

Date : 29th September, 2023
Ref. : BSE/NSE/48/2023-2024

To,
Dept. of Corporate Services,
Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001.
Company Code: 514300
Company ISIN: INE156C01018

To,
The Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai- 400051.
Company Code: PIONEEREMB
Company ISIN: INE156C01018

Dear Sir,

Sub : PROCEEDING OF THE 31ST ANNUAL GENERAL MEETING HELD ON 29TH SEPTEMBER, 2023

In terms of Regulation 30 read with Part A of Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (“listing Regulation”), we have to inform you that the 31st ANNUAL GENERAL MEETING of the Shareholders of **PIONEER EMBROIDERIES LIMITED** was held today i.e. Friday, September 29, 2023 at 10.30 a.m. and concluded at 10.45 a.m. through Video conferencing(VC) or Other Audio Video Mode (OAVM) (herein after referred to as “electronic mode”) to transact the business as detailed in the Notice which has been sent along with the Annual Report for the year ended March 31, 2023 to the Members of the Company through electronic mode whose e-mail ID is registered with the Depositories or R &TA.

Ministry of Corporate Affairs (“MCA”) has vide its circular dated 5th May, 2020 read with circulars dated 8th April, 2020, 13th April, 2020, 13th January, 2021, 14th December, 2021, 5th May, 2022 and 28th December, 2022 (collectively referred to as “MCA Circulars”) permitted the holding of the “AGM” through Video Conferencing (VC) / Other Audio Visual Means (OAVM), without the physical presence of the Members at a common venue. Accordingly, in compliance with the provisions of the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and MCA Circulars, the AGM of the Company is being held through VC / OAVM.

All the Directors and Chairman of Board Committees were present at the 31st Annual General Meeting (AGM). Mr. Sanjay Dholakia, Secretarial Auditor and Mr. Mahesh Bhageria of M/s. M B A H & CO, Statutory Auditor of the Company were also present at the AGM. Total 44 Members including 02 Bodies Corporates were present in person.

Mr. Raj Kumar Sekhani took the Chair. The requisite quorum being present, the Chairman declared the Meeting in order. The Company Secretary briefed the Members about the relevant provisions of the Companies Act, 2013, the relevant Rules made thereunder, provisions of the LODR and the procedure of the AGM. She also informed that as per the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and other applicable provisions of the Companies Act, 2013 and Regulation 44 of the LODR, the Company has provided to its Members the facility to cast their votes by electronic means on all the

PIONEER EMBROIDERIES LIMITED

Regd. Office: Unit No. 101B, 1st Floor, Abhishek Premises, Plot No. C5-6, Dalia Industrial Estate, Off New Link Road, Andheri (West), Mumbai -400058. Website: www.pelhakoba.com, E-mail: mumbai@pelhakoba.com

Corporate Office: Unit No 21 to 25, 2nd Floor, Orient House, 3A Udyog Nagar, Off S.V. Road, Goregaon (West), Mumbai – 400 062. Maharashtra (India), Tel: +91-22-4223 2323 Fax: +91-22- 4223 2313.

CIN: L17291MH1991PLC063752

resolutions as stated in the notice to the 31st AGM and e-voting was kept open from Tuesday, September 26, 2023 (9.00 a.m. IST) to Thursday, September 28, 2023 (5.00 p.m. IST). Mr. Sanjay Dholakia, Practising Company Secretary (FSC: 2655 and CP: 1798), was appointed as the Scrutinizer for e-voting.

With the consent of all the Members, Notice of the 31st AGM was taken as read. As there were no qualifications in the Audit Report which have any material adverse effect on the functioning of the Company and hence, and in view of Section 145 of the Companies Act, 2013 the same was taken as read. Since, Mr. Raj Kumar Sekhani was interested in the proposed agenda no. 5, therefore, Mr. Harsh Vardhan Bassi, Managing Director of the Company occupied the Chair for the said agenda. The objective and implications of all the Resolutions were briefly explained before they were put to vote at the meeting.

The Chairman also provided a fair opportunity to the Members of the Company who are entitled to vote to seek clarifications and/or offer comments related to the items of business and same were adequately addressed.

As per MCA circular, voting (insta voting) was conducted through electronic means during meeting for the said resolutions in order to enable the Members to cast their vote who have not voted through e-voting. The electronic voting option was open for next 15 min.

The Scrutinizer will issue a combined report on the Remote and insta E-voting on all the resolution contained in the notice of the 31st AGM of the Company.

Mode of voting for all the resolution at the 31st AGM: Remote E-voting was conducted between Tuesday, September 26, 2023 to Thursday, September 28, 2023 and evoting was conducted during the AGM held on September 29, 2023.

The details of the resolutions passed at the 31st AGM are given in table below:

Resolution No.	Brief description of resolutions (kindly refer to the AGM notice for complete resolutions)
1.	<u>Ordinary Resolution</u> : To receive, consider and adopt the Audited Financial Statements (including the Consolidated Financial Statements) of the Company for the year ended 31 st March, 2023 and the Report of the Directors and the Auditors thereon.
2.	<u>Ordinary Resolution</u> : To re-appoint Mr. Raj Kumar Sekhani (DIN:00102843), who retires by rotation and being eligible, offers himself for re-appointment.
3.	<u>Special Resolution</u> : To appoint Mr. Mahesh Kumar Gupta (DIN: 01821446), as an Independent Director of the Company.
4.	<u>Special Resolution</u> : To appoint Mr. Varun Kathuria (DIN: 00027987) as an Independent Director of the Company.
5.	<u>Ordinary Resolution</u> : To make payment of remuneration to Mr. Raj Kumar Sekhani (DIN:00102843), as a Chairman of the Company.
6.	<u>Ordinary Resolution</u> : To re-appoint and fix the remuneration of M/s. Vipul Bhardwaj & Co., Cost Auditor for the financial year ending 31 st March, 2024.

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Aforesaid Voting Results will be declared on or before October 1, 2023 and posted on website of the Company at www.pelhakoba.com and also at the website of Link Intime India Private Limited.

Kindly take the above proceeding on your record and oblige.

Thanking you,

Yours faithfully,

For PIONEER EMBROIDERIES LIMITED

AMI THAKKAR

Company Secretary and Compliance Officer

Membership No. FCS:9196

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