tara Singh
Address: 2E/207, Caxton House,
Jhandewalan Extension, New Delhi 110055


Name: Ms. Suman Pandey
Address: 2E/207, Caxton House,
Jhandewalan Extension, New Delhi 110055

**Voting Results in terms of Regulation 44 (3) of the
SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Date of the AGM	September 28, 2019
Total number of shareholders on record date	9097
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: 2 Public: 38	40
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	Nil



Item No. 1

Resolution required: (Ordinary / Special)					Ordinary			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2019, together with the Reports of the Board of Directors and Auditors thereon			
Category	Mode of voting	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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	13730620	13455620	97.9972	13455620	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	13730620	13455620	97.9972	13455620	0	100.0000	0.0000
Public-Institutions	E-Voting	250	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	250	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	7880490	19207	0.2437	14824	4383	77.1802	22.8198
	Poll		22887	0.2904	22887	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7880490	42094	0.5342	37711	4383	89.5876	10.4124
Total		21611360	13497714	62.4566	13493331	4383	99.9675	0.0325
Whether resolution is Pass or Not.							Yes	



Item No. 2

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare final dividend @ Rs. 0.50/- per equity share (i.e. 25%) on face value of Rs. 2/- per share for the Financial Year 2018-2019.				
Category	Mode of voting	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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	13730620	13455620	97.9972	13455620	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	13730620	13455620	97.9972	13455620	0	100.0000	0.0000
Public-Institutions	E-Voting	250	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	250	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	7880490	19332	0.2453	14949	4383	77.3277	22.6723
	Poll		22887	0.2904	22887	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7880490	42219	0.5357	37836	4383	89.6184	10.3816
Total		21611360	13497839	62.4571	13493456	4383	99.9675	0.0325
Whether resolution is Pass or Not.							Yes	



Item No. 3

Resolution required: (Ordinary / Special)					Ordinary			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					To appoint a Director in place of Shri Shri Gopal Rajgarhia (DIN: 00002245), who retires by rotation and being eligible, offers himself for re-appointment			
Category	Mode of voting	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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	13730620	13455620	97.9972	13455620	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	13730620	13455620	97.9972	13455620	0	100.0000	0.0000
Public-Institutions	E-Voting	250	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	250	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	7880490	18034	0.2288	134268	4608	74.4483	25.5517
	Poll		22887	0.2904	22887	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7880490	40921	0.5193	363138	4608	88.7393	11.2607
Total		21611360	13496541	62.4511	13491933	4608	99.9659	0.0341
Whether resolution is Pass or Not.							Yes	



Nalajain

Item No. 4

Resolution required: (Ordinary / Special)					Special			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					To Re-appoint Shri Khushi Ram Gupta (DIN: 00027295) as Non Executive Independent Director on the Board of the Company			
Category	Mode of voting	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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	13455620	13455620	100.0000	13455620	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	13455620	13455620	100.0000	13455620	0	100.0000	0.0000
Public-Institutions	E-Voting	250	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	250	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	7880490	18034	0.2288	13276	4758	73.6165	26.3835
	Poll		22887	0.2904	22887	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7880490	40921	0.5193	36163	4758	88.3727	11.6273
Total		21336360	13496541	63.2561	13491783	4758	99.9647	0.0353
Whether resolution is Pass or Not.							Yes	



Relojan

Item No. 5

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Re-appoint Shri Ram Ratan Bagri (DIN: 00275313) as Non Executive Independent Director on the Board of the Company				
Category	Mode of voting	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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	13455620	13455620	100.0000	13455620	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	13455620	13455620	100.0000	13455620	0	100.0000	0.0000
Public-Institutions	E-Voting	250	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	250	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	7880490	18034	0.2288	13276	4758	73.6165	26.3835
	Poll		22887	0.2904	22887	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7880490	40921	0.5193	36163	4758	88.3727	11.6273
Total		21336360	13496541	63.2561	13491783	4758	99.9647	0.0353
Whether resolution is Pass or Not.							Yes	



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Item No. 6

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Ratify the Cost Auditors' Remuneration For The Financial Year 2019-20				
Category	Mode of voting	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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	13455620	13455620	100.0000	13455620	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	13455620	13455620	100.0000	13455620	0	100.0000	0.0000
Public-Institutions	E-Voting	250	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	250	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	7880490	18159	0.2304	136263	4533	75.0372	24.9628
	Poll		22887	0.2904	22887	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7880490	41046	0.5209	365133	4533	88.9563	11.0437
Total		21336360	1349666	63.2566	13492133	4533	99.9664	0.0336
Whether resolution is Pass or Not.							Yes	



Neha Singh