

30th June, 2023

BSE Limited

P.J. Towers, Dalal Street, Fort,
Mumbai- 400 001
BSE scrip code: 500302

National Stock Exchange of India Limited

Exchange Plaza, Bandra-Kurla Complex,
Bandra (East), Mumbai – 400 051
NSE symbol: PEL

Sub: Proceedings and Voting Results of the 76th Annual General Meeting ('AGM') of the Piramal Enterprises Limited ('the Company')

Dear Sir/ Madam,

This is to inform you that 76th AGM of the Members of the Company was held on Friday, 30th June, 2023 at 3:00 p.m.(IST) through Video Conference / Other Audio Visual Means for transacting the business(es) mentioned in the Notice dated 5th May, 2023 convening the AGM ('Notice of the AGM'). All the resolutions set out in the Notice of the AGM have been passed with requisite majority.

In this regard, please find enclosed the following:

1. Summary of the proceedings of the AGM, pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), attached as **Annexure-1**; and
2. Consolidated Report of the Scrutinizer, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, along with voting results of the business transacted at the AGM, pursuant to Regulation 44(3) of the Listing Regulations, attached as **Annexure-2**.

This is for your information and records.

Yours truly,

For **Piramal Enterprises Limited**

Bipin Singh

Company Secretary

Encl.: a/a

Piramal Enterprises Limited

CIN : L24110MH1947PLC005719

Registered Office: Piramal Ananta, Agastya Corporate Park, Opp Fire Brigade, Kamani Junction, LBS Marg, Kurla (West), Mumbai 400 070 India
Secretarial Dept : Ground Floor, B Block, Agastya Corporate Park, Opp. Fire Brigade, Kamani Junction, LBS Marg, Kurla (West), Mumbai, Maharashtra 400070, India

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Summary of proceedings of the 76th Annual General Meeting of Piramal Enterprises Limited held on 30th June, 2023

The 76th Annual General Meeting ('AGM') of Piramal Enterprises Limited ('the Company') was held on Friday, 30th June, 2023 at 3.00 p.m. (IST) through Video Conference ('VC')/ Other Audio Visual Means ('OAVM') in accordance with circulars issued by Ministry of Corporate Affairs and the Securities and Exchange Board of India ('SEBI').

Mr. Ajay G. Piramal, Chairman of the Company, chaired the meeting. The requisite quorum being present, the Chairman called the Meeting to order.

The Members were informed that live proceedings of the AGM were also webcast on the e-voting website of National Securities Depository Limited ('NSDL').

The Members were also informed that in accordance with the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility to its Members for casting of the votes through electronic means. The remote e-voting commenced at 9.00 a.m. on Tuesday, 27th June, 2023 and ended at 5.00 p.m. on Thursday, 29th June, 2023. The facility for e-voting was also made available during the AGM, in accordance with the provisions on e-voting framed under the Act, for Members who had not cast their vote through remote e-voting.

The Members were informed that Mr. Bharat R. Upadhyay, Practicing Company Secretary, failing him Mr. Bhaskar Upadhyay, Practicing Company Secretary of N. L. Bhatia & Associates, Practicing Company Secretaries were appointed as the Scrutinizer to scrutinize the process of remote e-voting and e-voting during the AGM.

The Chairman introduced all the Directors present at the Meeting and thereafter, informed that the representatives of the Statutory Auditor and the Secretarial Auditor were also present at the Meeting.

The Chairman informed the Members that the relevant Registers were available for inspection, electronically, during the Meeting.

With the consent of the Members present, the Notice convening the 76th AGM was taken as read. The Chairman informed the Members, that as there were no qualifications in the Audit Report, it was not required to be read.

The Chairman then apprised the Members regarding the overall performance of the Company in FY 2022 - 23.

Thereafter, the following items of business as set out in the Notice convening the 76th AGM were transacted:

Ordinary Business

- 1) Adoption of Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended 31st March, 2023 and the Reports of the Board of Directors and Auditors thereon (Ordinary Resolution).
- 2) Declaration of final dividend of Rs. 31/- per equity share of face value Rs. 2/- each for the financial year ended 31st March, 2023 (Ordinary Resolution).

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CIN : L24110MH1947PLC005719

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- 3) Re-appointment of Mr. Vijay Shah (DIN: 00021276), who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Resolution).

Special Business

- 4) Issue of Non-Convertible Debentures on Private Placement Basis (Special Resolution).

The Chairman then invited the Members who had registered themselves as speakers to express their views, ask questions and seek clarifications on the operations and financial performance of the Company and the resolutions proposed. The Chairman responded to the queries raised by them.

The Members were informed that the voting results along with the consolidated report of the Scrutinizer shall be disseminated to the stock exchanges and will also be placed on the website of the Company and NSDL.

The Meeting concluded at 4:30 p.m. after being open for 15 minutes for e-voting to be completed.



Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto]

To,
 Mr. Ajay G. Piramal,
 Chairman,
 Piramal Enterprises Limited
 Piramal Ananta, Agastya Corporate Park,
 Opposite Fire Brigade,
 Kamani Junction, LBS Marg,
 Kurla (West), Mumbai 400 070

Sub: Consolidated Report of the Scrutinizer on the remote e-voting and e-voting at the Annual General Meeting of Piramal Enterprises Limited convened on Friday, 30th June, 2023 at 3.00 p.m. (IST) through Video Conferencing / Other Audio Visual Means

Dear Sir,

I, Mr. Bhaskar Upadhyay, Practicing Company Secretary (Membership No. FCS 8663), partner of N. L. Bhatia & Associates, Practicing Company Secretaries, have been appointed as the Scrutinizer by the Board of Directors of Piramal Enterprises Limited ('the Company') for the purpose of conducting and scrutinizing the remote e-voting as well as e-voting process at the 76th Annual General Meeting ('AGM') held on Friday, 30th June, 2023 at 3.00 p.m. Indian Standard Time ('IST') through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM') on the resolutions contained in the Notice dated 5th May, 2023, convening the said AGM ('the AGM Notice') and ascertaining the requisite majority as per the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendments made thereto.

I present the Scrutinizer's Report as follows:

1. The compliance with the provisions of the Act and the Rules made thereunder and General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 21/2021, 02/2022 and 10/2022 dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 13th January, 2021, 14th December 2021, 5th May, 2022 and 28th December, 2022 respectively issued by Ministry of Corporate Affairs ('MCA') (hereinafter referred to as '**MCA Circulars**') relating to remote e-voting and e-voting during the AGM on the resolutions contained in the AGM Notice is the responsibility of the Management. My responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a consolidated Scrutinizer's Report on the voting on the resolutions based on the reports



generated from the electronic voting system provided by the National Securities Depository Limited ('NSDL'), the agency appointed to provide remote e-voting facilities and voting at the AGM conducted by the same e-voting system of NSDL which was used during remote e-voting.

2. Further to above, I submit the report as under:

- 2.1 The Company had provided the remote e-voting facility through NSDL's website www.evoting.nsdl.com. The Company had uploaded the AGM Notice containing the items of businesses to be transacted at the AGM on the website of the Company and also on website of the Stock Exchanges viz. BSE Limited and the National Stock Exchange of India Limited and NSDL's website for perusal by those Members who may want to access the same.
- 2.2 The AGM Notice was sent by electronic mode to those Members whose email addresses were registered with the Company/ Depository Participant(s) in compliance with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/CIR/P/2021/11, SEBI/HO/CFD/CMD2/CIR/P/2022/62 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 12th May, 2020, 15th January, 2021 13th May, 2022 and 5th January, 2023, respectively and the MCA Circulars. The AGM Notice contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto.
- 2.3 The Company had published advertisements containing all required information, as specified in the applicable Rules and the MCA Circulars, on 3rd June, 2023 and 8th June, 2023 in Business Standard (English) and Mumbai Lakshadeep (Marathi).
- 2.4 The voting rights of Members have been reckoned in proportion to their shares held in the paid-up equity share capital of the Company as on the close of business hours on Friday, 23rd June, 2023.
- 2.5 The remote e-voting commenced on Tuesday, 27th June, 2023 at 9:00 a.m. (IST) and concluded on Thursday, 29th June, 2023 at 5:00 p.m. (IST).
- 2.6 At the AGM, the Company Secretary, announced that the Members present at the AGM through VC/ OAVM and who have not cast their vote by remote e-voting, can exercise their voting rights through e-voting using the same e-voting system of NSDL which was used during remote e-voting.

Thereafter, on completion of voting by the Members, the votes cast by the Members during the AGM and the votes under remote e-voting were unblocked and the reports were downloaded from the NSDL e-voting platform.

3. My consolidated report is as under on the result of the remote e-voting and e-voting during the AGM in respect of the said resolutions.



Item No. 1: As an Ordinary Resolution:

To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended 31st March, 2023 and the Reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
891	173689769	99.7569

(ii) Voted against the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
17	423233	0.2431



Item No. 2: As an Ordinary Resolution:

To declare final dividend on equity shares for the financial year ended 31st March, 2023.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
895	174235925	99.9989

(ii) Voted against the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
13	1885	0.0011



Item No. 3: As an Ordinary Resolution:

To appoint a Director in place of Mr. Vijay Shah (DIN: 00021276) who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
858	172531807	99.0318

(ii) Voted against the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
49	1686745	0.9682



Item No. 4: As a Special Resolution:

Issue of Non-Convertible Debentures on Private Placement Basis

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
841	171832073	98.6302

(ii) Voted against the resolution:

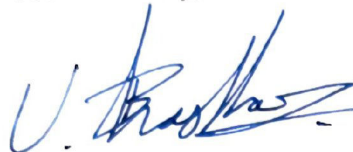
Number of members voted	Number of votes cast	% of total number of valid votes cast
70	2386505	1.3698



The results in the format under Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 are given as an Annexure.

Based on the foregoing, the Resolution Nos. 1 to 4 have been passed with requisite majority on the date of the AGM i.e., 30th June, 2023

Thanking you,
Yours faithfully,



Mr. Bhaskar B. Upadhyay (FCS-8663)
Practicing Company Secretary,
Scrutinizer for Remote E-voting and
E-voting during the AGM
UDIN: F008663E000528589

Countersigned by

Bipin Singh
Company Secretary

Place: Mumbai
Date: 30th June, 2023

Voting results	
Record date	23-Jun-2023
Total number of shareholders on record date	288614
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	15
b) Public	73
No. of resolution passed in the meeting	4



Piramal Enterprises Limited

Resolution Required : (Ordinary)		1 - Adoption of Audited Financial Statements (Standalone and Consolidated) and the Reports of the Board of Directors and Auditors thereon of the Company for the financial year ended on March 31, 2023.							
Whether promoter/ promoter group are interested in the agenda/resolution?		No							
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	103780693	103779459	99.9988	103779459	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		103779459	99.9988	103779459	0	100.0000	0.0000	
Public Institutions	E-Voting	91802820	64344860	70.0903	63924506	420354	99.3467	0.6533	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		64344860	70.0903	63924506	420354	99.3467	0.6533	
Public Non Institutions	E-Voting	43080187	5988683	13.9012	5985804	2879	99.9519	0.0481	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		5988683	13.9012	5985804	2879	99.9519	0.0481	
Total		238663700	174113002	72.9533	173689769	423233	99.7569	0.2431	



Piramal Enterprises Limited

Resolution Required : (Ordinary)			2 - Declaration of Final Dividend of Rs. 31/- per equity share of face value Rs. 2/- each for the financial year ended March 31, 2023.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	103780693	103779459	99.9988	103779459	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		103779459	99.9988	103779459	0	100.0000	0.0000
Public Institutions	E-Voting	91802820	64470011	70.2266	64470011	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		64470011	70.2266	64470011	0	100.0000	0.0000
Public Non Institutions	E-Voting	43080187	5988340	13.9005	5986455	1885	99.9685	0.0315
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5988340	13.9005	5986455	1885	99.9685	0.0315
Total		238663700	174237810	73.0056	174235925	1885	99.9989	0.0011



Piramal Enterprises Limited

Resolution Required : (Ordinary)			3 - Re-appointment of Mr. Vijay Shah (DIN: 00021276), who retires by rotation and being eligible, offers himself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	103780693	103779459	99.9988	103779459	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		103779459	99.9988	103779459	0	100.0000	0.0000
Public Institutions	E-Voting	91802820	64450661	70.2055	62769100	1681561	97.3909	2.6091
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		64450661	70.2055	62769100	1681561	97.3909	2.6091
Public Non Institutions	E-Voting	43080187	5988432	13.9007	5983248	5184	99.9134	0.0866
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5988432	13.9007	5983248	5184	99.9134	0.0866
Total		238663700	174218552	72.9975	172531807	1686745	99.0318	0.9682



Piramal Enterprises Limited

Resolution Required : (Special)			4 - Issue of Non-Convertible Debentures on Private Placement Basis.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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]	$[6]=\{[4]/[2]\}*100$
Promoter and Promoter Group	E-Voting	103780693	103779459	99.9988	103779459	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		103779459	99.9988	103779459	0	100.0000	0.0000
Public Institutions	E-Voting	91802820	64450661	70.2055	62070526	2380135	96.3070	3.6930
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		64450661	70.2055	62070526	2380135	96.3070	3.6930
Public Non Institutions	E-Voting	43080187	5988458	13.9007	5982088	6370	99.8936	0.1064
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5988458	13.9007	5982088	6370	99.8936	0.1064
Total		238663700	174218578	72.9975	171832073	2386505	98.6302	1.3698

