



CIN : L24232MP1983PLC002320

# PANJON<sup>®</sup> LIMITED

Date: 3<sup>rd</sup> October, 2023

To,  
The Secretary  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai- 400001

SCRIP CODE: 526345

SUB: PANJONLIMITED: SCRUTINIZER'S REPORT AND VOTING RESULTS OF 40<sup>TH</sup> ANNUAL GENERAL MEETING AND SCRUTINIZER'S REPORT

Dear Sir/Madam,

We wish to inform that the 40<sup>th</sup> Annual General Meeting ('AGM') of the Panjon Limited ('Company') was held on Saturday, September 30, 2023 at 12:30 p.m. (IST) at registered office of the Company. The Company had provided remote e-Voting facility to its Members for voting on the businesses transacted at the AGM.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') We enclosed herewith the consolidated outcome of voting along with Scrutinizer report held through remote e-Voting and Voting conducted at the 40<sup>th</sup> AGM of the Company. The Company had appointed Practising Company Secretary Parul Dwivedi (Membership No. FCS F12310 CP No. 20933) from M/s. Parul Dwivedi & Associates as the Scrutinizer for remote e-Voting and Voting conducted at the AGM. As per the Scrutinizer's Report, all Resolutions as set out in the Notice of 40<sup>th</sup> AGM have been duly approved by the Members with requisite majority.

We request you to take the above information on record.

Thanking you

Yours faithfully

For Panjon Limited,  
For Panjon Limited;

  
Jay Kothari Director

Managing Director  
(DIN: 00572543)



01, Panjon Farm House, Near Hinkargiri Jain Tirth,  
Airport- Bijasan Road, Indore 452005 (M.P.) INDIA  
Phone : +91-731-2622503, +91 9300008787  
Website: [www.panjon.in](http://www.panjon.in) • E-mail: [info@panjon.in](mailto:info@panjon.in)



# PARUL DWIVEDI & ASSOCIATES

## COMPANY SECRETARIES

### Form No. MGT-13 SCRUTINIZER'S REPORT

(Consolidated report on remote e-voting and voting through electronic means and physical voting)

[Pursuant to Section 108 and Section 109 of the Companies Act, 2013 read with Rule 20, 21(2) of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and voting through electronic system provided in terms of circular issued by the Ministry of Corporate Affairs]

To,  
The Chairman  
Panjon Limited  
1, Panjon Farm House, Near Hinkargiri Tirth,  
Airport Bijasan Road Indore MP 452005 IN

Dear Sir,

**Sub:** E-voting and poll results for the 40<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of Panjon Limited held on Saturday **30<sup>th</sup> Day of September, 2023 at 12:30 P.M.** at the registered office of the company situated at 1, Panjon Farm House, Near Hinkargiri Tirth, Airport Bijasan Road Indore MP 452005 India.

I **Parul Dwivedi**, proprietor **Parul Dwivedi & Associates, Company Secretaries, Indore** appointed as Scrutinizer for the purpose of scrutinizing the remote e-voting process pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and also scrutinizing voting through electronic system during the 40<sup>th</sup> Annual General Meeting of the Company held on Saturday, 30<sup>th</sup> September, 2023 at 12:30 P.M. (IST) at the registered office of the company situated at 1, Panjon Farm House, Near Hinkargiri Tirth, Airport Bijasan Road Indore MP 452005 India.

1. The notice dated August 31, 2023 along with statement setting out material facts under section 102 of the Companies Act, 2013, were sent to those members who's email address are registered with the Company/depository participant, in compliance with the Circulars issued by the Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India No. 14/2020, 17 /2020 and 20/2020 dated 8 April 2020, 13 April 2020 and 5 May 2020 read with SEBI circular dated 12 May 2020 and 15 January 2021 respectively.

2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through remote e-voting and voting through electronic system at the Annual General Meeting for the resolutions proposed in the notice of the 40<sup>th</sup> Annual General Meeting of the members of the Company. My responsibility as Scrutinizer to scrutinize the remote e-voting process and voting through electronic system at the Annual General Meeting in a fair and transparent manner and also responsible to make a consolidated Scrutinizer's Report of the total votes cast "in **favour**" or "in **against**" on the resolutions stated below.

3. The Company has availed the e-voting facility offered by National Securities Depository Limited (hereinafter referred to as "NSDL") for providing remote e-voting and e-voting during the AGM to the members.



Address: G2, Narmada Avenue Plot No. E1, Scheme No. 103 KesarBagh Road,  
Indore (M.P.) 452012 Ph. No. 9575260699, 8839346480, Email Id:  
csparuldwivedi@gmail.com



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## COMPANY SECRETARIES

- The members who were on record of the Company as on the "Cut-off" date i.e.; Saturday, 23<sup>rd</sup> day of September, 2023 were entitled to vote on the resolutions as set out in the notice of the 40<sup>th</sup> Annual General Meeting of the Company.
- In accordance with the notice of the 40<sup>th</sup>- Annual General Meeting sent to the members and the advertisement published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 the remote e-voting opened at 09:00 AM on Wednesday, 27<sup>th</sup> day of September, 2023 and remained opened up to 5:00 P.M. on Friday, 29<sup>th</sup> day of September, 2023.
- At the end of the voting period on Friday, 29<sup>th</sup> day of September, 2023 at 5:00 P.M., the voting portal of the National Securities Depository Limited (NSDL) was blocked forthwith.
- At the 40<sup>th</sup> Annual General Meeting, the facility for voting through e-voting system is available for all those members, who attended the meeting and did not cast their votes by remote e-voting and otherwise not barred from doing so.
- The votes cast through remote e-voting and voting through e-voting system at the Annual General Meeting were unblocked on 30<sup>th</sup> September, 2023 at 02:30 P.M. after the conclusion of the Annual General Meeting in the presence of two Witness Ms. Nidhi Kasture and Ms. Bharti Singh, who are not in the employment of the Company.
- Based on the data downloaded from the official website of the National Securities Depository Limited (NSDL), the agency authorized and engaged by the Company to provide remote e-voting and voting through electronic system at the 40<sup>th</sup> Annual General Meeting, the Consolidated Report on the results of voting on each resolution are given hereunder:

The brief analysis of the results of remote e-voting and voting through electronic system are as under:

### "VOTING RESULTS"

#### ORDINARY BUSINESS:

#### **Resolution 1: Adoption of Financial Statement for the year ended 31<sup>st</sup> March, 2023**

	Type of Votes	Votes in Favor of Resolution		Votes against the Resolution		Invalid Votes	
		No. of shares	(%)	No. of shares	(%)	No. of shares	(%)
<b>Item No. 1 Ordinary Resolution:</b>  To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2023 and the	Total votes cast through remote evoting, voting by electronic means and physical voting during AGM	1,04,93,206	100%	6,400	0%	0	0%



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# PARUL DWIVEDI & ASSOCIATES

## COMPANY SECRETARIES

Reports of the Directors and Auditors thereon.

**Resolution 2: To Appoint a Director in Place of Mrs. Anju Kothari (DIN: 00567422) who Retires by Rotation and being eligible to offers herself for re-appointment.**

	Type of Votes	Votes in Favor of Resolution		Votes against the Resolution		Invalid Votes	
		No. of shares	(%)	No. of shares	(%)	No. of shares	(%)
<b>Item No. 2 Ordinary Resolution:</b>  To Appoint a Director in Place of Mrs. Anju Kothari (DIN: 00567422) Who Retires by Rotation and being eligible to offers herself for re-appointment.	Total votes cast through remote evoting, voting by electronic means and physical voting during AGM	84,63,206	100%	26,400	0%	0	0%

\* 20,10,000 Equity Shares of promoter have not been taken into count being interested in the above resolution.

### SPECIAL BUSINESS:

**Resolution 3: To Consider Regularisation/Appointment of Mr. Athak Mahajan (DIN: 10292097) as a Director (Non- Executive Independent) of the Company**

	Type of Votes	Votes in Favor of Resolution		Votes against the Resolution		Invalid Votes	
		No. of shares	(%)	No. of shares	(%)	No. of shares	(%)
<b>Item No. 3 Special Resolution:</b>  To Consider Regularisation/Appointment of Mr. Athak Mahajan (DIN: 10292097) as a Director (Non- Executive Independent) of The Company	Total votes cast through remote evoting, voting by electronic means and physical voting during AGM	1,04,73,115	100%	26,491	0%	0	0%



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# PARUL DWIVEDI & ASSOCIATES


COMPANY SECRETARIES

**Resolution 4: To Consider Regularisation/Appointment of Mr. Rajiv Kumar (DIN: 10292119) as a Director (Non- Executive Independent) of the Company**

	Type of Votes	Votes in Favor of Resolution		Votes against the Resolution		Invalid Votes	
		No. of shares	(%)	No. of shares	(%)	No. of shares	(%)
<b>Item No. 4 Special Resolution:</b>  To Consider Regularisation/ Appointment of Mr. Rajiv Kumar (DIN: 10292119) as a Director (Non-Executive Independent) of The Company	Total votes cast through remote evoting, voting by electronic means and physical voting during AGM	1,04,73,115	100%	26,491	0%	0	0%

**Resolution 5: To Consider and approve the Increase in Authorized Share Capital of the Company up to Rs. 18,50,00,000/- Under Section 61 of The Companies Act, 2013**

	Type of Votes	Votes in Favor of Resolution		Votes against the Resolution		Invalid Votes	
		No. of shares	(%)	No. of shares	(%)	No. of shares	(%)
<b>Item No. 5 Ordinary Resolution:</b>  To Consider and approve the Increase in Authorized Share Capital of the Company up to Rs. 18,50,00,000/- Under Section 61 of The Companies Act, 2013	Total votes cast through remote e-voting, voting by electronic means and physical voting during AGM	84,45,372	80.43%	20,54,234	19.57%	0	0%



**Resolution 6: To consider the conversion of loan into convertible warrants of the promoter to the company that was used for the purpose of unpaid portion of the convertible warrants To Make It Fully Paid up.**

	Type of Votes	Votes in Favor of Resolution	Votes against the Resolution	Invalid Votes
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# PARUL DWIVEDI & ASSOCIATES

## COMPANY SECRETARIES

		No. of shares	(%)	No. of shares	(%)	No. of shares	(%)
<b>Item No. 6 Special Resolution:</b>  To Consider the conversion of loan into convertible warrants of the promoter to the company that was used for the purpose of unpaid portion of the convertible warrants To Make It Fully Paid up.	Total votes cast through remote evoting, voting by electronic means and physical voting during AGM	84,49,368	80.52%	20,54,325	19.48%	0	0%

\* 20,43,838 Equity Shares of promoter have not been taken into count being interested in the above resolution.

**Resolution 7: Preferential issue of 25,63,532 convertible warrants into equity shares to Mr. Jay Kothari - promoter and director by way of conversion of loan into convertible warrants into equity shares and cash at an issue price of Rs. 15 [Rs. 10/- face value + Rs. 5/- premium per warrant].**

	Type of Votes	Votes in Favor of Resolution		Votes against the Resolution		Invalid Votes	
		No. of shares	(%)	No. of shares	(%)	No. of shares	(%)
<b>Item No. 7 Special Resolution:</b>  Preferential issue of 25,63,532 convertible warrants into equity shares to Mr. Jay Kothari - promoter and director by way of conversion of loan into convertible warrants into equity shares and cash at an issue price of Rs. 15 [Rs. 10/- face value + Rs. 5/- premium per warrant].	Total votes cast through remote evoting, voting by electronic means and physical voting during AGM	84,49,368	80.52%	20,54,325	19.48%	0	0%



\* 20, 10,000 Equity Shares of promoter have not been taken into count being interested in the above resolution.

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# PARUL DWIVEDI & ASSOCIATES

## COMPANY SECRETARIES

All the Resolutions under e-voting and physical voting at AGM shall be deemed to have been passed with the requisite majority.

I hereby confirm that, I am maintaining the data received from the Service Provider electronically in respect of votes cast through remote e-voting and Voting through electronic system by the Members of the Company. I shall be providing these records to you or such other person as authorized by you.

Thanking You.

Issued at Indore dated 03<sup>rd</sup> October, 2023

**For Parul Dwivedi & Associates**  
**Company Secretaries**  
**Membership No.: F12310**  
**COP No.: 20933**  
**UDIN: F012310E001159181**



**CS Parul Dwivedi**  
**(Proprietor)**

**Date: 03/10/2023**  
**Place: Indore**

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