



## Pearl Engineering Polymers Limited

Regd. Office D-17, M.I.D.C. Industrial Area Kurkumbh, Taluk Daund, Dist. Pune-413 802, Maharashtra

Mumbai Office: 410-411, 4<sup>th</sup> Floor, New Udyog Mandir no.2, Mogul Lane, Mahim West-400016 CIN: L25209PN1992PLC012701

Website: [www.peplindia.com](http://www.peplindia.com), Tel: 011-23442124,

Email: [pearl.secretarial@pearlmail.com](mailto:pearl.secretarial@pearlmail.com)

December 26, 2017

To,  
BSE Limited  
Department of Corporate Filings,  
P.J. Towers, Dalal Street,  
Mumbai – 400 001

To,  
National Stock Exchange of India  
Limited  
Exchange Plaza, C-1, Block G,  
BandraKurla Complex, Bandra (E),  
Mumbai - 400 051

**Ref: Pearl Engineering Polymers Ltd. (BSE Scrip Code: 526562) (NSE Symbol: PEPL)**  
**Sub: Outcome/Declaration of Results of Postal Ballot**

Dear Sir,

Further to our Letter dated 25.11.2017, with respect to completion of dispatch of Postal Ballot Notice along with Explanatory Statements, a postal Ballot Form and pre-paid postage business reply envelop, to all the members of the Company whose name appeared on the register of members/record of depositories as on November 10, 2017, for seeking approval of the Public shareholders of the Company (without participation of Promoter & Promoter Group), we wish to inform you that the voting by the Public Shareholders has been carried out through Postal Ballot and the E-voting process. The afore-mentioned voting concluded on 24<sup>th</sup> December, 2017 at 5 P.M.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the Voting Results in the prescribed format along with the Scrutinizers Report dated 26th December, 2017 issued by Ms. Rashmi Sahni, Practicing Company Secretary with regard to the Proposal of Voluntary Delisting of the Equity Shares of the Company from National Stock Exchange of India Ltd.(NSE) & BSE Limited.

Accordingly, we would like to inform you that the proposed resolution for Voluntary Delisting of Equity shares of the Company has been failed. The revised and corrected report of the Scrutinizer on Postal Ballot and E-voting conducted is enclosed herewith at **Annexure-I**.

You are requested to kindly take note of the abovementioned details.

Thanking You

Yours Faithfully

For and on behalf Pearl Engineering Polymers Limited

Vinay Gupta  
(Company Secretary)



**RASHMI SARNI**  
**COMPANY SECRETARY**

Address: B-85, Jhilmil Colony, Shahdara, Delhi-110095  
E-Mail-Id : cs.rashmi.nitaigaur@gmail.com  
Mobile : +91-9871287093

**FORM NO. MGT.13**

**Report of Scrutinizer(s)**

*[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the  
Companies (Management and Administration) Rules, 2014]*

Date: 26<sup>th</sup> December, 2017

To,  
THE CHAIRMAN  
Pearl Engineering Polymers Limited  
D-17, MIDC Industrial Area  
Kurkumbh-413 802  
Pune, Maharashtra

Dear Sirs,

**Sub: Consolidated Scrutinizer's Report on Voting by Postal Ballot and Remote e-voting in respect of passing of the resolutions contained in the Notice of the Postal Ballot dated 14<sup>th</sup> November, 2017**

The Board of Directors of Pearl Engineering Polymers Limited at their meeting held on 14<sup>th</sup> November, 2017, appointed me as a Scrutinizer to ensure that the process of Postal Ballot is conducted in a fair and transparent manner for scrutinizing voting by Postal Ballot and Remote e-voting in respect of the passing of the resolution contained in the Notice of the Postal Ballot dated 14<sup>th</sup> November, 2017.

The Company pursuant to the provisions of Section 108 & 109 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, required to provide e- voting facility to the shareholders for the passing of Resolutions through Postal Ballot.

Pearl Engineering Polymers Limited has made arrangement with MAS SERVICES LIMITED as Registrar and Share Transfer Agent (RTA) for providing a system of recording votes of shareholders electronically through e-voting facilities on the website [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

Registrar and Share Transfer Agent (RTA) has also uploaded the Resolutions together with the Explanatory Statement on which e-voting is required and Pearl Engineering Polymers Limited generated EVEN by the NSDL, the service provider. All necessary formalities in compliance with the requirements specified by the system provider, have been done by the Company through its RTA. Necessary instructions in this regard to be followed by the shareholders have also been duly mentioned in the Postal Ballot Notice dated 14<sup>th</sup> November, 2017 sent to the Shareholders by email, if any registered with the Company and by courier. The Postal Ballot Notice has been sent to all the public shareholders, whose names appear in the Register of Members as on 10<sup>th</sup> November, 2017.

I, submit my report as under:



1. As per the information provided to me, the Company has completed on 24<sup>th</sup> November, 2017 the dispatch of Postal Ballot Notice along with the postage prepaid reply envelop to its public shareholders whose name(s) appeared on the Register of Members/ List of beneficiaries as on 10<sup>th</sup> November, 2017.
2. As stated in Sub-Rule 3 of Rule 22 of the Companies (Management and Administration) Rules, 2014, an advertisement was published by the Company in 'Business Standard' (English) and in 'Aaplam Mahanagar' (Marathi) on 25<sup>th</sup> November, 2017 informing about completion of dispatch of the Postal Ballot Notices both by courier and email, wherever applicable, to the Shareholders alongwith other related matter mentioned therein.
3. The Postal Ballot process commenced from Saturday, 25<sup>th</sup> November, 2017 at 09.30 a.m. and ended on Sunday, 24<sup>th</sup> December, 2017 at 05.00 p.m.
4. The Postal Ballot Forms which were incomplete and/or which were found defective have been treated as invalid and kept separately.
5. The corporate entities who voted and in respect of which no Authorisation/ power of attorney were either received by the scrutinizer or nsdl were treated as defective and have been invalidated.
6. The Particulars of all Postal Ballot forms received from the Equity Shareholders have been maintained in a separate register in electronic mode.
7. All the Postal Ballot Forms together with all votes cast by e-voting through NSDL received upto 5.00 PM on the 24<sup>th</sup> December, 2017, being the last date fixed by the Company for receipt of the Ballot Forms/ e-voting, were considered for our scrutiny.
8. The Postal Ballot and all other papers relating to Postal Ballot will be handed over to the Company for safe preservation of the same after consideration, approval and signing of the minutes of Postal Ballot voting by the Chairman.
9. After the closure of the last date fixed by the Company for receipt of the Ballot Forms/ e-voting, the postal ballot form received were opened and the report on the said e-voting generated and downloaded from the NDSL e-voting system in my presence and the votes cast under Ballot Forms /e-voting was diligently scrutinized.

**On Scrutiny, we report that:**

1. **Voluntary Delisting of the equity shares of the company from the National Stock Exchange (NSE) and Bombay Stock Exchange (BSE):**

Details of Voting:

<b>Total No. of Shareholders</b>	39374
<b>Total Number of Shares</b>	30,41,25,600
<b>Receipt of Postal Ballot Forms (Physical &amp; Electronic)</b>	53



	Number of members Voted	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
<b>Total Votes Cast through E-voting (A)</b>	<b>34</b>	<b>2,63,715</b>	<b>100</b>
Votes in favor of the resolution	16	3,738	1.42
Votes against the resolution	18	2,59,977	98.58
Invalid votes	1	16,00,000	-
<b>Total Votes Cast through Postal Ballot forms Received (Physical) (B)</b>	<b>13</b>	<b>520</b>	<b>100</b>
Votes in favor of the resolution	9	360	69.23
Votes against the resolution	4	160	30.77
Invalid Votes	5	360	-
<b>Grand Total (A)+(B)</b>	<b>47</b>	<b>2,64,235</b>	<b>-</b>

**Result:**

The final analysis combining the e-voting by postal ballot is annexed herewith as **Annexure A**. Based on the foregoing, the number of votes cast by Postal Ballot by Public Shareholder in favour of the Special Resolution being less than two times of the number of votes cast by the Public Shareholders against the Special Resolution, the requirement of the provision to Regulation 8(1)(b) of the Securities and Exchange Board of India (Delisting of equity shares) Regulation, 2009 is not satisfied and pursuant to the provisions of Section 110 of the Companies Act, 2013 and the Companies Management and Administration) Rules, 2014, the Special Resolution mentioned under item No 1 as set out in the Notice of the Postal Ballot dated 14<sup>th</sup> November, 2017 was not passed due to lack of requisite votes in favour of the said resolution. Hence, the resolution is deemed to be recorded as on 26<sup>th</sup> December, 2017. The Register, all other papers and relevant records relating to e-voting and voting by postal ballot shall remain in our safe custody until the chairman considers, approves and signs the minutes and thereafter the same would be handed over to the Company for their safe keeping.



**ANNEXURE-1**

**Details of Voting Results as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:**

S.No.	Particulars	Details
	Date of the AGM/EGM	N.A.  The date of declaration of the result of the Postal Ballot is 26 <sup>th</sup> December, 2017.
	Total Number of shareholders on record date	39374
	No. of Shareholders present in the meeting either in person or through proxy:	N.A.
	Promoters and Promoter Group	
	Public	
	No. of Shareholders attended the meeting through video conferencing:	N.A.
	Promoter and Promoter Group	
	Public	

**DETAILS OF THE AGENDA**

**1. Voluntary Delisting of the equity shares of the company from the National Stock Exchange (NSE) and Bombay Stock Exchange (BSE):**

Resolution required (Ordinary/ Special):				Special Resolution				
Whether promoter/promoter group are interested in the agenda/resolution				YES				
Category	Mode of Voting	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 – In 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	E-Voting	14499066	-	-	-	-	-	-
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
Public Institutional Holders	E-Voting	22760	-	-	-	-	-	-
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
Public-Non Institution	E-Voting	15890734	263715	1.6596	3738	259977	1.4174	98.5826
	Poll		-	-	-	-	-	
	Postal Ballot		520	0.0033	360	160	69.2308	30.7692
<b>Total</b>		<b>30412560</b>	<b>264235</b>	<b>0.8688</b>	<b>4098</b>	<b>260137</b>	<b>1.5509</b>	<b>98.4491</b>

Note: The above resolution was not passed due to lack of requisite votes in favor.



Note: The above resolution was not passed due to lack of requisite votes in favor.

Based on the above information, you may kindly announce the results.

Thanking You,

Yours Faithfully,



ACS: 25681, CP No. : 10493

Date: 26<sup>th</sup> December, 2017

Place : New Delhi

We the undersigned witnesses that votes in respect of e-voting/ physical postal ballot forms of shareholders of M/s Pearl Engineering Polymers Limited were unblocked/ opened in our presence at 01:30 P.M. on 26<sup>th</sup> December, 2017.

WT1



(Ritu Mahajan)

WT2



(Anshu Tomar)

Countersigned by:

For Pearl Engineering Polymers Limited



Date: 26<sup>th</sup> December, 2017

Place : New Delhi

**General information about company**

Scrip code	526562
Name of the company	PEARL ENGINEERING POLYMERS LIMITED
Type of meeting	Postal Ballot
Date of the meeting / Date of declaration of results (in case of Postal Ballot)	26-12-2017
Start time of the meeting	
End time of the meeting	



Voting results	
Record date	10-11-2017
Total number of shareholders on record date	39374
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	Textual Information(1)





**Text Block**

Textual Information(1)

The voting result is for the resolution for voluntary delisting of the Equity Shares of the Company. No AGM/EGM has been conducted.



Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				VOLUNTARY DELISTING OF THE EQUITY SHARES OF THE COMPANY FROM NSE & BSE				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	14499066	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		14499066	0	0	0	0	0
Public-Institutions	E-Voting	22760	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		22760	0	0	0	0	0
Public- Non Institutions	E-Voting	15890734	263715	1.6596	3738	259977	1.4174	98.5826
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		520	0.0033	360	160	69.2308	30.7692
	Total		15890734	264235	1.6628	4098	260137	1.5509
Total		30412560	264235	0.8688	4098	260137	1.5509	98.4491
Whether resolution is Pass or Not.							No	
Disclosure of notes on resolution								

FOR PEAKL ENGINEERING POLYMERS LTD

*(Signature)*  
 VINEET GUPTA  
 (COMPANY SECRETARY)

