



Ragini Chokshi & Co.

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Company Secretaries

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Date : _____

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairperson of 30th Annual General Meeting (AGM) of the Equity Shareholders of **Precision Wires India Limited**, held on Thursday, 19th September, 2019 at 02.00 P.M at the Hall of The Mysore Association, 1st Floor, 393, Bhau Daji Road, Maheshwari Udyan (King Circle), Matunga (Central Railway) Mumbai 400019.

Dear Sir,

I, Ragini Chokshi, Partner of M/s. Ragini Chokshi & Co., a Company Secretary Firm, having its registered office at 34, 5th Floor, Kamer Building, 38, Cawasji Patel Street, Fort, Mumbai 400001, has been appointed as the Scrutinizer by the Board of Directors of Precision Wires India Limited (the "Company") for the purpose of:

- (i) Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the "Act") read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, and
- (ii) Scrutinizing the physical ballot (Poll), voting process under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, conducted for passing the resolutions contained in the Notice dated 18th May, 2019 convening the 30th AGM of the Equity Shareholders of the Company held on Thursday, 19th September, 2019 at 02.00 P.M at the Hall of The Mysore Association, 1st Floor, 393, Bhau Daji Road, Maheshwari Udyan (King Circle), Matunga (Central Railway) Mumbai 400019.

The Notice dated 18th May, 2019 convening the AGM along with the statement setting out material facts under Section 102 of the Companies Act, 2013 were sent to the shareholders in respect of the below mentioned resolutions to be passed at the AGM of the Equity Shareholders of the Company.

The Company had availed the remote e-voting facility offered by Link Intime India Private Limited for facilitating remote e-voting to the Shareholders of the Company. The Company also provided voting by physical ballot (Poll) at the venue of the Annual General Meeting to those members who attended the Annual General Meeting and who had not voted electronically.



The Shareholders of the Company holding shares of the Company as on the "cut-off" date on Wednesday, 11th September, 2019 were entitled to vote on the resolutions as contained in the Notice dated 18th May, 2019 of AGM of the Company.

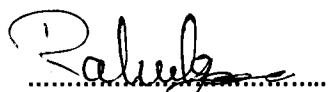
The period for remote e-voting commenced on Monday, 16th September, 2019 at 10:00 a.m. and ended on Wednesday, 18th September, 2019 at 5:00 p.m.

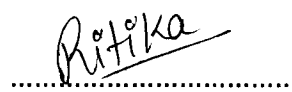
After the end of the remote e-voting period i.e. 18th September, 2019 at 5.00 p.m., I was provided access to details of the members who had opted for e-voting. The details such as the name of the member, folio no. and number of shares held by the member have been seen to ensure that these members do not vote again at the AGM. However the manner in which the votes were cast by the members were not available.

Further, the Chairman announced the voting through ballot paper at the AGM Venue for the Shareholders who attended the meeting and had not cast their vote earlier through remote e-voting.

After the time fixed for closing of the poll by the Chairman, One (1) ballot box kept for polling was locked in our presence with due identification marks placed by us.

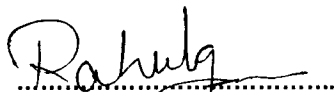
The locked ballot box was subsequently opened in the presence of two witnesses, who are not in the employment of the Company. They have signed below in confirmation of the ballot box being opened in their presence.

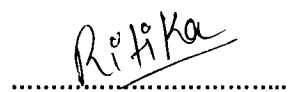

.....
Name: Rahul Goswami


.....
Name: Ritika Mishra

The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by Link Intime India Private Limited, Registrar and Transfer Agents of the Company and the authorization/proxies lodged with the Company. The poll papers, which were incomplete and/or which were otherwise found defective, if any have been treated as invalid and kept separately.

The votes cast through e-voting were unblocked after the AGM in the presence of two witnesses, who are not in the employment of the Company. They have signed below in confirmation of unblocking the e-voting results after AGM in their presence.


.....
Name: Rahul Goswami


.....
Name: Ritika Mishra

We have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the e-voting website of Link Intime India Private Limited and also the ballot forms received during the poll process at the AGM.



Resolution No. 1: Ordinary Resolution:

Adoption of Audited Financial Statements and Reports of the Board of Directors and Auditors thereon.

“To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2019 including Audited Balance Sheet as at 31st March, 2019 and the Statement of Profit and Loss for the year ended on that date and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.”

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	39	14167081	96.1675
Physical Ballot	24	564584	3.8325
Total	63	14731665	100

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
Physical Ballot	0	0	0
Total	0	0	0

(iii) **Invalid** votes:

Type of Voting	Number of members voted	Number of votes cast by them
Remote e-Voting	0	0
Physical Ballot	0	0
Total	0	0



Resolution No. 2: Ordinary Resolution:

Declaration of Dividend.

“To confirm and approve Interim Dividend paid, and declare and approve Final Dividend for the financial year ended 31st March, 2019.”

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	39	14167081	96.1675
Physical Ballot	24	564584	3.8325
Total	63	14731665	100

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
Physical Ballot	0	0	0
Total	0	0	0

(iii) **Invalid** votes:

Type of Voting	Number of members voted	Number of votes cast by them
Remote e-Voting	0	0
Physical Ballot	0	0
Total	0	0

Resolution No. 3: Ordinary Resolution:

Appointment of Director

“To Appoint a Director in place of Shri Deepak M. Mehta (DIN: 00003646), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment.”



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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	39	14167081	96.1675
Physical Ballot	24	564584	3.8325
Total	63	14731665	100

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
Physical Ballot	0	0	0
Total	0	0	0

(iii) **Invalid** votes:

Type of Voting	Number of members voted	Number of votes cast by them
Remote e-Voting	0	0
Physical Ballot	0	0
Total	0	0

Resolution No. 4: Special Resolution:

“Re- appointment of Shri Deepak M. Mehta (DIN: 00003646) as Whole Time Director.”

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	39	14167081	96.1675
Physical Ballot	24	564584	3.8325
Total	63	14731665	100



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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
Physical Ballot	0	0	0
Total	0	0	0

(iii) **Invalid** votes:

Type of Voting	Number of members voted	Number of votes cast by them
Remote e-Voting	0	0
Physical Ballot	0	0
Total	0	0

Resolution No. 5: Ordinary Resolution:

“Approval of re-appointment of Shri Nirbhay D. Mehta, as Vice President.”

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	27	2117165	78.9471
Physical Ballot	24	564584	21.0529
Total	51	2681749	100

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
Physical Ballot	0	0	0
Total	0	0	0

(iii) ***Invalid** votes:

Type of Voting	Number of members voted	Number of votes cast by them
Remote e-Voting	12	12049916
Physical Ballot	0	0
Total	12	12049916

** Invalid due to Interested Related Parties*



Resolution No. 6: Ordinary Resolution:

“Ratification of Remuneration to the Cost Auditor of the Company for the financial year ending 31st March, 2020.”

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	39	14167081	96.1675
Physical Ballot	24	564584	3.8325
Total	63	14731665	100

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
Physical Ballot	0	0	0
Total	0	0	0

(iii) **Invalid** votes:

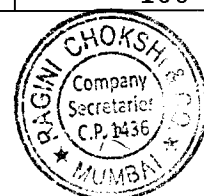
Type of Voting	Number of members voted	Number of votes cast by them
Remote e-Voting	0	0
Physical Ballot	0	0
Total	0	0

Resolution No. 7: Special Resolution:

“Re-appointment of Shri Vijay M. Crishna (DIN: 00066267) as a Non-Executive Independent Director of the Company.”

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	39	14167081	96.1675
Physical Ballot	24	564584	3.8325
Total	63	14731665	100



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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
Physical Ballot	0	0	0
Total	0	0	0

(iii) **Invalid** votes:

Type of Voting	Number of members voted	Number of votes cast by them
Remote e-Voting	0	0
Physical Ballot	0	0
Total	0	0

Resolution No. 8: Special Resolution:

"Re-appointment of Shri Ashwin Pannalal Kothari (DIN: 00033730) as a Non-Executive Independent Director of the Company."

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	39	14167081	96.1675
Physical Ballot	24	564584	3.8325
Total	63	14731665	100

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
Physical Ballot	0	0	0
Total	0	0	0

(iii) **Invalid** votes:

Type of Voting	Number of members voted	Number of votes cast by them
Remote e-Voting	0	0



Physical Ballot	0	0
Total	0	0

Resolution No. 9: Special Resolution:

“Re-appointment of Shri Pradip Roy (DIN: 00026457) as a Non-Executive Independent Director of the Company.”

(i) Voted in favor of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	39	14167081	96.1675
Physical Ballot	24	564584	3.8325
Total	63	14731665	100

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
Physical Ballot	0	0	0
Total	0	0	0

(iii) Invalid votes:

Type of Voting	Number of members voted	Number of votes cast by them
Remote e-Voting	0	0
Physical Ballot	0	0
Total	0	0



RESULTS:

I report that all the nine resolutions stated above stands approved by the Members of the Company with requisite majority.

A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

The electronic data and all other relevant records relating to Remote E-voting and Physical Voting through Ballot Papers at the AGM venue is under our safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the Annual General Meeting.

Thanking You,

Yours faithfully,

For Ragini Chokshi & Co.
(Company Secretaries)

Place: Mumbai

Date: 19/09/2019



R. K. Chokshi
Ragini Chokshi
(Partner)
Mem. No. F2390
C.P. No. 1436

Counter Signed by
For PRECISION WIRES INDIA LIMITED

Mahdy Mahdy

CHAIRMAN

A long, sweeping handwritten signature in black ink, starting from the left and curving upwards and to the right.