



**PRICOL LIMITED**

*Passion to Excel*

109, Race Course,  
Coimbatore 641018, India

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+91 422 4336299

city@pricol.co.in

pricol.com

CIN: L34200TZ2011PLC022194

PL/SEC/TGT/2020-21/045  
Friday, September 18, 2020

▲ CUSTOMERS ▲ EMPLOYEES ▲ SHAREHOLDERS ▲ SUPPLIERS

Corporate Relationship Department <b>BSE Limited</b> 1 <sup>st</sup> Floor, New Trading Ring Rotunda Building, P J Towers, Dalal Street, Fort, Mumbai - 400001	Listing Department <b>National Stock Exchange of India Limited</b> “Exchange Plaza”, C-1, Block G Bandra-Kurla Complex, Bandra (E), Mumbai – 400051
<b>Scrip Code : 540293</b>	<b>Scrip Code : PRICOLLTD</b>

Dear Sir,

**Sub: 9<sup>th</sup> Annual General Meeting – (1) AGM Voting results (2) Report of the Scrutiniser**

We wish to inform you that the members of the Company at the 9<sup>th</sup> Annual General Meeting held on 16<sup>th</sup> September, 2020 through Video Conference (VC) / Other Audio Visual Means (OVAM) have approved the business(es) mentioned in the notice of the 9<sup>th</sup> AGM dated 29<sup>th</sup> July, 2020.

In this regard we are enclosing the following:

- Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- Report of the Scrutiniser dated 17<sup>th</sup> September 2020, pursuant to section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.

We request you to kindly take the same on record and acknowledge receipt.

Thanking you,

Yours faithfully,  
For **Pricol Limited**

  
**T.G.Thamizhanban**  
**Company Secretary**  
**ICSI M.No: F7897**



Encl: as above



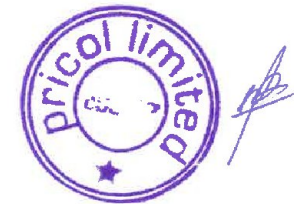
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Validate

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Consider and adopt Audited Financial Stetments, Reports of Board of Directors and Auditors				
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		34625876	100.0000	34625876	0	100.0000	0.0000
	Poll	34625876						
	Postal Ballot (if applicable)							
	<b>Total</b>	34625876	34625876	100.0000	34625876	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	7615511						
	Postal Ballot (if applicable)							
	<b>Total</b>	7615511	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		863997	1.6440	655493	208504	75.8675	24.1325
	Poll	52555334						
	Postal Ballot (if applicable)							
	<b>Total</b>	52555334	863997	1.6440	655493	208504	75.8675	24.1325
<b>Total</b>		94796721	35489873	37.4379	35281369	208504	99.4125	0.5875
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

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



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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mrs.Vanitha Mohan as 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	34625876	34625876	100.0000	34625876	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		34625876	34625876	100.0000	34625876	0	100.0000
Public- Institutions	E-Voting	17626223	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		17626223	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	42544622	2954774	6.9451	72107	2882667	2.4404	97.5596
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		42544622	2954774	6.9451	72107	2882667	2.4404
<b>Total</b>		94796721	37580650	39.6434	34697983	2882667	92.3294	7.6706
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

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



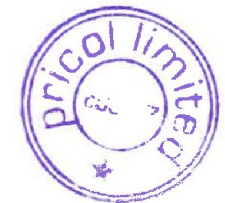
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Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mrs.Sriya Chari as Director				
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		34625876	100.0000	34625876	0	100.0000	0.0000
	Poll	34625876						
	Postal Ballot (if applicable)							
	<b>Total</b>	34625876	34625876	100.0000	34625876	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	17626223						
	Postal Ballot (if applicable)							
	<b>Total</b>	17626223	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		8215300	19.3098	72057	8143243	0.8771	99.1229
	Poll	42544622						
	Postal Ballot (if applicable)							
	<b>Total</b>	42544622	8215300	19.3098	72057	8143243	0.8771	99.1229
<b>Total</b>		94796721	42841176	45.1927	34697933	8143243	80.9920	19.0080
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

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





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Validate

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Cost Auditor Remuneration				
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		34625876	100.0000	34625876	0	100.0000	0.0000
	Poll	34625876						
	Postal Ballot (if applicable)							
	<b>Total</b>	34625876	34625876	100.0000	34625876	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	17626223						
	Postal Ballot (if applicable)							
	<b>Total</b>	17626223	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		5794584	13.6200	419742	5374842	7.2437	92.7563
	Poll	42544622						
	Postal Ballot (if applicable)							
	<b>Total</b>	42544622	5794584	13.6200	419742	5374842	7.2437	92.7563
<b>Total</b>		94796721	40420460	42.6391	35045618	5374842	86.7027	13.2973
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

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

**CERTIFIED TRUE COPY**  
for pricol limited

*T.G. Thamizhanban*  
T.G. Thamizhanban  
Company Secretary  
ICSI Membership No. F7897





# P. Eswaramoorthy and Company

Company Secretaries

ES P. Eswaramoorthy B.Sc., LLB., FCS.,

## SCRUTINIZER'S REPORT FOR REMOTE E-VOTING AND E-VOTING DURING AGM

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"))

To

The Chairman  
9<sup>th</sup> Annual General Meeting (AGM) of the Equity  
Shareholders of **Pricol Limited** held on Wednesday, September 16, 2020,  
at 3:00 p.m. IST through Video Conferencing ("VC") / Other Audio Visual  
Means ("OAVM").

Dear Sir,

I, P.Eswaramoorthy, Proprietor, P.Eswaramoorthy and Company, Company Secretaries having office at 44 & 44/1, 5<sup>th</sup> Street, Ramalinga Jothi Nagar, Near Corporation Office, Nanjundapuram Road, Ramanathapuram, Coimbatore - 641 045, Tamil Nadu, India has been appointed as a Scrutinizer of **M/s. Pricol Limited** ("the Company") for the purpose of Scrutinizing the e-voting process (remote e-voting) and electronic voting (e-voting) during the AGM in a fair and transparent manner and ascertaining the requisite majority as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), and in compliance with framework issued by the Ministry of Corporate Affairs through its Circular No.20/2020 dated 05<sup>th</sup> May, 2020 read with Circular No. 14/2020 dated 08<sup>th</sup> April, 2020 and Circular No.17/2020 dated 13<sup>th</sup> April, 2020 to scrutinise on the below mentioned resolution(s), at the 9<sup>th</sup> Annual General Meeting of the Equity Shareholders of Pricol Limited, held on Wednesday, the 16<sup>th</sup> day of September, 2020 at 3.00 PM through VC/OVAM, submit my report as under:

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) during the AGM on the resolutions proposed in the Notice of the 9<sup>th</sup> Annual General Meeting of the company is the responsibility of the management.



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No.44 & 44/1, 5<sup>th</sup> Street, Ramalinga Jothi Nagar, Near Corporation Office, Nanjundapuram Road,  
Ramanathapuram, Coimbatore - 641 045. ☎ 0422 - 2322333

✉ eswarfcs@gmail.com, eswaracs@gmail.com

My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means (by remote e-voting) and electronic voting (e-voting) during the Annual General Meeting in a fair and transparent manner and to furnish a consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic means (by remote e-voting) and electronic voting (e-voting) provided by National Securities Depository Limited (NSDL) on the 9<sup>th</sup> Annual General Meeting.

I submit my report as under:-

1. The remote e-voting period remained open from 12<sup>th</sup> September, 2020 (9.00 A.M IST) to 15<sup>th</sup> September, 2020 (5.00 P.M IST).
2. The Shareholders holding shares as on the "Cut off." date i.e., 9<sup>th</sup> September, 2020 were entitled to vote on the proposed resolutions (Item No. 1 to 4 as set out in the notice of the 9<sup>th</sup> Annual General Meeting of the Company).
3. During the proceedings of the meeting, the shareholders present through VC/OVAM voted through the e-voting facility provided by NSDL. As per the information given by the company, the names of the shareholders who had voted by remote e-voting had been blocked and only those members who were present at the AGM through VC and who had not voted by remote e-voting were allowed to cast their votes through e-voting systems during the Annual General Meeting.
4. The details containing, inter- alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e voting website of National Securities Depository Limited (NSDL) (<https://www.evoting.nsdl.com>).
5. Based on the data downloaded from the Official website of NSDL for the remote e-voting system and on the basis of the report furnished to us by them on the electronic voting system, I now submit my Consolidated report (Remote e-voting, electronic voting system) are as under:





**ORDINARY BUSINESS:**

**ITEM NO.1**

**ORDINARY RESOLUTION**

ADOPTION OF FINANCIAL STATEMENTS AND REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS.

**(i) VOTES CAST IN FAVOUR OF THE RESOLUTION**

<b>MODE OF VOTING</b>	<b>NUMBER OF MEMBERS VOTED</b>	<b>NUMBER OF VOTES CAST</b>	<b>PERCENTAGE OF VOTES CAST</b>
Remote E-Voting	107	3,52,81,338	
e-Voting in AGM	2	31	
<b>Total</b>	<b>109</b>	<b>3,52,81,369</b>	<b>99.4125</b>

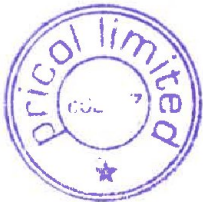
**(ii) VOTES CAST AGAINST THE RESOLUTION**

<b>MODE OF VOTING</b>	<b>NUMBER OF MEMBERS VOTED</b>	<b>NUMBER OF VOTES CAST</b>	<b>PERCENTAGE OF VOTES CAST</b>
Remote E-Voting	13	2,08,504	
e-Voting in AGM	0	0	
<b>Total</b>	<b>13</b>	<b>2,08,504</b>	<b>0.5875</b>

**(iii) INVALID VOTES**

<b>MODE OF VOTING</b>	<b>NUMBER OF MEMBERS VOTED</b>	<b>NUMBER OF VOTES CAST</b>
Remote E-Voting	Nil	Nil
e-Voting in AGM	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>

**Based on the aforesaid results, the Ordinary Resolution as contained in Item No.1 has been passed with the requisite majority.**





**ITEM NO. 2**

**ORDINARY RESOLUTION**

REAPPOINTMENT OF MRS. VANITHA MOHAN, AS DIRECTOR

**(i) VOTES CAST IN FAVOUR OF THE RESOLUTION**

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF VOTES CAST
Remote E-Voting	99	3,46,97,952	
e-Voting in AGM	2	31	
<b>Total</b>	<b>101</b>	<b>3,46,97,983</b>	<b>92.3294</b>

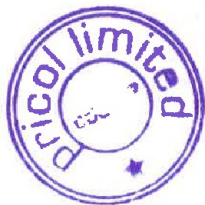
**(ii) VOTES CAST AGAINST THE RESOLUTION**

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF VOTES CAST
Remote E-Voting	29	28,82,667	
e-Voting in AGM	0	0	
<b>Total</b>	<b>29</b>	<b>28,82,667</b>	<b>7.6706</b>

**(iii) INVALID VOTES**

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST
Remote E-Voting	Nil	Nil
e-Voting in AGM	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>

**Based on the aforesaid results, the Ordinary Resolution as contained in Item No.2 has been passed with the requisite majority.**



**SPECIAL BUSINESS:**

**ITEM NO. 3**

**SPECIAL RESOLUTION**

REAPPOINTMENT OF MRS. SRIYA CHARI, AS AN INDEPENDENT DIRECTOR.

**(i) VOTES CAST IN FAVOUR OF THE RESOLUTION**

<b>MODE OF VOTING</b>	<b>NUMBER OF MEMBERS VOTED</b>	<b>NUMBER OF VOTES CAST</b>	<b>PERCENTAGE OF VOTES CAST</b>
Remote E-Voting	98	3,46,97,902	
e-Voting in AGM	2	31	
<b>Total</b>	<b>100</b>	<b>3,46,97,933</b>	<b>80.9920</b>

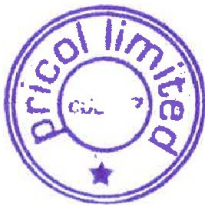
**(ii) VOTES CAST AGAINST THE RESOLUTION**

<b>MODE OF VOTING</b>	<b>NUMBER OF MEMBERS VOTED</b>	<b>NUMBER OF VOTES CAST</b>	<b>PERCENTAGE OF VOTES CAST</b>
Remote E-Voting	36	81,43,243	
e-Voting in AGM	0	0	
<b>Total</b>	<b>36</b>	<b>81,43,243</b>	<b>19.0080</b>

**(iii) INVALID VOTES**

<b>MODE OF VOTING</b>	<b>NUMBER OF MEMBERS VOTED</b>	<b>NUMBER OF VOTES CAST</b>
Remote E-Voting	Nil	Nil
e-Voting in AGM	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>

**Based on the aforesaid results, the Special Resolution as contained in Item No.3 has been passed with the requisite majority.**



**ITEM NO. 4**

**ORDINARY RESOLUTION**

RATIFICATION OF REMUNERATION PAYABLE TO COST AUDITOR

**(i) VOTES CAST IN FAVOUR OF THE RESOLUTION**

<b>MODE OF VOTING</b>	<b>NUMBER OF MEMBERS VOTED</b>	<b>NUMBER OF VOTES CAST</b>	<b>PERCENTAGE OF VOTES CAST</b>
Remote E-Voting	104	3,50,45,587	
e-Voting in AGM	2	31	
<b>Total</b>	<b>106</b>	<b>3,50,45,618</b>	<b>86.7027</b>

**(ii) VOTES CAST AGAINST THE RESOLUTION**

<b>MODE OF VOTING</b>	<b>NUMBER OF MEMBERS VOTED</b>	<b>NUMBER OF VOTES CAST</b>	<b>PERCENTAGE OF VOTES CAST</b>
Remote E-Voting	26	53,74,842	
e-Voting in AGM	0	0	
<b>Total</b>	<b>26</b>	<b>53,74,842</b>	<b>13.2973</b>

**(iii) INVALID VOTES**

<b>MODE OF VOTING</b>	<b>NUMBER OF MEMBERS VOTED</b>	<b>NUMBER OF VOTES CAST</b>
Remote E-Voting	Nil	Nil
e-Voting in AGM	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>

**Based on the aforesaid results, the Ordinary Resolution as contained in Item No.4 has been passed with the requisite majority.**



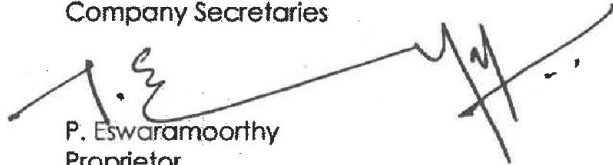


1. All electronic data and relevant records of voting will remain in my safe custody until the Chairman considers, approves and signs the minutes of the 9<sup>th</sup> Annual General Meeting and the same will be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking You,

Yours faithfully,

For P.Eswaramoorthy and Company  
Company Secretaries



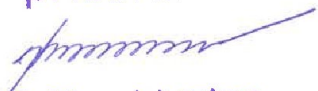
P. Eswaramoorthy  
Proprietor  
FCS No. 6510, COP. 7069

Date: 17.09.2020  
Place: Coimbatore

UDIN: F006510B000727263



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for pricol limited



T.G. Thamizhanban  
Company Secretary  
ICSI Membership No. F7897

