



PG ELECTROPLAST LIMITED

Corporate Office :

P-4/2, 4/3, 4/4, 4/5, 4/6, Site-B, UPSIDC Industrial Area, Surajpur

Greater Noida-201306, Distt. Gautam Budh Nagar (U.P.) India

Phones # 91-120-2569323, 2569841, 2569842

Fax # 91-120-2569131 E-mail # info@pgel.in

Website # www.pgel.in

Date: 18.04.2012

To,

The Manger (Listing)

National Stock Exchange of India Limited,

Exchange Plaza, Bandra-Kurla Complex,

Bandra (East),

Mumbai - 400 051

Sub.: Result of Postal Ballot

Dear Sir,

Pursuant to the provisions of Listing Agreement entered with your exchange, we wish to inform you that proposal for the appointment of M/s Chitresh Gupta & Associates, Chartered Accountants, Delhi, as Statutory Auditors until the conclusion of next Annual General Meeting, to fill the casual vacancy caused by the resignation of M/s Hem Sandeep & Co., Delhi has been approved by the members of the Company by requisite majority by way of Postal Ballot.

Please find attached herewith following documents for your reference and records.

1. Details pertaining to voting results pursuant to clause 35 (**Annex I**).
2. Results in the prescribed format along with the scrutinizer's report (**Annex II**).
3. Copy of the proceedings of General Meeting through Postal Ballot pursuant to clause 31 (d) (**Annex III**).

Kindly acknowledge the receipt of the same.

Thanking you,

Yours faithfully,

For PG Electroplast Limited

(Promod Gupta)

Chairman & Managing Director

Encl: as above

■ **Registered Office**

14/39, Shakti Nagar, Delhi - 110 007

Phones # 91-11-23844809, 23841932



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Date: 18.04.2012

To,

The Manager (Listing)

Bombay Stock Exchange Limited,

Phiroze Jeejeebhoy Towers,

Dalal Street,

Mumbai 400 001

Sub.: Result of Postal Ballot

Dear Sir,

Pursuant to the provisions of Listing Agreement entered with your exchange, we wish to inform you that proposal for the appointment of M/s Chitresh Gupta & Associates, Chartered Accountants, Delhi, as Statutory Auditors, until the conclusion of next Annual General Meeting, to fill the casual vacancy caused by the resignation of M/s Hem Sandeep & Co., Delhi, has been approved by the members of the Company by requisite majority by way of Postal Ballot.

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Kindly acknowledge the receipt of the same.

Thanking you,

Yours faithfully,

For PG Electroplast Limited

(Promod Gupta)

Chairman & Managing Director

Encl: as above

■ **Registered Office**

14/39, Shakti Nagar, Delhi - 110 007

Phones # 91-11-23844809, 23841932

AN ISO : 9001 COMPANY

Annexure-I

PG Electroplast Limited

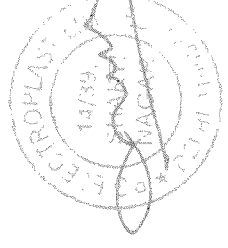
ANNOUNCEMENT OF POSTAL BALLOT RESULT ON 17TH DAY OF APRIL, 2012 AT 05 P.M., AT THE REGISTERED OFFICE OF THE COMPANY AT 14/39, SHAKTI NAGAR, NEW DELHI- 110007

Total number of shareholders on record date: 1762

Detail of the Agenda: To approve appointment of M/s Chitersh Gupta & Associates, Chartered Accountants, having office at U-119A, Shakarpur, New Delhi- 110092 as Statutory Auditor to fill the Casual Vacancy caused by the resignation of M/s Hem Sandeep & Co, Chartered Accountants for the Year 2011-12.

Resolution required: Ordinary
Mode of voting: Postal ballot

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	10669332	10669332	100	10669332	0	100	0
Public -- Institutional holders	1190430	0	0	0	0	0	0
Public-Others	4594240	2568	1.18	2506	62	97.58	2.41
Total	16414332	10672900	65.02	106,72,838	62	0.999	0.001





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RESULT OF POSTAL BALLOT

Result of the voting conducted through Postal Ballot under section 192A of the Companies Act, 1956 relating to appointment of M/s Chitersh Gupta & Associates, Chartered Accountants, having office at U-119A, Shakarpur, New Delhi- 110092 as Statutory Auditors, until the conclusion of next Annual General Meeting, to fill the Casual Vacancy caused by the resignation of M/s Hem Sandeep & Co, Chartered Accountants:

Sl. No.	Particulars	Resolution No. 1 Special Resolution	
		No. of Postal Ballots	No. of shares
A	Postal Ballot Forms received	73	106,73,016
B	Less: Invalid Postal Ballot Forms	6	116
C	Net Valid Postal Ballot Forms of which:	67	106,72,900
	(i) Total No. of shares with Assent for the resolution	64	106,72,838
	(ii) Total No. of shares with Dissent for the resolution	3	62

The resolution has therefore been approved by the shareholders with the requisite majority. The scrutinizer appointed for this postal ballot process had also forwarded her report and the same is handed over to me.

I hereby confirm that the following resolution is passed as **ORDINARY RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Section 224(6) of the Companies Act, 1956, consent be and is hereby granted to the appointment of M/s Chitersh Gupta & Associates, Chartered Accountants, having office at U-119A, Shakarpur, New Delhi- 110092 as Statutory Auditor for the Financial Year 2011-12 in Casual Vacancy caused by the resignation of M/s Hem Sandeep & Co, Chartered Accountants and who shall hold office till the conclusion of the ensuing Annual General Meeting of the Company.

RESOLVED FURTHER THAT the remuneration payable to the said Auditors shall be decided mutually between the said Auditors and Board of Directors of the Company"

For PG Electroplast Limited


Promod Gupta
 Chairman & Managing Director

Place: Delhi
 Date: 17.04.2012

ASHU GUPTA & CO.
COMPANY SECRETARIES

204A, S.B.I. Building, 23,
Najafgarh Road Industrial Area,
Shivaji Marg, New Delhi-110015
Tel.: 011-65569127, 45700331
E-mail: ashugupta.cs@gmail.com

SCRUTINIZERS REPORT

To,
The Chairman & Managing Director,
PG ELECTROPLAST LIMITED
NEW DELHI-110007,

Dear Sir/s,

On 27.02.2012, the Board of Directors of your Company appointed me as Scrutinizer for conducting the Postal Ballot Process.

Accordingly, I hereby submit my Report on the same as under:

1. The Company has completed the dispatch of Postal Ballot along with the Self Addressed and Stamped Envelope on 9th day of March, 2012 to its members, whose names appear on the list of Members or Beneficiary/ies on 2nd day of March, 2012.
2. Particulars of all the Postal Ballot forms received from the Members have been entered in the Register, separately maintained for the purpose.
3. The Postal Ballot Forms were kept in my safe custody in Sealed and Temper Proof Ballot Box before commencing the scrutiny of such Ballot Forms.
4. The Ballot Box was opened on 12th day of April, 2012 in my presence and scrutinized and the shareholdings of the Members / Beneficial Owners were confirmed with the Register of Members of the Company as on 2nd day of March, 2012.
5. All the Postal Ballot Forms received till 12th day of April, 2012 (up to the close of working hours) were considered for my scrutiny.
6. 4 (Four) Postal Ballot Forms were received after 12th day of April, 2012.



7. 104 (One Hundred and Four) Postal Ballot Forms were received undelivered.
8. There was 6 (Six) invalid Postal Ballot Form and there was no defaced or mutilated Postal Ballot Form.
9. A Summary of the Postal ballot Forms received is given below:-

Sl. No.	Particulars	Resolution No. 1 (Ordinary Resolution)	
		No. of Postal Ballots	No. of shares
A	Postal Ballot Forms received	73	106,73,016
B	Less: Invalid Postal Ballot Forms	6	116
C	Net Valid Postal Ballot Forms of which:	67	106,72,900
	(i) Total No. of shares with Assent for the resolution	64	106,72,838
	(ii) Total No. of shares with Dissent for the resolution	3	62

10. I have handed over the Postal Ballot Forms and other related papers, registers and records for safe custody to the Chairman & Managing Director of the Company authorized by the Board to supervise the Postal Ballot Process.
11. The Chairman & Managing Director and in his absence, Company Secretary may declare the result of the Voting by Postal Ballot.

PLACE: NEW DELHI
DATE: 17.04.2012

ASHU GUPTA
Practising Company Secretary
PCS-6646



MINUTE BOOK

PROCEEDINGS OF THE ANNOUNCEMENT OF POSTAL BALLOT RESULT ON 17TH DAY OF APRIL, 2012 AT 05 P.M., AT THE REGISTERED OFFICE OF THE COMPANY AT 14/39, SHAKTI NAGAR, NEW DELHI- 110007

PRESENT

- | | | | |
|----|------------------|---|------------------------------|
| 1. | Mr. Promod Gupta | - | Chairman & Managing Director |
| 2. | Mr. Vishal Gupta | | Director |
| 3. | Mr. Vikas Gupta | | Director |
| 4. | Mr. Anurag Gupta | | Director |

IN ATTENDANCE

- | | | | |
|----|----------------|---|--------------|
| 1. | Ms. Ashu Gupta | - | Scrutinizers |
|----|----------------|---|--------------|

Mr. Promod Gupta, Managing Director informed that the Company on 09th day of March, 2012 dispatched to all its shareholders a Notice dated 27.02.2012 under Section 192A of the Companies Act, 1956 read with the Companies (Passing of Resolution by Postal Ballot) Rules, 2011 for seeking consent of the shareholders to the following Ordinary Resolution by means of voting through Postal Ballot:

1. RESOLUTION NO.1

“RESOLVED THAT pursuant to the provisions of Section 224(6) of the Companies Act, 1956, consent be and is hereby granted to the appointment of M/s Chitersh Gupta & Associates, Chartered Accountants, having office at U-119A, Shakarpur, New Delhi-110092 as Statutory Auditor for the Financial Year 2011-12 in Casual Vacancy caused by the resignation of M/s Hem Sandeep & Co, Chartered Accountants and who shall hold office till the conclusion of the ensuing Annual General Meeting of the Company.

RESOLVED FURTHER THAT the remuneration payable to the said Auditors shall be decided mutually between the said Auditors and Board of Directors of the Company”

Mr. Promod Gupta, Managing Director further informed that Ms. Ashu Gupta, Practicing Company Secretary, the Scrutinizer appointed by the Board for scrutiny of postal ballots, had submitted her report on 17th April 2012 after taking into consideration postal ballots received upto the close of working hours on 12th April 2012.

Mr. Promod Gupta then announced the results of the Postal Ballots based on the Report submitted by the Scrutinizer, details whereof are given below:

Sl. No.	Particulars	Resolution No. 1 Special Resolution	
		No. of Postal Ballots	No. of shares
A	Postal Ballot Forms received	73	106,73,016
B	Less: Invalid Postal Ballot Forms	6	116
C	Net Valid Postal Ballot	67	106,72,900

CHAIRMAN'S
INITIALS



MINUTE BOOK



Forms of which:		
(i)	Total No. of shares with Assent for the resolution	64 106,72,838
(ii)	Total No. of shares with Dissent for the resolution	3 62

Mr. Promod Gupta, Managing Director thereafter declared that the Ordinary Resolution stated hereinabove been approved by the Shareholders with the requisite majority.

For PG Electroplast Limited

CHAIRMAN

Place: Greater Noida

Date: 17.04.2012

CHAIRMAN'S
INITIALS