



Date: September 30, 2023

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**

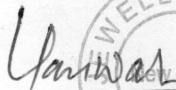
**Sub.: Details of Voting Results at the 18<sup>th</sup> Annual General Meeting & Scrutinizer's Report**

Dear Sir / Ma'am,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find enclosed herewith details of the voting results at the 18<sup>th</sup> Annual General Meeting of the Company held on September 30, 2023 through Video Conferencing / Other Audio Visual Means. The Scrutinizer's Report is also enclosed herewith.

This is for your information and records.

Yours faithfully,  
For **PC Jeweller Limited**

  
(VIJAY PANWAR)  
Company Secretary

**Encl.:** As above

**PC Jeweller Limited**

**REGD. & CORPORATE OFF : C - 54, PREET VIHAR, VIKAS MARG, DELHI - 110 092 PH. : 011 - 49714971 FAX : 011 - 49714972**

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



**DETAILS OF VOTING RESULTS AT THE 18<sup>TH</sup> ANNUAL GENERAL MEETING (AGM) OF THE COMPANY**

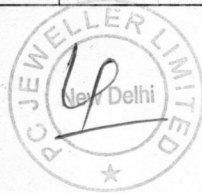
<b>Date of the AGM</b>	September 30, 2023
<b>Total number of shareholders on record—date Cut-off date i.e. September 23, 2023</b>	230542
<b>No. of shareholders present in the meeting either in person or through proxy:</b> Promoters and Promoter Group Public	Not Applicable
<b>No. of shareholders attended the meeting through Video Conferencing:</b> Promoters and Promoter Group Public	3 81

**Agenda-wise disclosure:**

**Item No.1: To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2023, the reports of the Board of Directors and Statutory Auditor thereon and the audited consolidated financial statements of the Company for the financial year ended March 31, 2023 and the report of Statutory Auditor thereon.**

Resolution required: (Ordinary/Special)	Ordinary
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	253800096	99.9994	253800096	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	253801596	253800096	99.9994	253800096	0	100.0000	0.0000
Public – Institutions	E-Voting	10947058	1838836	16.7975	86262	1752574	4.6911	95.3089
	Poll		0	0	0	0	0	0
	Total	10947058	1838836	16.7975	86262	1752574	4.6911	95.3089
Public – Non Institutions	E-Voting		957083	0.4770	851497	105586	88.9679	11.0321
	Poll	200655242	485925	0.2422	206314	279611	42.4580	57.5420
	Total	200655242	1443008	0.7191	1057811	385197	73.3060	26.6940
<b>Total</b>		<b>465403896</b>	<b>257081940</b>	<b>55.2385</b>	<b>254944169</b>	<b>2137771</b>	<b>99.1684</b>	<b>0.8316</b>



**PC Jeweller Limited**

**REGD. & CORPORATE OFF : C - 54, PREET VIHAR, VIKAS MARG, DELHI - 110 092 PH. : 011 - 49714971 FAX : 011 - 49714972**

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Item No. 2: To appoint a Director in place of Shri Ramesh Kumar Sharma (DIN: 01980542), who retires by rotation and being eligible, offers himself for re-appointment.

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

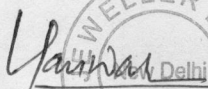
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	253801596	253800096	99.9994	253800096	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	253801596	253800096	99.9994	253800096	0	100.0000	0.0000
Public – Institutions	E-Voting	10947058	1888057	17.2472	281090	1606967	14.8878	85.1122
	Poll		0	0	0	0	0	0
	Total	10947058	1888057	17.2472	281090	1606967	14.8878	85.1122
Public – Non Institutions	E-Voting		956870	0.4769	839969	116901	87.7830	12.2170
	Poll	200655242	485925	0.2422	206314	279611	42.4580	57.5420
	Total	200655242	1442795	0.7190	1046283	396512	72.5178	27.4822
<b>Total</b>		<b>465403896</b>	<b>257130948</b>	<b>55.2490</b>	<b>255127469</b>	<b>2003479</b>	<b>99.2208</b>	<b>0.7792</b>

Item No. 3: To appoint Statutory Auditor and fix their remuneration.

Resolution required: (Ordinary/Special)	Ordinary
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	253800096	99.9994	253800096	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	253801596	253800096	99.9994	253800096	0	100.0000	0.0000
Public – Institutions	E-Voting	10947058	1888057	17.2472	1801795	86262	95.4312	4.5688
	Poll		0	0	0	0	0	0
	Total	10947058	1888057	17.2472	1801795	86262	95.4312	4.5688
Public – Non Institutions	E-Voting		956970	0.4769	852627	104343	89.0965	10.9035
	Poll	200655242	485925	0.2422	206314	279611	42.4580	57.5420
	Total	200655242	1442895	0.7191	1058941	383954	73.3900	26.6100
<b>Total</b>		<b>465403896</b>	<b>257131048</b>	<b>55.2490</b>	<b>256660832</b>	<b>470216</b>	<b>99.8171</b>	<b>0.1829</b>

For PC Jeweller Limited

  
(VIJAY PANWAR)  
Company Secretary

## **Scrutinizer's Report**

[Pursuant to Section 108 of the Companies Act, 2013 read with the  
Companies (Management and Administration) Rules, 2014 as amended]

To,  
**The Chairman/ Managing Director,**  
PC Jeweller Limited  
C – 54,  
Preet Vihar,  
Vikas Marg,  
Delhi - 110092

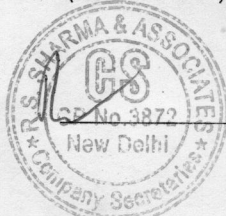
**Subject: Consolidated Scrutinizer's Report on remote e-voting and e-voting at the 18<sup>th</sup> Annual General Meeting of PC Jeweller Limited held on 30<sup>th</sup> September, 2023 at 11:00 A.M. (IST) through Video Conferencing / Other Audio Visual Means**

Dear Sir,

I, Randhir Singh Sharma, Practicing Company Secretary, Delhi, was appointed as the Scrutinizer to scrutinize the remote e-voting and e-voting at the 18<sup>th</sup> Annual General Meeting (“AGM”) of PC Jeweller Limited (the “Company”), carried out pursuant to Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”) on the resolutions set forth in the Notice of the 18<sup>th</sup> AGM of the Company held on Saturday, 30<sup>th</sup> September, 2023, at 11:00 A.M. (IST) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”), in a fair and transparent manner. The deemed venue of the AGM was the registered office of the Company.

I submit my report as under:

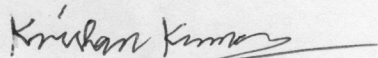
- 1) In accordance with Ministry of Corporate Affairs General Circular No. 10/2022 dated December 28, 2022 read with the circulars issued earlier in this regard (collectively referred to as “MCA Circulars”) the Company held its 18<sup>th</sup> AGM through VC / OAVM, without the physical presence of Members at a common venue.
- 2) In compliance with MCA Circulars and SEBI Circular SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5<sup>th</sup> January, 2023, Notice of the 18<sup>th</sup> AGM along with Annual Report 2022-23 was sent by the Company only by electronic mode to those Members whose e-mail address was registered with Depository Participants / Company / Registrar & Transfer Agent - KFin Technologies Limited (“KFinTech”). The Company had completed their dispatch on 8<sup>th</sup> September, 2023.



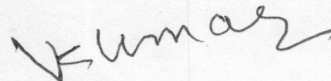
**R S SHARMA & ASSOCIATES**  
**COMPANY SECRETARIES**

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- 3) Saturday, 23<sup>rd</sup> September, 2023 was fixed as the **Cut-off date**. Only those Members, whose names appeared in the Register of Members / List of Beneficial Owners as on the Cut-off date were entitled to vote (through remote e-voting and e-voting at the AGM) on the resolutions (Item Nos. 1 to 3) set forth in the Notice of 18<sup>th</sup> AGM and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off date.
- 4) The total paid-up equity share capital of the Company as on the Cut-off date was Rs. 465,40,38,960/- divided into 46,54,03,896 equity shares of Rs. 10/- each, fully paid-up.
- 5) The Company had engaged the services of KFintech, as the Agency, for participation of Members in the 18<sup>th</sup> AGM through VC / OAVM, facility for remote e-voting and e-voting at the AGM.
- 6) The remote e-voting commenced at 9:00 A.M. (IST) on Wednesday, 27<sup>th</sup> September, 2023 and ended at 5:00 P.M. (IST) on Friday, 29<sup>th</sup> September, 2023.
- 7) Members who were present in the 18<sup>th</sup> AGM through VC / OAVM and have not casted their votes through remote e-voting and were not otherwise barred from doing so were allowed to vote through e-voting at the AGM.
- 8) After the conclusion of e-voting at the 18<sup>th</sup> AGM, the votes cast through remote e-voting and e-voting at the AGM were unblocked in the presence of Shri Krishan Kumar and Shri Vinod Kumar, who are not in the employment of the Company, and who have signed below as witnesses:

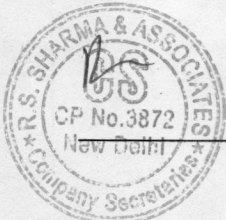


**Name: KRISHAN KUMAR**  
**Address: 107A, DDA Flats, Gulabi Bagh,**  
**Delhi**



**Name: VINOD KUMAR**  
**Address: 107C, DDA Flats, Gulabi Bagh,**  
**Delhi**

- 9) 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 the Members and no. of shares held by them etc.
- 10) 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.
- 11) Based on the reports generated from e-voting system provided by KFintech, the summary of voting details (remote e-voting and e-voting at the AGM) on the resolutions (Item Nos.: 1 to 3) set forth in the Notice of the 18<sup>th</sup> AGM, are as follows:



**R S SHARMA & ASSOCIATES  
COMPANY SECRETARIES**

Item No. 1 - To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2023, the reports of the Board of Directors and Statutory Auditor thereon and the audited consolidated financial statements of the Company for the financial year ended March 31, 2023 and the report of Statutory Auditor thereon.

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
A) Remote e-voting	377	254737885	99.0882
B) E-voting at the AGM (Instapoll)	4	206314	0.0802
<b>Total (A+B)</b>	<b>381</b>	<b>254944169</b>	<b>99.1684</b>

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
A) Remote e-voting	49	1858160	0.7228
B) E-voting at the AGM (Instapoll)	6	279611	0.1088
<b>Total (A+B)</b>	<b>55</b>	<b>2137771</b>	<b>0.8316</b>

c) Invalid votes:

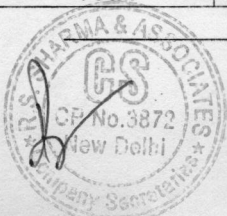
Mode of voting	Promoter and Promoter Group		Public – Institutions		Public – Non Institutions	
	Number of Members	Invalid votes	Number of Members	Invalid votes	Number of Members	Invalid votes
A) Remote e-voting	0	0	1	49221	12	22569
B) E-voting at the AGM (Instapoll)	0	0	0	0	0	0
<b>Total (A+B)</b>	<b>0</b>	<b>0</b>	<b>1</b>	<b>49221</b>	<b>12</b>	<b>22569</b>

Notes: 1) 13 members having 71790 shares abstained from voting.  
2) Invalid votes indicate abstained from voting.

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	253800096	99.9994	253800096	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>253801596</b>	<b>253800096</b>	<b>99.9994</b>	<b>253800096</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public – Institutions	E-Voting	10947058	1838836	16.7975	86262	1752574	4.6911	95.3089
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>10947058</b>	<b>1838836</b>	<b>16.7975</b>	<b>86262</b>	<b>1752574</b>	<b>4.6911</b>	<b>95.3089</b>
Public – Non Institutions	E-Voting	200655242	957083	0.4770	851497	105586	88.9679	11.0321
	Poll		485925	0.2422	206314	279611	42.4580	57.5420
	<b>Total</b>	<b>200655242</b>	<b>1443008</b>	<b>0.7191</b>	<b>1057811</b>	<b>385197</b>	<b>73.3060</b>	<b>26.6940</b>
<b>Total</b>		<b>465403896</b>	<b>257081940</b>	<b>55.2385</b>	<b>254944169</b>	<b>2137771</b>	<b>99.1684</b>	<b>0.8316</b>

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



**R S SHARMA & ASSOCIATES  
COMPANY SECRETARIES**

Item No. 2 - To appoint a Director in place of Shri Ramesh Kumar Sharma (DIN: 01980542), who retires by rotation and being eligible, offers himself for re-appointment.

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
A) Remote e-voting	366	254921155	99.1406
B) E-voting at the AGM (Instapoll)	4	206314	0.0802
<b>Total (A+B)</b>	<b>370</b>	<b>255127469</b>	<b>99.2208</b>

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
A) Remote e-voting	59	1723868	0.6704
B) E-voting at the AGM (Instapoll)	6	279611	0.1087
<b>Total (A+B)</b>	<b>65</b>	<b>2003479</b>	<b>0.7792</b>

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
A) Remote e-voting	0	0	0	0	14	22802
B) E-voting at the AGM (Instapoll)	0	0	0	0	0	0
<b>Total (A+B)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>14</b>	<b>22802</b>

Notes: 1) 14 members having 22802 shares abstained from voting.

2) Invalid votes indicate abstained from voting.

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	253800096	99.9994	253800096	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>253801596</b>	<b>253800096</b>	<b>99.9994</b>	<b>253800096</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public – Institutions	E-Voting	10947058	1888057	17.2472	281090	1606967	14.8878	85.1122
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>10947058</b>	<b>1888057</b>	<b>17.2472</b>	<b>281090</b>	<b>1606967</b>	<b>14.8878</b>	<b>85.1122</b>
Public – Non Institutions	E-Voting	200655242	956870	0.4769	839969	116901	87.7830	12.2170
	Poll		485925	0.2422	206314	279611	42.4580	57.5420
	<b>Total</b>	<b>200655242</b>	<b>1442795</b>	<b>0.7190</b>	<b>1046283</b>	<b>396512</b>	<b>72.5178</b>	<b>27.4822</b>
<b>Total</b>		<b>465403896</b>	<b>257130948</b>	<b>55.2490</b>	<b>255127469</b>	<b>2003479</b>	<b>99.2208</b>	<b>0.7792</b>



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PH. NO.: 23652660

**R S SHARMA & ASSOCIATES  
COMPANY SECRETARIES**

Item No. 3 - To appoint Statutory Auditor and fix their remuneration.

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
A) Remote e-voting	387	256454518	99.7369
B) E-voting at the AGM (Instapoll)	4	206314	0.0802
<b>Total (A+B)</b>	<b>391</b>	<b>256660832</b>	<b>99.8171</b>

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
A) Remote e-voting	39	190605	0.0741
B) E-voting at the AGM (Instapoll)	6	279611	0.1087
<b>Total (A+B)</b>	<b>45</b>	<b>470216</b>	<b>0.1829</b>

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
A) Remote e-voting	0	0	0	0	13	22762
B) E-voting at the AGM (Instapoll)	0	0	0	0	0	0
<b>Total (A+B)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>13</b>	<b>22762</b>

Notes: 1) 13 members having 22762 shares abstained from voting.  
2) Invalid votes indicate abstained from voting.

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	253800096	99.9994	253800096	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>253801596</b>	<b>253800096</b>	<b>99.9994</b>	<b>253800096</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public – Institutions	E-Voting	10947058	1888057	17.2472	1801795	86262	95.4312	4.5688
	Poll		0	0	0	0	0	0
	<b>Total</b>	<b>10947058</b>	<b>1888057</b>	<b>17.2472</b>	<b>1801795</b>	<b>86262</b>	<b>95.4312</b>	<b>4.5688</b>
Public – Non Institutions	E-Voting	200655242	956970	0.4769	852627	104343	89.0965	10.9035
	Poll		485925	0.2422	206314	279611	42.4580	57.5420
	<b>Total</b>	<b>200655242</b>	<b>1442895</b>	<b>0.7191</b>	<b>1058941</b>	<b>383954</b>	<b>73.3900</b>	<b>26.6100</b>
<b>Total</b>		<b>465403896</b>	<b>257131048</b>	<b>55.2490</b>	<b>256660832</b>	<b>470216</b>	<b>99.8171</b>	<b>0.1829</b>



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PH. NO.: 23652660



**R S SHARMA & ASSOCIATES  
COMPANY SECRETARIES**

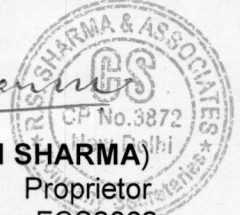
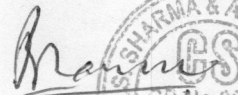
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12) From the voting details, as mentioned in this report, it is clear that the resolutions (Item Nos. 1 to 3) set forth in the Notice of the 18<sup>th</sup> AGM have been passed with the requisite majority.

13) Based on this Report, you may accordingly declare the result of the resolutions (Item Nos. 1 to 3) set forth in the Notice of the 18<sup>th</sup> AGM, as duly passed.

14) 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.

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





**(RANDHIR SINGH SHARMA)**  
Proprietor

Mem. No.: FCS2062

CP No.: 3872

UDIN: F002062E001146471

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



**(BALRAM GARG)**

Chairman of the meeting / Managing Director

DIN: 00032083

Date: 30/09/2023  
Place: Delhi