



NOTICE OF THE
48TH ANNUAL
GENERAL MEETING

Notice is hereby given that the **48th Annual General Meeting** of the Members of **Lakshmi Precision Screws Limited** will be held on **Friday, the September 29, 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 businesses: -

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements (including consolidated financial statements) for the financial year ended March 31, 2017 and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Dinesh Kumar Jain (DIN 00066363), who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint a Director in place of Smt. Sushila Devi Jain (DIN 00150952), who retires by rotation and being eligible offers herself for re-appointment.
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 139, 141, 142 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), **M/s. B.M. Chatrath & Co. LLP, LLPIN: AAJ-0682** (formerly known M/s. B.M. Chatrath & Co. FRN301011E), Chartered Accountants, Noida, be and are hereby appointed as the Statutory Auditors of the Company to hold the office as statutory auditors from the conclusion of 48th Annual General Meeting until the conclusion of 53rd Annual General Meeting of the Company on such remuneration **Rs. 20,50,000 (out of Rs. 1,50,000/- towards Tax Audit fees) plus out of pocket expenses and applicable taxes** subject to the ratification of their appointment by the members at every Annual General Meeting hereinafter till the term expires”

SPECIAL BUSINESS:

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 Section 148 and all other applicable provisions of the Companies Act, 2013, if any and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s. HMVN & Associates, Cost Accountants, New Delhi appointed as Cost Auditors by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending

March 31, 2018, be paid a remuneration not exceeding Rs.1,90,000/- (Rs. One Lac Ninety Thousand Only) plus out of pocket expenses and taxes be and is hereby ratified.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution”.

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

“RESOLVED THAT pursuant to the provisions of Sections 196 and 197 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and subject to the approval of the Bankers, Depositors and the Central Government Mr. Lalit Kumar Jain be and is hereby reappointed as Chairman and Managing Director of the Company for a period of 3 years w.e.f. 01.01.2018 on the terms and conditions as approved by the Nomination and Remuneration Committee and the Board of Directors of the Company and as set out in the Explanatory Statement annexed hereto.

FURTHER RESOLVED THAT the Board of Directors be and is hereby authorized to alter or vary the said terms and conditions at its discretion as it may deem fit and as acceptable to Mr. Lalit Kumar Jain within the limits specified in the Explanatory Statement without being required to seek further consent or approval of the members of the Company.

FURTHER RESOLVED THAT the Company Secretary of the Company be and is hereby authorized to file the necessary application to the Central Government for obtaining the approval and to do all such acts and things as may be deemed necessary in this regard.”

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

“RESOLVED THAT pursuant to the provisions of Sections 196 and 197 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and subject to the approval of the Bankers, Depositors and the Central Government Mr. Dinesh Kumar Jain be and is hereby reappointed as Vice Chairman and Managing Director of the Company for a period of 3 years w.e.f. 01.01.2018 on the terms and conditions as approved by the Nomination and Remuneration Committee and the Board of Directors of the Company and as set out in the Explanatory Statement annexed hereto.

FURTHER RESOLVED THAT the Board of Directors be and is hereby authorized to alter or vary the said terms and conditions at its discretion as it may deem fit and as acceptable to Mr. Dinesh Kumar Jain within the limits specified in the Explanatory Statement without being required to seek further consent or approval of the members of the Company.

FURTHER RESOLVED THAT the Company Secretary of the Company be and is hereby authorized to file the necessary application to the Central Government for obtaining the approval and to do all such acts and things as may be deemed necessary in this regard.”

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

“RESOLVED THAT pursuant to the provisions of Sections 196 and 197 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and subject to the approval of the Bankers, Depositors and the Central Government Mr. Vijay Kumar Jain be and is hereby reappointed as Joint Managing Director of the Company for a period of 3 years w.e.f. 01.01.2018 on the terms and conditions as approved by the Nomination and Remuneration Committee and the Board of Directors of the Company and as set out in the Explanatory Statement annexed hereto.

FURTHER RESOLVED THAT the Board of Directors be and is hereby authorized to alter or vary the said terms and conditions at its discretion as it may deem fit and as acceptable to Mr. Vijay Kumar Jain within the limits specified in the Explanatory Statement without being required to seek further consent or approval of the members of the Company.

FURTHER RESOLVED THAT the Company Secretary of the Company be and is hereby authorized to file the necessary application to the Central Government for obtaining the approval and to do all such acts and things as may be deemed necessary in this regard.”

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

SANTOSH KUMAR SHARMA
Company Secretary
FCS-6817

PLACE : Rohtak

DATED : June 20, 2017

T : 01262-248288

E : complianceofficer@lpsindia.com

NOTES:

1. A MEMBER OF THE COMPANY ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (AGM) 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 AGM.

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 AGM.

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 AGM.

2. **An Explanatory Statement** pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business from **item No.5 to 8** to be transacted at the meeting are annexed hereto and forms part of the Notice..

3. **The Register of Members and Share Transfer Books** of the Company will be closed from Friday, September 22, 2017 to Friday, September 29, 2017 (both days inclusive) for the purpose of ensuing Annual General Meeting.

4. **The Company has transferred all unclaimed dividends** declared upto the financial year ended March 31, 1995 to the General Revenue Account of the Central Government as required under the Companies Unpaid Dividend (Transfer to the General Revenue Account of the Central Government) Rules. Members who have so far not claimed or collected their dividends declared upto the aforesaid financial year are requested to claim such dividends from the Registrar of Companies, NCT of Delhi and Haryana, Paryavaran Bhawan, 2nd Floor, 'B' Block, CGO Complex, Lodhi Road, New Delhi – 110 003, by making an application in the prescribed form. Pursuant to the provisions of Section 124(5) and 125 of the Companies Act, 2013, followed by the issue of Investor Education and Protection Fund (Awareness and Protection of the Investors) Rules, any dividend transferred by the Company to unpaid dividend account remaining unpaid for a period of 7 years from the date of such transfer shall be transferred by the Company to a fund called the Investor Education and Protection Fund (the fund) set up by the Central Government.

Accordingly, unpaid/unclaimed dividend for the financial year 2008-09 shall become transferable to the fund on 29.09.2016, followed by the transfers of the amounts of unpaid/ unclaimed dividends for the subsequent years. No claim shall lie thereafter against the funds or the Company in respect of such amounts transferred. Members are therefore requested to verify their records and send claims, if any, for the relevant years from 2008-09 onwards, before the respective amounts become due for transfer to the fund. The following are the details of the dividends declared by the Company and respective due dates are as under:

DIVIDEND YEAR	DATE OF DECLARATION OF DIVIDEND	LAST DATE FOR CLAIM
2009-10	29.09.2010	28.09.2017
2010-11	29.09.2011	28.09.2018
2011-12	29.09.2012	28.09.2019
2012-13	28.09.2013	27.09.2020

The Company did not declare any dividend to the Members for the Financial Year 2013-14 to 2015-16. Further the Board did not recommended any dividend to the Members for the financial year 2016-17.

Those Members who have not so far claimed their dividend for the above financial years from 2009-10 to 2012-13 are requested to make their claims to the Company for obtaining duplicate dividend warrants.

5. 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.

6. 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.

7. Register of contracts or arrangements in which directors are interested and other Statutory Registers as required as per the laws of land will be available for inspection at the registered office of the Company during the office hours on all working days between 11.30 A.M. to 2.30 P.M. except Sunday.

8. 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.

9. **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.

10. **The Members desirous of getting any information/ clarification** relating to the accounts/operations of the Company under reference or intending to raise any query at AGM are requested to write to the Company Secretary at least Seven days before the Meeting so that the information required can be made readily available at the AGM.

11. **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.

12. The Members are informed that the Company is sending Annual Report 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 Annual Report for the FY 2016-17 will also be available on the Company's website www.lpsindia.com for their download.

13. 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), 2015, the Company is pleased to provide Members facility to exercise their right to vote on resolutions proposed to be considered at the 48th Annual General Meeting (AGM) 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 AGM ("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 September 22, 2017 only shall be entitled to avail the facility of remote e-voting or voting at AGM through polling paper.

III. **The facility for voting through ballot paper** shall be made available at the AGM 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 AGM may also attend the AGM but shall not be entitled to cast their vote again at AGM and his vote, if any, cast at the AGM, shall be treated as invalid.

V. **The remote e-voting period commences on September 26, 2017** at 9:00 am (IST) and ends on September 28, 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 September 22, 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 September 28, 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 with a copy marked to evoting@nsdl.co.in.

B. In case a Member receives physical copy of the Notice of AGM) [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 AGM:
- (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 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 September 22, 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. September 22, 2017, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or 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 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 AGM in a fair and transparent manner.

XII. The Chairman shall, at the AGM, 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 “Polling Paper” for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

XIII. **The Scrutinizer shall after the conclusion of voting at the Annual 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 AGM**, 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 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 resolution shall be deemed to be passed on the date of the AGM.

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 June 20, 2017.

Item No. 05

The Board of Directors of the Company in its meeting held on 30th May, 2017, based on the recommendation of Audit Committee and subject to the ratification by the members of the Company, has approved the appointment of M/s. HMVN & Associates, Cost Accountants, New Delhi, as the Cost Auditors at the remuneration not exceeding Rs.1,90,000 plus applicable taxes and reimbursement of such other out of pocket expenses as may be incurred by the said Cost Auditors during the course of the audit to conduct the audit of the cost records of the Company for the financial year ending March 31, 2017.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration recommended by Audit Committee shall be approved by the Board of Directors and subsequently to be ratified by the Members of the Company. Accordingly, the consent of the Members is being sought for passing an Ordinary Resolution as set out Item No.05 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2017.

None of the Directors and Key Managerial Personnel of the Company or their relatives are interested in passing of resolutions set out at item no. 05.

Item No. 06 to 08

Mr. Lalit Kumar Jain, Chairman and Managing Director, Mr. Dinesh Kumar Jain, Vice Chairman and Managing Director and Mr. Vijay Kumar Jain, Joint Managing Director were appointed by the members in their 43rd Annual General Meeting held on 29.09.2012 for a period of 5 years i.e. 01.01.2013 to 31.12.2017 on a remuneration package as approved by the Central Government. Consequently, the applications made to the Central Government, the Company has received the approval of Central Government for the appointment for a period of 5 years from 01.01.2013 to 31.12.2017 and payment of remuneration for a period of three years from 01.01.2013 to 31.12.2015 vide its letters no.SRNo.B60507860/04/2012-CL.VII, SRNo. B60508405/4/2012-CL.VII dated 17.09.2013 and SRNo. B60508736/4/2012/-CL.VII dated 29.10.2013 respectively. Accordingly, their terms of approval of remuneration are effective upto 31.12.2017.

Presently, Mr. Lalit Kumar Jain, Chairman & Managing Director have a sanctioned remuneration of Rs. 11.50 lacs per month; and Mr. Dinesh Kumar Jain, Vice Chairman & Managing Director and Mr. Vijay Kumar Jain, Joint Managing Director each have a sanctioned remuneration of Rs.11 lacs per month. The annual turnover of the Company touched to Rs. 258.69 crores during the financial year 2016-17 as on 31.03.2017. The Company has fixed the target of turnover of Rs. 334.40 crores for the financial year 2017-18 and Rs. 431.37 crores financial year 2018-19 (keeping in view the growth rate of 29% each year, which may vary from actual). In order to achieve the planned growth of the Company and considering background, contribution and achievements and decrease in turnover of the Company from last financial year and in current financial year, the company has incurred losses in the tune of Rs. 40.97 crores, The job responsibilities of Whole Time Executive Directors have also considerably increased. Considering their background, outstanding contribution and achievements, and as a part of the initiative to create continued enduring leadership for the Company, the Nomination and Remuneration Committee as well as the Board of Directors at their meetings held on 20.06.2017 have approved the re-appointment on the on **30% reduced remuneration on existing remuneration package**, for the period of 3 years with effect from 01.01.2018 to 31.12.2020, the remuneration package to be paid individually and severally and on the terms and conditions as set out below:-

1. Basic Salary and Other Allowances:

NAME	Basic Salary	Other Allowances
(a) Mr. Lalit Kumar Jain	Rs.5,50,000 per month	Rs. 2,55,000 per month
(b) Mr. Dinesh Kumar Jain	Rs.5,50,000 per month	Rs. 2,20,000 per month
(c) Mr. Vijay Kumar Jain	Rs.5,50,000 per month	Rs. 2,20,000 per month

2. Contribution to provident fund, superannuation fund or any annuity fund to the extent these either singly or put together are not taxable under Income Tax Act, 1961.

3. OTHER BENEFITS

(i) The Chairman and Managing Director, Vice Chairman and Managing Director and Joint Managing Director shall also be entitled to such other benefits, schemes, privileges and amenities as are granted to senior executives of the Company in accordance with the Company's practices, rules and regulations in force from time to time.

(ii) Further they will be reimbursed various expenses incurred in the interest of the business of the Company like entertainment and traveling expenses.

The disclosure of the information under 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.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives except Mr. Lalit Kumar Jain, Mr. Vijay Kumar Jain, Mr. Rajesh Jain and Smt. Sushila Devi Jain, Directors are interested in passing of resolutions set out at item nos.06 & 08. Further, no other Director or key managerial personnel or their respective relatives except Mr. Dinesh Kumar Jain are interested in passing of resolution set out at item no. 07.

The request letters for obtaining approval from Bankers and Depositors are being sent and the appointment of the above Director.

The above may also be treated as an abstract of the terms and conditions of above remuneration and memorandum of interest pursuant to the provisions of Section 190 of the Companies Act, 2013.

The above proposals are in the interest of the Company and the Board recommends the proposed Special Resolutions set in item nos. 06 to 08 for the approval of the members of the Company.

Inspection of documents

Copies of all relevant documents and papers referred to in the accompanying Notice and Explanatory Statement including Register of contracts or arrangements in which directors are interested and other Statutory Registers as required as per the laws of land are kept open for inspection by Members between 11:30 A.M. to 2:30 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**

SANTOSH KUMAR SHARMA
Company Secretary
FCS-6817

PLACE : Rohtak

DATED : June 20, 2017

T : 01262-248288

E : complianceofficer@lpsindia.com

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 IS FURNISHED ABOUT THE DIRECTORS PROPOSED TO BE RE-APPOINTED IN RELATION TO MR. DINESH KUMAR JAIN AND SMT. SUSHILA DEVI JAIN.

PARTICULARS	MR. DINESH KUMAR JAIN ED	SMT. SUSHILA DEVI JAIN NED
Date Of Birth	07.09.1948	07.05.1933
Date of Appointment	27.12.1968	30.09.1987
Qualifications	Commerce Graduate	Matriculate
Expertise in specific functional areas	Mr. Jain has the distinguished credit of carrying with him over 49 years rich Industrial experience. He is on the Board as Whole time Director since the date of inception of the Company. He has a wide experience in the field of finance, banking, sales/ marketing, HRD, excise and taxation, and administration. He has contributed greatly, in the company achieving its present position.	Smt. Jain has 49 years experience as an industrialist. She has a wide experience of general management and business vision.
Name of the other Companies in which holds Directorship	<ul style="list-style-type: none"> • Indian Fasteners Ltd. • Advance Cable Technologies Pvt. Ltd. • Sanchar Engineers Pvt. Ltd. 	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]	2,52,000	3,10,415
Relationship with Other Director(s)	Not related to any Director	Related to the Directors namely Mr. Lalit Kumar Jain, Mr. Vijay Kumar Jain and Mr. Rajesh Jain

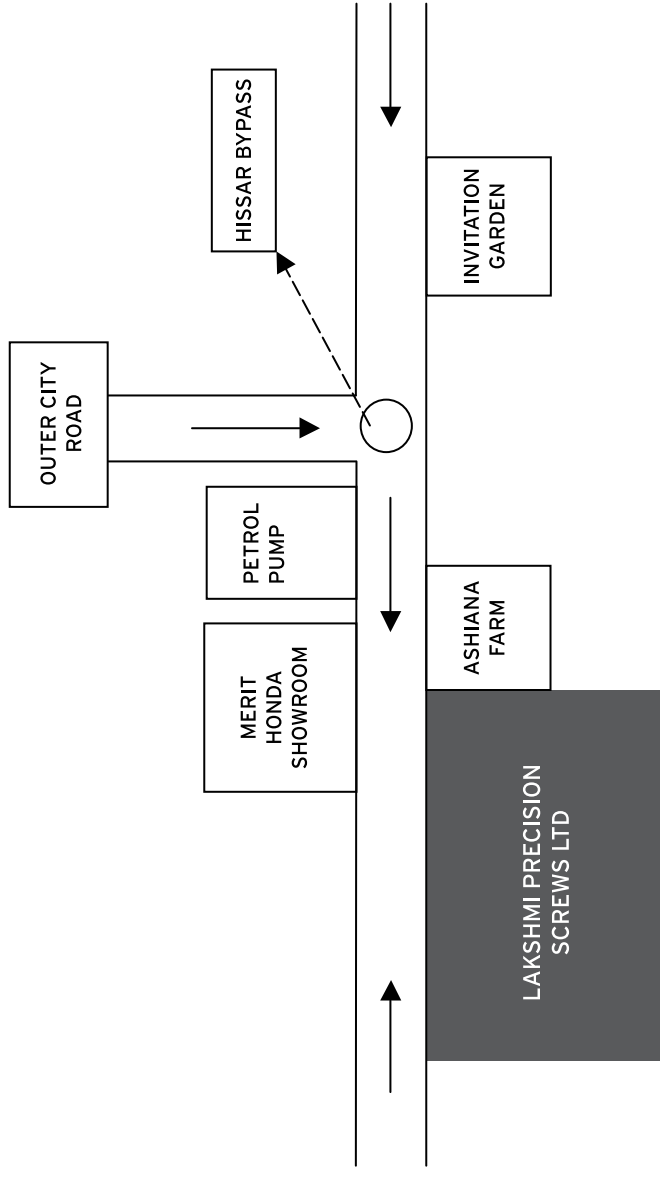
PURSUANT TO REGULATION 17 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD – 2 ON GENERAL MEETINGS ISSUED BY THE COUNCIL OF THE INSTITUTE OF COMPANY SECRETARIES OF INDIA AND APPROVED BY THE CENTRAL GOVERNMENT, FOLLOWING INFORMATION IS FURNISHED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

PARTICULARS	MR. LALIT KUMAR JAIN ED	MR. VIJAY KUMAR JAIN ED
Date of Birth	19.10.1954	27.06.1957
Date of Appointment	05.12.1974	05.12.1974
Qualifications	Engineering Graduate	Graduate
Expertise in specific functional areas	<p>Mr. Jain has 43 years of experience as an Industrialist. He has a wide experience of project management, finance, technology, marketing, HRD & better quality management. He has contributed greatly on matters relating to Corporate Governance, Business Development and holding of high level reviews of corporate strategy and planning. His comprehensive industrial exposure brings highly valued insights in strategy & brand building of the Company. Mr. Jain is engaged whole time in looking after and supervising the affairs of the Company & has indepth understanding.</p>	<p>Mr. Jain has the distinguished credit of carrying with him over 43 years of rich Industrial experience. He has a wide experience in the field of finance, purchase, project implementation, general administration, environment protection and eco-friendliness. He has also contributed greatly, in the company achieving its present position.</p>

<p>Name of the other Companies in which holds Directorship</p>	<ul style="list-style-type: none"> • Indian Fasteners Ltd. • Amit Screws Pvt. Ltd. • LPS Bossard Information Systems Pvt. Ltd. • LVR Holding Ltd. • LPS-EJOT Fastening Systems Pvt. Ltd. • LKJ Engineering Pvt. Ltd. 	<ul style="list-style-type: none"> • Indian Fasteners Ltd. • Amit Screws Pvt. Ltd. • LVR Holding Ltd. • Universal Precision Screws Pvt. Ltd.
<p>Name of Committee of the other Companies in which holds Membership/ Chairmanship</p>	<p>NIL</p>	<p>NIL</p>
<p>Number of shares held in the Company [in his own name or on behalf of other person on beneficial basis]</p>	<p>11,59,600</p>	<p>11,32,593</p>
<p>Relationship with Other Director(s)</p>	<p>Related to the Directors namely Mr. Vijay Kumar Jain, Mr. Rajesh Jain and Smt. Sushila Devi Jain.</p>	<p>Related to the Directors namely Mr. Lalit Kumar Jain, Mr. Rajesh Jain and Smt. Sushila Devi Jain.</p>

**ROUTE MAP OF
47TH ANNUAL GENERAL
MEETING (AGM) VENUE**

LPS PLANT II , OPP.
NORTHERN BYPASS
HISSAR ROAD, ROHTAK



LAKSHMI PRECISION SCREWS LIMITED

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]
CIN : L35999HR1968PLC004977

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: _____

EMAIL ID: _____

SIGNATURE: _____, or failing him

2. NAME: _____

ADDRESS: _____

EMAIL ID: _____

SIGNATURE: _____, or failing him

3. NAME: _____

ADDRESS: _____

EMAIL ID: _____

SIGNATURE: _____, or failing him

as my/ our proxy to attend and vote (on a poll) for me/ us and on my/ our behalf
at the 48th Annual General Meeting of the Company, to be held on the 29th day
of September, 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:

PLEASE PAGE TURN OVER FOR SIGNATURE

Resolution No.:

1. To receive, consider and adopt the Audited Financial Statements (including consolidated financial statements) for the financial year ended March 31, 2017 and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Dinesh Kumar Jain (DIN 00066363), who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint a Director in place of Smt. Sushila Devi Jain (DIN 00150952), who retires by rotation and being eligible offers herself for re-appointment.
4. To approve the appointment of M/s. B.M. Chatrath & Co., Chartered Accountants, Noida as Statutory Auditors of the Company and fix their remuneration.
5. To ratify the payment of remuneration to Cost Auditors of the Company.
6. To approve the re-appointment of Mr. Lalit Kumar Jain, Chairman & Managing Director of the Company on a 30% reduced remuneration on the existing remuneration package.
7. To approve the re-appointment of Mr. Dinesh Kumar Jain, Vice Chairman & Managing Director of the Company on a 30% reduced remuneration on the existing remuneration package.
8. To approve the re-appointment of Mr. Vijay Kumar Jain, Joint Managing Director of the Company on a 30% reduced remuneration on the existing remuneration package.

Signed this _____ day of _____ 2017

Signature of the Shareholder : _____

Signature of the Proxy holder(s) _____

AFFIX
REVENUE
STAMP OF NOT
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.

LAKSHMI PRECISION SCREWS LTD.

CIN : L35999HR1968PLC004977

REGD. OFFICE: 46/1, MILE STONE
HISSAR ROAD, ROHTAK - 124 001.

T: 01262-248289 , FAX: 01262-248297

E: complianceofficer@lpsindia.com

W: WWW.LPSINDIA.COM



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