



**Lakshmi Precision Screws Ltd.**

Plant II, Opp. Northern Bye Pass, Hissar Road,  
Rohtak-124001, Haryana (India)  
Tel. : +91-1262-248288-89 / 249920-21  
Fax : +91-1262-249922 / 248297  
Email : mktg@lpsindia.com / purchase@lpsindia.com  
Website : www.lpsindia.com

LPS/CSO/2017/

March 14, 2017

**Bombay Stock Exchange Limited**  
Listing Department,  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building,  
Phiroze JeeJeeBhoy Towers,  
Dalal Street, Fort  
Mumbai – 400 001.

**The National Stock Exchange**  
India Limited  
Exchange Plaza,  
Bandra –Kurla Complex,  
Bandra – East  
Mumbai – 400 051

Company Code: 506079

LAKPRE

Dear Sir,

**Sub. : Notice of Extra Ordinary General Meeting. Reg**

With reference to cited Subject this is to inform you that Extra-Ordinary General Meeting (EGM) of the Company will be convened on Friday, April 14, 2017 at 11:30 a.m. at registered office of the Company at Rohtak for transacting the items as mentioned in Notice of EGM enclosed herewith.

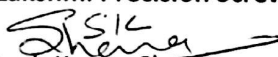
Physical copy of Notice alongwith Attendance slip and proxy form was dispatched to your office on March 09, 2017.

You are requested to take the same on record and oblige us.

Thanking you,

Yours sincerely,

for **Lakshmi Precision Screws Ltd.**

  
Santosh Kumar Sharma

Company Secretary & Compliance Officer

FCS-6817

Plant-II, Opp. Northern Bye Pass,  
Hissar Road, Rohtak



## Lakshmi Precision Screws Limited

(CIN: L35999HR1968PLC004977)

Registered Office: 46/1, Mile Stone, Hissar Road, Rohtak-124001

Email: complianceofficer@lpsindia.com, Website: www.lpsindia.com

Tel.: +91 1262 248289 Fax: +91 1262 248297

### NOTICE

**Notice** is hereby given that an **Extra-ordinary General Meeting** of the Members of **Lakshmi Precision Screws Ltd.** will be held on **Friday, the April 14, 2017 at 11.30 A.M.** at the **registered office** of the Company i.e. **46/1 Mile Stone, Hissar Road, Rohtak, (Haryana)** to transact the following: -

#### **SPECIAL BUSINESS:**

1. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:  
“RESOLVED THAT pursuant to the provisions of Section 139(8) and other applicable provisions, if any, of the Companies Act, 2013 and Rules made there under (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), M/s. B.M. Chatrath & Co., Chartered Accountants, Noida (ICAI Registration No. FRN 301011E), who has given his consent letter along with required certificate under Section 141 to the effect that their appointment, if made, would be within the limits specified under Section 139 of the Companies Act, 2013 and certificate issued by the Peer Review Board of ICAI, be and are hereby appointed as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. V.R. Bansal & Associates, Chartered Accountants.  
FURTHER RESOLVED THAT M/s. B.M. Chatrath & Co., Chartered Accountants, Noida (ICAI Registration No. FRN 301011E) be and are hereby appointed as Statutory Auditors of the Company from February 25, 2017 and that they shall hold the office of the Statutory Auditors of the Company from the conclusion of this General Meeting until the conclusion of the ensuing 48th Annual General Meeting on remuneration of Rs.20,50,000/- (out of Rs.1,50,000/- towards, Tax Audit Fees) plus applicable taxes and out of pocket expenses and on such other terms and conditions as may be agreed by the Chairman & Managing Director in consultation with them.”
2. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:  
“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Ravi Shankar Sharma (DIN 07564995), who was appointed by the Board of Directors as an Additional (Independent) Director of the Company with effect from 05.11.2016, whose term of office will be expired at the ensuing Extra-ordinary General Meeting in terms of Section 161 and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years upto November 04, 2021, not liable to retire by rotation.”
3. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:  
“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Bijendra Singh (DIN 00099116), who was appointed by the Board of Directors as an Additional (Independent) Director of the Company with effect from 05.11.2016, whose term of office will be expired at the ensuing Extra-ordinary General Meeting in terms of Section 161 and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years upto November 04, 2021, not liable to retire by rotation.”
4. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:  
“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Madhav Roy (DIN 05018263), who was appointed by the Board of Directors as an Additional (Independent) Director of the Company with effect from 05.11.2016, whose term of office will be expired at the ensuing Extra-ordinary General Meeting in terms of Section 161 and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years upto November 04, 2021, not liable to retire by rotation.”
5. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:  
“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Kailash Sarup Bhatnagar (DIN 07652637), who was appointed by the Board of Directors as an Additional (Independent) Director of the Company with effect from 14.11.2016, whose term of office will be expired at the ensuing Extra-ordinary General Meeting in terms of Section 161 and in respect of whom the Company

has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years upto November 13, 2021, not liable to retire by rotation."

6. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Saumitra Choudhury (DIN 07671014), who was appointed by the Board of Directors as an Additional (Independent) Director of the Company with effect from 30.12.2016, whose term of office will be expired at the ensuing Extra-ordinary General Meeting in terms of Section 161 and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years upto December 29, 2021, not liable to retire by rotation."

By order of the Board of Directors  
for Lakshmi Precision Screws Limited

Place : **Rohtak**  
Dated : **February 25, 2017**

**Santosh Kumar Sharma**  
**Company Secretary**  
**FCS-6817**  
Email: [complianceofficer@lpsindia.com](mailto:complianceofficer@lpsindia.com)  
Contact No. 01262-248288

**NOTES:**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE GENERAL MEETING IS ENTITLED TO APPOINT ANOTHER PERSON AS A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/ HERSELF. THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. IN ORDER TO BE VALID, THE DULY SIGNED AND COMPLETED PROXY MUST BE RECEIVED BY THE COMPANY AT ITS REGISTERED OFFICE NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE ABOVE SAID MEETING.**

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. Unstamped or inadequate stamped proxies upon which the stamps have not been cancelled, are invalid. Proxy holder shall prove his identity at the time of attending EGM.

**Corporate Members** are requested to send a certified copy of the Board Resolution, pursuant to Section 113 of the Companies Act, 2013, authorizing their representative to attend and vote at the EGM.

2. **An Explanatory Statement** pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business at **Item Nos. 01 to 06** to be transacted at the meeting is annexed hereto and forms part of the Notice.
3. **The Members are requested to notify** immediately any change of address
- i) To their Depository Participants (DPs) in respect of their electronic share accounts and
  - ii) To the Company's Registrar, MCS Share Transfer Agent Limited in respect of their physical share folios, if any, quoting their folio number.
4. The Members who hold shares in the physical form and wish to make/ change in nomination in respect of their shareholding in the Company, as permitted pursuant to the provisions of Section 72 of the Companies Act, 2013, may do so by submitting to the Company the prescribed Form SH-13 duly filled in to Company's Registrar and Share Transfer Agent.
5. **Pursuant to Regulation 17 of SEBI (LODR) Regulations, 2015** on Corporate Governance and Companies Act, 2013, the information about the Directors proposed to be re-appointed/ appointed is given in the Annexure to the Notice.
6. **Pursuant to the directions of the Securities and Exchange Board of India (SEBI)**, trading in the shares of your Company is in compulsory dematerialized form. The Members who have not yet got their shares dematerialized are requested to opt for the same in their own interest and send their share certificates through Depository Participant(s) with whom they have opened the dematerialization account to the Share Transfer Agent of the Company. The promoters of the Company have already converted their 100% physical shareholding into demat form.
7. **The Members are requested to note that pursuant to directions given by SEBI/** Stock Exchanges, the Company has appointed M/s MCS Share Transfer Agent Limited, F-65, 1st Floor, Okhla Industrial Area, Phase-1, New Delhi -110 020 as Registrar and Transfer Agent to look after the work related to shares held in physical as well as demat mode.
8. The Members are informed that the Company is sending Notice of Extra-ordinary General Meeting through e-mail to those members who have registered their e-mail ID with the Company/ RTA of the Company. The Members may also note that the Notice of Extra-ordinary General Meeting will also be available on the Company's website [www.lpsindia.com](http://www.lpsindia.com) for their download.

## 9. Instruction for Voting through electronic means

- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (LODR), Regulations 2015, the Company is pleased to provide the facility to the Members to exercise their right to vote on resolutions proposed to be considered at the Extra-ordinary General Meeting (EGM) by electronic means and the business may be transacted through remote Voting Services. The facility of casting the votes by the Members using an electronic voting system from a place other than venue of the EGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
- II. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by depositories as on the cut-off date of April 07, 2017 only shall be entitled to avail the facility of remote e-voting or voting at EGM through polling paper.
- III. **The facility for voting through ballot paper** shall be made available at the EGM and the Members attending the meeting who have not casted their vote by remote e-voting shall be able to exercise their right at the meeting through polling paper pursuant to the provisions of Section 109 of the Companies Act, 2013.
- IV. The Members who have casted their vote by remote e-voting prior to the EGM may also attend the EGM but shall not be entitled to cast their vote again at EGM and his vote, if any, cast at the EGM, shall be treated as invalid.
- V. **The remote e-voting period commences on April 11, 2017 at 9.00 am (IST) and ends on April 13, 2017, at 5.00 pm (IST).** During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of April 07, 2017, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter i.e. after 5:00 p.m. (IST) on April 13, 2017. Once the vote on a resolution is casted by the member, the member shall not be allowed to change it subsequently.

### **The process and manner for remote e-voting are as under:**

- A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/ Depository Participant(s)] :
  - (i) Open email and open PDF file viz; "remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
  - (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>.
  - (iii) Click on Shareholder – Login.
  - (iv) Put user ID and password as initial password/ PIN noted in step (i) above. Click Login.
  - (v) Password change menu appears. Change the password/ PIN with new password of your choice with minimum 8 digits/ characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
  - (vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
  - (vii) Select "**EVEN**" of "Lakshmi Precision Screws Limited".
  - (viii) Now you are ready for remote e-voting as Cast Vote page opens.
  - (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
  - (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
  - (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
  - (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter, etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to [suresh@rmgcs.com](mailto:suresh@rmgcs.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
- B. In case a Member receives physical copy of the Notice of EGM [for members whose email IDs are not registered with the Company/ Depository Participants(s) or requesting physical copy] :
  - (i) Initial password is provided at the bottom of the Attendance Slip for the EGM:
  - (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.
- VI. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/ PIN for casting your vote.
- VII. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990.
- VIII. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

- IX. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company whose name is recorded in the register of members or in the register of beneficial owners (in case of shares in demat form) as on the cut-off date of April 07, 2017.
- X. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. April 07, 2017, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or [admin@mcsregistrars.com](mailto:admin@mcsregistrars.com).
- However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/ Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the following toll free no.: 1800-222-990.
- XI. Mr. Suresh Kumar (Membership No. FCS 07776, COP No.8529) of M/s. RMG & Associates, Company Secretaries, New Delhi has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process at the EGM in a fair and transparent manner.
- XII. The Chairman shall, at the EGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "**Poling Paper**" for all those members who are present at the EGM but have not cast their votes by availing the remote e-voting facility.
- XIII. The Scrutinizer shall after the conclusion of voting at the Extra-ordinary General Meeting**, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, **within Forty eight hours of the conclusion of the EGM**, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- XIV. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company [www.lpsindia.com](http://www.lpsindia.com) and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the National Stock Exchange Limited (NSE) and Bombay Stock Exchange Limited (BSE), Mumbai and such stock exchanges shall place the results on their website.
- XV. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the EGM.

#### **Explanatory Statement pursuant to Section 102 of the Companies Act, 2013.**

The following Explanatory Statement sets out all material facts relating to the Special Business mentioned in the accompanying notice dated February 25, 2017.

##### **Item No.01**

M/s. V.R. Bansal & Associates, Chartered Accountants informed to the Company their inability to continue as Statutory Auditors of the Company due to reason that the Company is not taking action on removing Auditors Qualifications with immediate effect from 07.02.2017.

As per the provisions of Section 139(8)(i) of the Companies Act 2013 any casual vacancy in the office of an auditor shall be filled by the Board of Directors within thirty days from the date of resignation of an auditor. The Board in their meeting held on 25.02.2017 had filled the casual vacancy by appointing M/s. B.M. Chatrath & Co., Chartered Accountants, Noida caused by the resignation of M/s. V.R. Bansal & Associates. The said appointment of Statutory Auditors in casual vacancy arose due to resignation of M/s. V.R. Bansal & Associates, Chartered Accountant shall also be approved by the Company at a General Meeting convened within three months of the recommendation of the Board and he shall hold the office till the conclusion of the ensuing 48th Annual General Meeting.

The Board recommended the Ordinary Resolution as set out at Item No.01 of the Notice for approval of the Members.

None of the Director and Key Management Personnel of the Company or their relatives is, whether directly or indirectly, concerned or interested, financial or otherwise, in passing of resolution as set out at item No.01.

##### **Item No. 02 to 06**

Mr. Ravi Shankar Sharma, Mr. Bijendra Singh, Mr. Madhav Roy, Mr. Kailash Sarup Bhatnagar and Mr. Saumitra Choudhury were appointed by the Board in their meeting as Additional (Independent) Directors of the Company with effect from 05.11.2016, 14.11.2016 & 30.12.2016 respectively and their term of office expires at the ensuing Extra-ordinary General Meeting in terms of Section 161 of the Companies Act, 2013.

Pursuant to the provisions of Section 149 of the Companies Act, 2013 and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, inter alia, stipulates the criteria of independence should a Company propose to appoint an Independent Director on its Board. As per the said Section 149 of the Companies Act, 2013 and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and an Independent Director can hold office for a term up to 5 (five) consecutive years on the Board of the Company and he shall not be included in the total number of Directors liable to retire by rotation.

Accordingly, it is proposed to appoint Mr. Ravi Shankar Sharma, Mr. Bijendra Singh, Mr. Madhav Roy, Mr. Kailash Sarup Bhatnagar and Mr. Saumitra Choudhury as independent Directors under Section 149 of the Companies Act, 2013 and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to hold office for 5 (five) consecutive years upto November 04, 2021, November 13, 2021 and December 29, 2021 respectively and they shall not be included in the total number of Directors liable to retire by rotation.

They are not disqualified from being appointed as Directors in terms of Section 164 of the Companies Act, 2013 and have given their consent to act as Directors.

The Company has received notices in writing from members along with the deposit of Rs.1,00,000/- requisite amount under Section 160 of the Companies Act, 2013 proposing the candidatures of each of Mr. Ravi Shankar Sharma, Mr. Bijendra Singh, Mr. Madhav Roy, Mr. Kailash Sarup Bhatnagar and Mr. Saumitra Choudhury for the office of Directors of the Company.

The Company has received declarations from them that they meets with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In the opinion of the Board and as recommended by the Nomination Remuneration Committee in their meeting held on 05.11.2016, 14.11.2016 and 30.12.2016, Mr. Ravi Shankar Sharma, Mr. Bijendra Singh, Mr. Madhav Roy, Mr. Kailash Sarup Bhatnagar and Mr. Saumitra Choudhury fulfils the conditions for appointment as Independent Directors specified in the Companies Act, 2013, and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. They are Independent to the management.

Brief resume and disclosure of information of Mr. Ravi Shankar Sharma, Mr. Bijendra Singh, Mr. Madhav Roy, Mr. Kailash Sarup Bhatnagar and Mr. Saumitra Choudhury nature of their expertise in specific functional areas and names of Companies in which they hold directorships and memberships/ chairmanships of Board Committees, shareholding and relationship between directors pursuant to Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to Secretarial Standard – 2 on General Meetings issued by the Council of the Institute of Company Secretaries of India and approved by the Central Government are given in the Annexure to the Notice.

Copies of the letters for respective appointments of Mr. Ravi Shankar Sharma, Mr. Bijendra Singh, Mr. Madhav Roy, Mr. Kailash Sarup Bhatnagar and Mr. Saumitra Choudhury as Additional (Independent) Directors setting out the terms and conditions would be available for inspection by members at the Registered Office of the Company and is also available on the Company's website at [www.lpsindia.com](http://www.lpsindia.com).

The appointment of newly Independent Directors and their association would be of immense benefit to the Company and it is desirable to avail services of Mr. Ravi Shankar Sharma, Mr. Bijendra Singh, Mr. Madhav Roy, Mr. Kailash Sarup Bhatnagar and Mr. Saumitra Choudhury as Independent Directors. Accordingly, the Board recommends the resolutions in relation to appointments of Mr. Ravi Shankar Sharma, Mr. Bijendra Singh, Mr. Madhav Roy, Mr. Kailash Sarup Bhatnagar and Mr. Saumitra Choudhury as Independent Directors, for the approval of the Members of the Company.

Mr. Ravi Shankar Sharma, Mr. Bijendra Singh, Mr. Madhav Roy, Mr. Kailash Sarup Bhatnagar and Mr. Saumitra Choudhury, Independent Directors, are concerned or interested in the resolutions as set out at Item Nos. 02 to 06 of the Notice respectively, since they relate to their respective appointments. None of the other Directors and Key Management Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise in these resolutions set out at Item Nos. 02 to 06.

#### **Inspection of documents**

Copies of all relevant documents and papers referred to in the accompanying Notice and Explanatory Statement including Statutory Registers are kept open for inspection by Members between 11.30 A.M. to 1.30 P.M. on any working day upto the date of Meeting at the Registered Office of the Company.

By order of the Board of Directors  
for Lakshmi Precision Screws Limited

Place : **Rohtak**  
Dated : **February 25, 2017**

**Santosh Kumar Sharma**  
**Company Secretary**  
**FCS-6817**  
**Email: [complianceofficer@lpsindia.com](mailto:complianceofficer@lpsindia.com)**  
**Contact No. 01262-248288**

**PURSUANT TO REGULATION 17 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD – 2 ON GENERAL MEETINGS ISSUED BY THE COUNCIL OF THE INSTITUTE OF COMPANY SECRETARIES OF INDIA AND APPROVED BY THE CENTRAL GOVERNMENT, FOLLOWING INFORMATION ARE FURNISHED ABOUT THE DIRECTORS PROPOSED TO BE APPOINTED/ RE-APPOINTED**

<b>Particulars</b>	<b>Mr. Ravi Shankar Sharma, NEID</b>	<b>Mr. Bijendra Singh, NEID</b>	<b>Mr. Madhav Roy, NEID</b>
Date of Birth	01.03.1978	01.01.1971	03.11.1975
Date of Appointment	05.11.2016	05.11.2016	05.11.2016
Qualifications	CS and B.Com	CS, B.Ed, M.Com and B.Com	B.A. and PGDBM
Expertise in specific functional areas	Mr. Ravi S. Sharma is having more than 8 years experience in the field of Practicing Company Secretary.	Mr. Bijendra Singh is having more than 15 years experience in the field of teaching, Environmental Awareness and Social Welfare. He is Independent Member in Internal Complaint Committee (ICC) under Prevention of sexual Harassment of Women at Workplace, in M/s Saahaj Milk Producer Company Limited (a Producer Company under Chapter IXA of the Companies Act, 1956), supported by NDDB, NDS and Mother Dairy and teacher in Government school, Agra, U.P.	Mr. Madhav Roy is having more than 15 years experience in the field of HR Consultancy.
Name of the other Companies in which holds Directorship	NIL	NIL	NIL
Name of Committee of the other Companies in which holds Membership/ Chairmanship	NIL	NIL	NIL
Number of shares held in the Company [in his own name or on behalf of other person on beneficial basis]	NIL	NIL	NIL
Relationship with Other Director(s)	Not related to any Director	Not related to any Director	Not related to any Director

**PURSUANT TO REGULATION 17 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD – 2 ON GENERAL MEETINGS ISSUED BY THE COUNCIL OF THE INSTITUTE OF COMPANY SECRETARIES OF INDIA AND APPROVED BY THE CENTRAL GOVERNMENT, FOLLOWING INFORMATION ARE FURNISHED ABOUT THE DIRECTORS PROPOSED TO BE APPOINTED/ RE-APPOINTED.**

<b>Particulars</b>	<b>Mr. Kailash Sarup Bhatnagar, NEID</b>	<b>Mr. Saumitra Choudhury, NEID</b>
Date of Birth	30.06.1934	01.03.1956
Date of Appointment	14.11.2016	30.12.2016
Qualifications	B.A. and LLB	B.Sc. (Physics Hons.) from St. Edmund's College, Shillong and ACMA (Cost Accountancy) from Institute of Cost Accountants of India.
Expertise in specific functional areas	Mr. Kailash Sarup Bhatnagar is having more than 52 years experience in the field of Legal Consultancy.	Mr. Saumitra Choudhury is having more than 30 years experience in Finance & Accounts, Treasury, Operations, Sales & Marketing, Advertisement and Business Process Re-engineering.
Name of the other Companies in which holds Directorship	NIL	NIL
Name of Committee of the other Companies in which holds Membership/ Chairmanship	NIL	NIL
Number of shares held in the Company [in his own name or on behalf of other person on beneficial basis]	5935	NIL
Relationship with Other Director(s)	Not related to any Director	Not related to any Director



# LAKSHMI PRECISION SCREWS LIMITED

(CIN: L35999HR1968PLC004977)

**Registered Office:** 46/1, Mile Stone, Hissar Road, Rohtak 124001

Email: [complianceofficer@lpsindia.com](mailto:complianceofficer@lpsindia.com), Website: [www.lpsindia.com](http://www.lpsindia.com).

Tel.: +91 1262 248289 Fax: +91 1262 248297

## ATTENDANCE SLIP

Extra-ordinary General Meeting : 14th April, 2017

DP ID/CLIENT ID :

Name of shareholder :

Address :

Jt1 :

Jt2 :

No. of Shares :

I certify that I am a Member / Proxy for the Member holding ..... shares.

I Certify that I have / have not cast my E-vote.

I hereby record my presence at the EXTRA ORDINARY GENERAL MEETING of the Company at Regd. Office i.e. 46/1, Mile Stone, Hissar Road, Rohtak - 124 001 (Haryana) on Friday 14th April, 2017.

Member's/Proxy's name in Block Letters

Member's/Proxy's Signature

Note : Please fill in this attendance slip and hand it over at the ENTRANCE OF THE MEETING HALL.

KINDLY ALSO NOTE THAT NO GIFTS, CONVEYANCE ETC. WILL BE GIVEN AT THE MEETING.

## E-VOTING PARTICULARS

EVEN (Electronic Voting Event No.)	USER ID (16 Digits Demat Account /Folio No.)	PASSWORD / PIN

Note: Please read instructions given at Note no. 9 of the Notice of the Extra-ordinary General Meeting carefully before voting electronically.



# LAKSHMI PRECISION SCREWS LIMITED

(CIN: L35999HR1968PLC004977)

**Registered Office:** 46/1, Mile Stone, Hissar Road, Rohtak 124001

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Form No. MGT-11

## Proxy Form

[Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member(s) :

Registered address :

E-mail Id :

Folio No./ Client Id/ DP ID :

I/ We, being the member(s) of ..... shares of the above named Company, hereby appoint

1. Name : ..... Address: .....

E-mail Id: ..... Signature: ..... , or failing him

2. Name : ..... Address: .....

E-mail Id: ..... Signature: ..... , or failing him

3. Name : ..... Address: .....

E-mail Id: ..... Signature: .....



as my/ our proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at the Extra-ordinary General Meeting of the Company, to be held on the 14th day of April, 2017 at 11.30 A.M. at the Regd. Office of the Company i.e. 46/1, Mile Stone, Hissar Road, Rohtak – 124001 (Haryana) and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	RESOLUTIONS
1.	To approve the appointment of M/s. B.M. Chatrath & Co., Chartered Accountants, Noida (ICAI Registration No. FRN 301011E) as Statutory Auditors of the Company and fix their remuneration.
2.	To appoint Mr. Ravi Shankar Sharma as an Independent Director of the Company.
3.	To appoint Mr. Bijendra Singh as an Independent Director of the Company.
4.	To appoint Mr. Madhav Roy as an Independent Director of the Company.
5.	To appoint Mr. Kailash Sarup Bhatnagar as an Independent Director of the Company.
6.	To appoint Mr. Saumitra Choudhury as an Independent Director of the Company.

Signed this ..... day of ..... 2017

Signature of the Shareholder : .....

Signature of the Proxy holder(s) .....

Affix  
Revenue Stamp  
of note less than  
30 paise

**NOTE:** This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.