



Date: January 21, 2025

To,
The Listing Compliance Department,
BSE Limited,
P. J. Tower, Dalal Street,
Mumbai – 400001
Scrip Code: 534809

To,
The Listing Compliance Department,
National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai – 400051
Symbol: PCJEWELLER

Sub.: Details of voting results on Postal Ballot Notice dated December 11, 2024

Dear Sir / Ma'am,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find enclosed herewith the details of voting results on Postal Ballot Notice dated December 11, 2024 alongwith the Scrutinizer's Report.

This is for your information and records.

Yours faithfully,
For **PC Jeweller Limited**

(BALRAM GARG)
Managing Director
DIN: 00032083

Encl.: As above

PC Jeweller Limited

Regd. Office : 2713, 3rd Floor, Bank Street, Karol Bagh, New Delhi-110005 Ph. : 011 - 49714971

info@pcjeweller.com • www.pcjeweller.com • CIN: L36911DL2005PLC134929



**DETAILS OF THE VOTING RESULTS ON POSTAL BALLOT
NOTICE DATED DECEMBER 11, 2024**

| | |
|--|------------------|
| Date of declaration of result of Postal Ballot | January 21, 2025 |
| Total number of shareholders on record – date Cut-off date i.e. December 6, 2024 | 3,05,955 |
| No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group Public | Not Applicable |
| No. of shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group Public | Not Applicable |

AGENDA-WISE DISCLOSURE:

Item No. 1: Issuance of 5,17,11,462 equity shares by way of preferential allotment on private placement basis to the Consortium Lenders for settling part of their outstanding debts

| | |
|--|---------|
| Resolution required: (Ordinary / Special) | Special |
| Whether Promoter / Promoter Group are interested in the agenda / resolution? | No |

| 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 - 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 | 253801596 | 253449313 | 99.8612 | 253449313 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | 253801596 | 253449313 | 99.8612 | 253449313 | 0 | 100.0000 | 0.0000 |
| Public – Institutions | E-Voting | 27224701 | 5603225 | 20.5814 | 5603225 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | 27224701 | 5603225 | 20.5814 | 5603225 | | 100.0000 | 0.0000 |
| Public – Non Institutions | E-Voting | 184377599 | 921050 | 0.4995 | 908976 | 12074 | 98.6891 | 1.3109 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | 184377599 | 921050 | 0.4995 | 908976 | 12074 | 98.6891 | 1.3109 |
| Total | | 465403896 | 259973588 | 55.8598 | 259961514 | 12074 | 99.9954 | 0.0046 |

PC Jeweller Limited

Regd. Office : 2713, 3rd Floor, Bank Street, Karol Bagh, New Delhi-110005 Ph. : 011 - 49714971

info@pcjeweller.com • www.pcjeweller.com • CIN: L36911DL2005PLC134929



Item No. 2: Re-appointment of Shri Ramesh Kumar Sharma (DIN: 01980542) as a Whole-time Director

| | |
|--|---------|
| Resolution required: (Ordinary / Special) | Special |
| Whether Promoter / Promoter Group are interested in the agenda / resolution? | No |

| 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 - 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 | 253801596 | 253449313 | 99.8612 | 253449313 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | 253801596 | 253449313 | 99.8612 | 253449313 | 0 | 100.0000 | 0.0000 |
| Public – Institutions | E-Voting | 27224701 | 5603225 | 20.5814 | 5344499 | 258726 | 95.3826 | 4.6174 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | 27224701 | 5603225 | 20.5814 | 5344499 | 258726 | 95.3826 | 4.6174 |
| Public – Non Institutions | E-Voting | 184377599 | 918957 | 0.4984 | 906447 | 12510 | 98.6387 | 1.3613 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | 184377599 | 918957 | 0.4984 | 906447 | 12510 | 98.6387 | 1.3613 |
| Total | | 465403896 | 259971495 | 55.8593 | 259700259 | 271236 | 99.8957 | 0.1043 |

For PC Jeweller Limited

(BALRAM GARG)
Managing Director
DIN: 00032083

PC Jeweller Limited

Regd. Office : 2713, 3rd Floor, Bank Street, Karol Bagh, New Delhi-110005 Ph. : 011 - 49714971

info@pcjeweller.com • www.pcjeweller.com • CIN: L36911DL2005PLC134929

**R S SHARMA & ASSOCIATES
COMPANY SECRETARIES**

To,
The Chairman/ Managing Director,
PC Jeweller Limited
2713, 3rd Floor,
Bank Street, Karol Bagh,
New Delhi - 110005

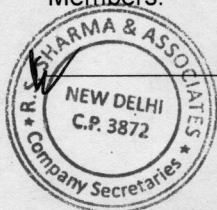
Subject: Scrutinizer's Report on Postal Ballot Notice dated December 11, 2024

Dear Sir,

I, Randhir Singh Sharma, Practicing Company Secretary (CP No. 3872), Proprietor R S Sharma & Associates, Company Secretaries, New Delhi, was appointed as the Scrutinizer by the Board of Directors of PC Jeweller Limited (hereinafter referred to as "**the Company**") at its meeting held on 11th December, 2024 for conducting the Postal Ballot process in a fair and transparent manner, in respect of the resolutions proposed in the Postal Ballot Notice dated 11th December, 2024 (hereinafter referred to as "**Postal Ballot Notice**") of the Company.

I hereby submit my report as under:

- 1) In compliance with General Circular No. 09/2024 dated 19th September, 2024 issued by the Ministry of Corporate Affairs ("**MCA**"), in continuation to the earlier circulars issued in this regard by MCA, Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October, 2024 issued by the Securities and Exchange Board of India ("**SEBI**"), in continuation to the earlier circulars issued in this regard by SEBI, the Company sent Postal Ballot Notice only by electronic mode to those Members whose e-mail address was registered with Depository Participants / Company / Registrar & Transfer Agent - KFin Technologies Limited ("**KFintech**"), and whose names appeared in Register of Members / List of Beneficial Owners as received from National Securities Depository Limited / Central Depository Services (India) Limited as on the **Cut-off date i.e. 6th December, 2024**.
- 2) The Company had completed the dispatch of Postal Ballot Notice on 12th December, 2024 and published a notice in this regard in Financial Express (English) and Jansatta (Hindi) newspapers on 13th December, 2024.
- 3) Postal Ballot Notice was also available on the Company's website www.pcjeweller.com and the websites of BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and on the website of KFintech at evoting.kfintech.com.
- 4) The total paid-up equity share capital of the Company as on the Cut-off date was Rs. 5,40,08,77,680/- divided into 54,00,87,768 equity shares of Rs. 10/- each, fully paid-up, including 7,46,83,872 equity shares of Rs. 10/- each for which listing approval was under process with the stock exchanges and were yet to be credited to the demat accounts of respective Members/ Beneficial Owners.
- 5) The voting rights of Members were in proportion to their share held in the paid-up equity share capital of the Company as on the Cut-Off Date i.e. 6th December, 2024. However, as on 6th December, 2024, 7,46,83,872 equity shares were yet to be credited to the demat accounts of respective Members/ Beneficial Owners, hence, the same were not considered for voting results purpose and the results are based on data received from National Securities Depository Limited / Central Depository Services (India) Limited as on the Cut-off date i.e. 6th December, 2024 corresponding to paid-up share capital comprising of 465403896 equity shares of Rs. 10/- each.
- 6) The Company had engaged the services of KFintech as the Agency to provide e-voting facility to its Members.



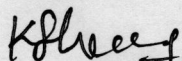
**OFFICE: 108C, DDA FLATS, GULABI BAGH, DELHI-110007
PH. NO.: 23652660**

**R S SHARMA & ASSOCIATES
COMPANY SECRETARIES**

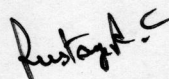
7) The e-voting commenced at 9:00 A.M. (IST) on Friday, 13th December, 2024 and ended at 5:00 P.M. (IST) on Saturday, 11th January, 2025.

8) I have monitored the process of electronic voting through the Scrutinizer's secured link provided by KFintech on the designated website i.e. evoting.kfintech.com.

9) The votes cast through e-voting were unblocked on 11th January, 2025 in the presence of Mrs. Kamlesh Sharma and Mr. Ramesh Rastogi, who are not in the employment of the Company, and who have signed below as witnesses:



Name: KAMLESH SHARMA
Address: 54-A, DDA Flats, Gulabi Bagh
Delhi



Name: RAMESH RASTOGI
Address: 50-B, DDA Flats, Gulabi Bagh
Delhi

10) The requisite register has been maintained to record the assent or dissent received, mentioning the particulars of name, Folio No. / DP ID-Client ID of Members and no. of shares held by them etc.

11) There were no shares with differential voting rights in the Company, hence, there was no requirement of maintaining the list of shares with differential voting rights.

12) Based on the reports generated from e-voting system provided by KFintech, the summary of voting details on the Special Businesses mentioned in Postal Ballot Notice is as under:

Item No. 1: Issuance of 5,17,11,462 equity shares by way of preferential allotment on private placement basis to the Consortium Lenders for settling part of their outstanding debts - (Special Resolution)

a) Voted in favour of the resolution (out of valid votes casted):

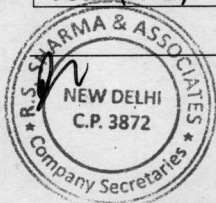
| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|--------------------|-------------------------|------------------------------|---------------------------------------|
| E-voting | 719 | 259961514 | 99.9954 |
| Postal Ballot | 0 | 0 | 0.0000 |
| Total (A+B) | 719 | 259961514 | 99.9954 |

b) Voted against the resolution (out of valid votes casted):

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|--------------------|-------------------------|------------------------------|---------------------------------------|
| E-voting | 61 | 12074 | 0.0046 |
| Postal Ballot | 0 | 0 | 0.0000 |
| Total (A+B) | 61 | 12074 | 0.0046 |

c) Invalid votes:

| Mode of voting | Promoter and Promoter Group | | Public – Institutions | | Public – Non Institutions | |
|--------------------|-----------------------------|---------------|-----------------------|---------------|---------------------------|---------------|
| | Number of Members | Invalid votes | Number of Members | Invalid votes | Number of Members | Invalid votes |
| E-voting | 0 | 0 | 0 | 0 | 29 | 6894 |
| Postal Ballot | 0 | 0 | 0 | 0 | 0 | 0 |
| Total (A+B) | 0 | 0 | 0 | 0 | 29 | 6894 |



OFFICE: 108C, DDA FLATS, GULABI BAGH, DELHI-110007
PH. NO.: 23652660

**R S SHARMA & ASSOCIATES
COMPANY SECRETARIES**

- Notes:** 1) 29 members having 6894 shares abstained from voting.
2) Invalid votes indicate abstained from voting.
3) 1 member voted for both in favour and against.

d) Details of voting in terms of Regulation 44 of the SEBI LODR Regulations:

| 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 - 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 | 253801596 | 253449313 | 99.8612 | 253449313 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 253449313 | 99.8612 | 253449313 | 0 | 100.0000 | 0.0000 |
| Public – Institutions | E-Voting | 27224701 | 5603225 | 20.5814 | 5603225 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 5603225 | 20.5814 | 5603225 | 0 | 100.0000 | 0.0000 |
| Public – Non Institutions | E-Voting | 184377599 | 921050 | 0.4995 | 908976 | 12074 | 98.6891 | 1.3109 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 921050 | 0.4995 | 908976 | 12074 | 98.6891 | 1.3109 |
| Total | | 465403896 | 259973588 | 55.8598 | 259961514 | 12074 | 99.9954 | 0.0046 |

Item No. 2: Re-appointment of Shri Ramesh Kumar Sharma (DIN: 01980542) as a Whole-time Director - (Special Resolution)

a) Voted in favour of the resolution (out of valid votes casted):

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|--------------------|-------------------------|------------------------------|---------------------------------------|
| E-voting | 712 | 259700259 | 99.8957 |
| Postal Ballot | 0 | 0 | 0.0000 |
| Total (A+B) | 712 | 259700259 | 99.8957 |

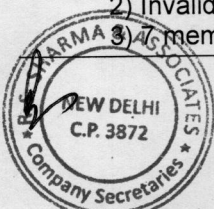
b) Voted against the resolution (out of valid votes casted):

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|--------------------|-------------------------|------------------------------|---------------------------------------|
| E-voting | 69 | 271236 | 0.1043 |
| Postal Ballot | 0 | 0 | 0.0000 |
| Total (A+B) | 69 | 271236 | 0.1043 |

c) Invalid votes:

| Mode of voting | Promoter and Promoter Group | | Public – Institutions | | Public – Non Institutions | |
|--------------------|-----------------------------|---------------|-----------------------|---------------|---------------------------|---------------|
| | Number of Members | Invalid votes | Number of Members | Invalid votes | Number of Members | Invalid votes |
| E-voting | 0 | 0 | 0 | 0 | 34 | 8987 |
| Postal Ballot | 0 | 0 | 0 | 0 | 0 | 0 |
| Total (A+B) | 0 | 0 | 0 | 0 | 34 | 8987 |

- Notes:** 1) 34 members having 8987 shares abstained from voting.
2) Invalid votes indicate abstained from voting.
3) 1 member voted for both in favour and against.



**OFFICE: 108C, DDA FLATS, GULABI BAGH, DELHI-110007
PH. NO.: 23652660**

**R S SHARMA & ASSOCIATES
COMPANY SECRETARIES**

d) Details of voting in terms of Regulation 44 of the SEBI LODR Regulations:

| 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 - 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 | 253801596 | 253449313 | 99.8612 | 253449313 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 253449313 | 99.8612 | 253449313 | 0 | 100.0000 | 0.0000 |
| Public – Institutions | E-Voting | 27224701 | 5603225 | 20.5814 | 5344499 | 258726 | 95.3826 | 4.6174 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 5603225 | 20.5814 | 5344499 | 258726 | 95.3826 | 4.6174 |
| Public – Non Institutions | E-Voting | 184377599 | 918957 | 0.4984 | 906447 | 12510 | 98.6387 | 1.3613 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 918957 | 0.4984 | 906447 | 12510 | 98.6387 | 1.3613 |
| Total | | 465403896 | 259971495 | 55.8593 | 259700259 | 271236 | 99.8957 | 0.1043 |

13) From the voting details, as mentioned in this report, it is clear that the resolutions (Item Nos. 1 and 2) set forth in the Postal Ballot Notice have been passed with the requisite majority.

14) Based on this Report, you may accordingly declare the result of the resolutions (Item Nos. 1 and 2) set forth in the Postal Ballot Notice, as duly passed.

15) The electronic data and other related records will be handed over to the Company Secretary of the Company for safe custody after signing of the minutes.

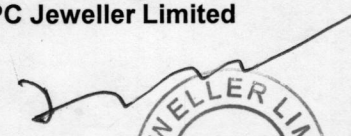
Date: 14/01/2025
Place: New Delhi

For **R S Sharma & Associates**
Company Secretaries


(**RANDHIR SINGH SHARMA**)
Proprietor

Mem. no.: FCS2062, CP no.: 3872
Peer review no.: 5023/2023
UDIN: F002062F003664116

Counter signed by:
For **PC Jeweller Limited**


(**BALRAM GARG**)
Managing Director
DIN: 00032083