

June 28, 2024

The Manager-Listing Department National Stock Exchange of India Limited, 'Exchange Plaza', C-1, Block -G Bandra Kurla Complex, Bandra -East Mumbai-400051	Listing Department BSE Limited Phiroze Jeejeebhoy Towers 25 <sup>th</sup> Floor, Dalal Street Mumbai- 400001
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Sub : Voting Results of 32nd AGM and Consolidated Scrutinizers Report  
Ref : Scrip Code No.: PILITA/ 500327

Dear Sir / Madam,

The 32<sup>nd</sup> Annual General Meeting of the Company was held on Thursday, June 27, 2024 at 11.00 A.M. through Video Conferencing ("VC") /Other Audio Visual Means {"OAVM"} and also physically at the Registered Office of the Company at Kodyat Road, Village: Sisarma, Udaipur - 313031 and the business as set out in the Notice convening 32nd AGM was duly transacted.

In this regard, please find attached herewith the following:

1. Voting Results pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 .
2. Consolidated Scrutinizer's Report pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4) of the Companies (Management and Administration) Rules, 2014.

Kindly take the above on your records.

Yours faithfully,

**For PIL ITALICA LIFESTYLE LIMITED**

**Narendra Bhanawat**  
**(Whole Time Director & CFO)**  
**DIN: 00146824**

Encl : As above

General information about company	
Scrip code	500327
NSE Symbol	PILITA
MSEI Symbol	NOTLISTED
ISIN	INE600A01035
Name of the company	PIL ITALICA LIFESTYLE LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	27-06-2024
Start time of the meeting	11:00 AM
End time of the meeting	11:42 AM

Scrutinizer Details	
Name of the Scrutinizer	ASHOK MODI
Firms Name	A MODI & CO
Qualification	CA
Membership Number	074488
Date of Board Meeting in which appointed	09-05-2024
Date of Issuance of Report to the company	27-06-2024

Voting results	
Record date	20-06-2024
Total number of shareholders on record date	57669
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	2
b) Public	55
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, along with the Reports of the Directors and Auditors thereon.				
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	117716200	117716200	100	117716200	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		117716200	117716200	100	117716200	0	100
Public-Institutions	E-Voting	79600	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		79600	0	0	0	0	0
Public- Non Institutions	E-Voting	117204200	9671680	8.252	9671279	401	99.9959	0.0041
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		117204200	9671680	8.252	9671279	401	99.9959
Total		235000000	127387880	54.2076	127387479	401	99.9997	0.0003
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Narendra Bhanawat (DIN:00146824), who retires by rotation and being eligible offers himself for reappointment.				
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	117716200	117716200	100	117716200	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		117716200	117716200	100	117716200	0	100
Public-Institutions	E-Voting	79600	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		79600	0	0	0	0	0
Public- Non Institutions	E-Voting	117204200	9671680	8.252	9671279	401	99.9959	0.0041
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		117204200	9671680	8.252	9671279	401	99.9959
Total		235000000	127387880	54.2076	127387479	401	99.9997	0.0003
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Ms. Sonal Mantri (DIN : 10616908) as Independent Director				
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	117716200	117716200	100	117716200	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		117716200	117716200	100	117716200	0	100
Public-Institutions	E-Voting	79600	0	0	0	0	0	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		79600	0	0	0	0	0
Public- Non Institutions	E-Voting	117204200	9671680	8.252	9671675	5	99.9999	0.0001
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		117204200	9671680	8.252	9671675	5	99.9999
Total		235000000	127387880	54.2076	127387875	5	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



# A MODI & CO

CHARTERED ACCOUNTANTS

4, SHIVKRIPA, MAHAVEER COLONY, BEDLA ROAD, UDAIPUR- 313 011

TEL- 94142 39096, E MAIL- CAASHOKMODI@GMAIL.COM

CA ASHOK MODI  
B.COM, FCA

## REPORT OF SCRUTINIZER

To,  
Chairperson & Managing Director,  
PIL Italica Lifestyle Ltd  
Kodiyat Road ,Village : Sisarma,  
PIN: 313031 Dist: Udaipur

Dear Sir,

I. Ashok Modi, Proprietor of M/s A Modi & Co. Chartered Accountants, Udaipur, have been appointed by the Board of Directors of PIL Italica Lifestyle Ltd (the Company) as scrutinizer for the purpose of scrutinizing e-voting process and e-voting facility present during the Annual General Meeting of the Company through Video Conferencing / Other Audio Visual Means (VC/OAVM) facility in a fair and transparent manner and ascertaining the requisite majority on voting carried out as per the provisions of The Companies Act, 2013 read with Rule 20 of The Companies (Management and Administration) Rules, 2014 and the provisions of Regulation 44 of SEBI (LODR) Regulations, 2015 in respect of resolutions passed at the **32<sup>nd</sup> Annual General Meeting ( AGM) of the Company held on Thursday 27<sup>th</sup> June, 2024 at 11.00 a.m.**

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting at the AGM by the shareholders on the resolutions set out in the Notice of the 32<sup>nd</sup> Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through remote e-voting and by e-voting at the AGM are conducted in a fair and transparent manner and render Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman.
2. The Company held the 32<sup>nd</sup> AGM on through video conferencing and physical mode at 11:00 AM IST in accordance with the provisions of Companies Act, 2013 (the Act) read with the General Circular Nos. 14/2020 dated April, 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 and SEBI Circular dated May 12, 2020, SEBI circular dated January 15, 2021 and SEBI Circular dated 13 May 2022 read alongwith the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) 2015 (collectively referred to as "Circulars").
3. The Annual Report, the Notice of Annual General Meeting and the e-voting instructions slip were sent only by the electronic mode (e-mail) to those members whose email addresses were registered with the Company / Depository Participants / Depositories pursuant to MCA Circular No.14/2020 dated 08 April 2020, Circular No. 17/2020 dated 13 April 2020, Circular No. 20/2020 dated 05 May 2020, Circular No. 02/2021 dated 13 January 2021, Circular No. 19/2021 dated 08 December 2021, Circular No. 21/2021 dated 14 December 2021 and Circular No. 2/2022 dated 05 May 2022 the latest being the General Circular No. 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs and SEBI Circular dated May 12, 2020 read with SEBI Circular dated January 15, 2021 and SEBI Circular dated 13 May 2022 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 read





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with Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 read with the applicable provisions of SEBI(Listing Obligations and Disclosure Requirements)Regulations, 2015("Listing Obligations") (collectively referred as "Circulars")

4. The voting rights were reckoned as on June 20,2024, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting.
5. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting were unblocked on 27<sup>th</sup> June 2024 at 11.42 A.M. in the presence of two witnesses.
6. After declaration of voting by the Chairman, the shareholders present at the AGM through VC voted through e-voting facility provided by Central Depository Services (India) Limited (CDSL) and National Securities Depository Limited (NSDL).
7. As per the information given by the Company / RTA the names of the shareholders who had voted by remote e-voting through the facility provided by CDSL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
8. Based on the data provided by CDSL e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

(i) To receive, consider and adopt the Balance Sheet as at March 31, 2024 and statement of Profit and Loss Account for the year ended on that date, the Report of Directors and Auditors' thereon Voted in favour of the Resolution:

Number of members voted	Number of votes cast by them(Shares)	%of total numbers of valid votes cast
111	127387479	100

(i) Voted against the Resolution:

Number of members voted	Number of votes cast by them(Shares)	%of total numbers of valid votes cast
1	401	0

(ii) Invalid Votes:

Number of members voted	Number of votes cast by them(Shares)
0	0





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2. To appoint a Director in place of Mr. Narendra Bhanawat (DIN: 00146824), who retires by rotation and being eligible, has offered himself for reappointment.

(i) Voted in favour of the Resolution:

Number of members voted	Number of votes cast by them(Shares)	%of total numbers of valid votes cast
111	127387479	100

(ii) Voted against the Resolution:

Number of members voted	Number of votes cast by them(Shares)	%of total numbers of valid votes cast
1	401	0

(iii) Invalid Votes:

Number of members voted	Number of votes cast by them(Shares)
0	0

3. Appointment of Ms. Sonal Mantri (DIN: 10616908) as an Independent Director

(i) Voted in favour of the Resolution:

Number of members voted	Number of votes cast by them(Shares)	%of total numbers of valid votes cast
111	127387875	100

(ii) Voted against the Resolution:

Number of members voted	Number of votes cast by them(Shares)	%of total numbers of valid votes cast
1	5	0

(iii) Invalid Votes:

Number of members voted	Number of votes cast by them(Shares)
0	0





## **A MODI & CO**

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**CA ASHOK MODI**  
**B.COM, FCA**

Based on the aforesaid results, the resolution no 1 to 3 as contained in the notice of 32<sup>nd</sup> AGM dated 27<sup>th</sup> June, 2024 have been passed with requisite majority.

A list of Equity shareholders who voted "FOR", "AGAINST" the resolutions (Both through Remote E-voting and E-voting at the AGM) has been handed over to the Company Secretary. The electronic data and all other relevant records relating to the evoting shall remain in our safe custody and shall be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting.

Thanking You,

**Yours Faithfully,**  
**For A Modi & Co**  
**Chartered Accountants**

  
**(Ashok Modi)**  
**Prop.**

**M. No: 074488**

**DATED: 27-06-2024**

**PLACE: Udaipur**

**UDIN: 24074488BKFBVZZ1056**

