



PIIL:SEC:NSE/BSE:51:2023-24  
August 17, 2023

BSE Limited Corporate Relationship Deptt. PJ Towers, 25 <sup>th</sup> Floor, Dalal Street, Mumbai – 400 001 <b>Code No.523642</b>	National Stock Exchange of India Ltd. Exchange Plaza, Plot No.C/1, G-Block Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 <b>Code No. PIIND</b>
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Dear Sir / Madam,

**Sub: Disclosure of e-Voting results of the 76<sup>th</sup> Annual General Meeting (e-AGM) of PI Industries Limited held on Thursday, August 17, 2023 along with the Scrutinizers Report.**

Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 and Regulation 44 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the e-voting results as **Annexure A** of the 76<sup>th</sup> e-AGM of PI Industries Limited along with the copy of Scrutinizer's Report as **Annexure B**.

Kindly take the same on record.

Thanking you,

Yours faithfully,  
For **PI Industries Limited**

**Sonal Tiwari**  
**Company Secretary**

Encl: As above.

## Annexure A

## VOTING RESULTS

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and adopt the standalone and consolidated financial statements of the Company for the financial year ended March 31, 2023, together with the Board and Auditors' Reports thereon.				
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	69920474	69920474	100.0000	69920474	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	69920474	69920474	100.0000	69920474	0	100.0000	0.0000
Public-Institutions	E-Voting	61106257	52755965	86.3348	52755965	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	61106257	52755965	86.3348	52755965	0	100.0000	0.0000
Public-Non Institutions	E-Voting	20691387	5612737	27.1260	5611632	1105	99.9803	0.0197
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	20691387	5612737	27.1260	5611632	1105	99.9803	0.0197
	<b>Total</b>	<b>151718118</b>	<b>128289176</b>	<b>84.5576</b>	<b>128288071</b>	<b>1105</b>	<b>99.9991</b>	<b>0.0009</b>

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To confirm the payment of Interim Dividend of Rs.4.50 per equity share of face value of Re. 1/- each and to declare Final Dividend on equity shares for the financial year ended March 31, 2023				
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	69920474	69920474	100.0000	69920474	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		69920474	69920474	100.0000	69920474	0	100.0000
Public-Institutions	E-Voting	61106257	54475370	89.1486	54360745	114625	99.7896	0.2104
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		61106257	54475370	89.1486	54360745	114625	99.7896
Public-Non Institutions	E-Voting	20691387	5616623	27.1447	5615517	1106	99.9803	0.0197
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		20691387	5616623	27.1447	5615517	1106	99.9803
	<b>Total</b>	151718118	130012467	85.6934	129896736	115731	99.9110	0.0890

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Arvind Singhal (DIN: 00092425), who retires by rotation and being eligible, offers his candidature for re-appointment.				
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	69920474	69920474	100.0000	69920474	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	69920474	69920474	100.0000	69920474	0	100.0000	0.0000
Public-Institutions	E-Voting	61106257	54475368	89.1486	51810466	2664902	95.1081	4.8919
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	61106257	54475368	89.1486	51810466	2664902	95.1081	4.8919
Public-Non Institutions	E-Voting	20691387	2834853	13.7006	2833460	1393	99.9509	0.0491
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	20691387	2834853	13.7006	2833460	1393	99.9509	0.0491
<b>Total</b>		<b>151718118</b>	<b>127230695</b>	<b>83.8599</b>	<b>124564400</b>	<b>2666295</b>	<b>97.9044</b>	<b>2.0956</b>

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of remuneration to Cost Auditor for the financial year 2023-24				
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		69920474	100.0000	69920474	0	100.0000	0.0000
	Poll	69920474	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	69920474	69920474	100.0000	69920474	0	100.0000	0.0000
Public-Institutions	E-Voting		54421433	89.0603	54421433	0	100.0000	0.0000
	Poll	61106257	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	61106257	54421433	89.0603	54421433	0	100.0000	0.0000
Public-Non Institutions	E-Voting		5612739	27.1260	5611508	1231	99.9781	0.0219
	Poll	20691387	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	20691387	5612739	27.1260	5611508	1231	99.9781	0.0219
	<b>Total</b>	<b>151718118</b>	<b>129954646</b>	<b>85.6553</b>	<b>129953415</b>	<b>1231</b>	<b>99.9991</b>	<b>0.0009</b>

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Payment of remuneration by way of commission to Mr. Narayan K Seshadri (DIN: 00053563), Non-Executive Non Independent Chairperson				
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	69920474	69920474	100.0000	69920474	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		69920474	69920474	100.0000	69920474	0	100.0000
Public-Institutions	E-Voting	61106257	53490993	87.5377	36578805	16912188	68.3831	31.6169
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		61106257	53490993	87.5377	36578805	16912188	68.3831
Public-Non Institutions	E-Voting	20691387	5612552	27.1251	5610842	1710	99.9695	0.0305
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		20691387	5612552	27.1251	5610842	1710	99.9695
	<b>Total</b>	<b>151718118</b>	<b>129024019</b>	<b>85.0419</b>	<b>112110121</b>	<b>16913898</b>	<b>86.8909</b>	<b>13.1091</b>



**A. K. FRIENDS & CO.**

**Company Secretaries**

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Delhi -110092, INDIA, Tel.: (0) +91-11-43601839  
Mob. : +91-92120 00759,99110 00759  
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**Consolidated Scrutinizer's Report**

*Pursuant to Section 108 of the companies Act, 2013 and Rule 20 read with Rule 21 of the Companies (Management and Administration) Rules,2014 as amended from time to time*

To,  
The Chairperson,  
PI Industries Limited,  
(CIN: L24211RJ1946PLC000469)  
Udaisagar Road, Udaipur Rajasthan- 313001

**76<sup>th</sup> Annual General Meeting (e-AGM) of the equity shareholders of PI Industries Limited held on Thursday, August 17, 2023 through Video Conferencing ("VC")/ other Audio-Visual means ("OAVM") commenced at 10:30 A.M. (IST)**

**Re: Consolidated Scrutinizer's Report on electronic voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended till date and in accordance with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir,

I, Ashish Kumar Friends, Practicing Company Secretary, has been appointed as the scrutinizer by the Board of Directors of M/s PI Industries Limited (CIN : L24211RJ1946PLC000469) at its meeting held on May 18, 2023 pursuant to section 108 of the Companies Act, 2013("the Act") read with Rule 20 of the Companies (Management and Administration) Rules,2014, as amended from time to time and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing obligations and Disclosure Requirements) Regulations, 2015 as amended till date.

In view of MCA Circulars and SEBI Circulars issued from time to time, physical attendance of the Members to the AGM venue is not required and accordingly, the AGM of the Company is being held through video conferencing (VC) or other audio visual means (OAVM). The deemed venue for the 76<sup>th</sup> e-AGM was the Registered Office of the Company.

Report on Scrutiny:

- KFin Technologies Limited ('KFin') is the Registrar and Share Transfer Agents ('RTA') of the Company.
- The Company has appointed KFin as the Service Provider, for the purpose of providing the facility of remote e-voting and e-voting to the members of the Company on all the items of the business (both Ordinary and Special businesses) transacted in the 76<sup>th</sup> e-AGM of the Company held on Thursday, August 17, 2023.
- KFin had set up electronic voting facility on their website, <https://evoting.kfintech.com>. The Company had uploaded all the items of the business to be transacted at the 76<sup>th</sup> e-AGM on KFin's website and also on the websites of BSE Limited and National Stock Exchange of India Limited (Stock Exchanges where the equity shares of the Company are listed), to facilitate the members to cast their vote through remote e-voting and e-voting.



- As mentioned in the applicable circulars, the Company has sent through KFin, the notice of the e-AGM along with Integrated Annual Report for the financial year 2022-23 and e-voting details to the members, whose email IDs were made available by the Depositories. The Company had advertised in the newspapers, asking those members who have not provided their email IDs to do so and to the extent, details were provided by the members were considered for sending the notice of the 76<sup>th</sup> e-AGM. A copy of this advertisement was also uploaded on Company's investor section as well disseminated to BSE and National Stock Exchange of India Ltd. The notices sent through e-mail contained the detailed procedure to be followed by the members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and as provided in the Applicable Circulars.
- The cut-off date for the purposes of identifying the members who were entitled to vote on the resolutions placed for approval of the members was August 11, 2023.
- As prescribed in the aforesaid Rules, the remote e-voting facility was kept open for 4 (four) days from Sunday, August 13, 2023 at 9.00 A.M. (IST) to Wednesday, August 16, 2023 at 5.00 P.M (IST).
- The Company completed the dispatch of the notices by email to the members on July 26, 2023.
- The Company also released an advertisement for e-AGM notice in english in 'Financial Express' (All India Edition) newspaper having country-wide circulation on July 28, 2023 and in hindi in 'Pratahkal' in Udaipur on July 28, 2023.
- At the end of the remote e-voting period on Wednesday, August 16, 2023 at 5.00 P.M. (IST), the voting platform was disabled by the service provider i.e., KFin.
- At the 76<sup>th</sup> e-AGM of the Company held through VC, on Thursday, August 17, 2023, the facility to vote electronically (e-voting) was provided to those members who attended the 76<sup>th</sup> e-AGM through VC but could not participate in the remote e-voting to record their votes.
- On Thursday, August 17, 2023, after tabulating the votes cast electronically by the system provided by KFin, the votes cast through remote e-voting facility and e-voting during the 76<sup>th</sup> e-AGM were duly unblocked by me as a Scrutinizer in the presence of two witnesses who are not in employment of the Company, as prescribed in Sub Rule 4(xii) of the said Rule 20.
- The management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules there under and SEBI Listing Regulations.
- My responsibility as the Scrutinizer of the voting process (through e-voting), was restricted to scrutinize the e-voting process (remote e-voting and e-voting during the 76<sup>th</sup> e-AGM), in a fair and transparent manner and to prepare a Consolidated Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the notice, based on the reports generated from the e-voting system provided by KFin.





I now submit my Consolidated Scrutinizer Report taking in to account the results of the remote e-voting carried out by the members and e-voting during the e-AGM in respect of the resolutions contained in e-AGM Notice dated May 18, 2023:

**Resolution No:-1 Ordinary Resolution:** To consider and adopt the standalone and consolidated financial statements of the Company for the financial year ended March 31, 2023, together with the Board and Auditors' Reports thereon

Type of Voting	Votes in favour of the Resolution		Votes against the resolution		Invalid Votes	
	No. of shares /e-votes	%age of Shares/ e-votes	No. of shares /e-votes	%age of Shares/ e-votes	No. of shares/ e-votes	of e-votes
Total votes through remote e-voting and e-voting at meeting	12,82,88,071	99.9991	1,105	0.0009	-	-

**Resolution No:-2 Ordinary Resolution:** To confirm the payment of Interim Dividend of Rs. 4.5/- per equity share of face value of Re. 1/- each and to declare Final Dividend on equity shares for the financial year ended March 31, 2023.

Type of Voting	Votes in favour of the Resolution		Votes against the resolution		Invalid Votes	
	No. of shares /e-votes	%age of Shares/ e-votes	No. of shares /e-votes	%age of Shares/ e-votes	No. of shares/ e-votes	of e-votes
Total votes through remote e-voting and e-voting at meeting	12,98,96,736	99.911	1,15,731	0.089	-	-

**Resolution No:-3 Ordinary Resolution:** To appoint a Director in place of Mr. Arvind Singhal (DIN: 00092425), who retires by rotation and being eligible, offers his candidature for re-appointment.

Type of Voting	Votes in favour of the Resolution		Votes against the resolution		Invalid Votes	
	No. of shares /e-votes	%age of Shares/ e-votes	No. of shares /e-votes	%age of Shares/ e-votes	No. of shares/ e-votes	of e-votes
Total votes through remote e-voting and e-voting at meeting	12,45,64,400	97.9044	26,66,295	2.0956	-	-



**Resolution No:-4 Ordinary Resolution:** Ratification of remuneration to Cost Auditor for the financial year 2023-24.

Type of Voting	Votes in favour of the Resolution		Votes against the resolution		Invalid Votes
	No. of shares /e-votes	%age of Shares/ e-votes	No. of shares /e-votes	%age of Shares/ e-votes	
Total votes through remote e-voting and e-voting at meeting	12,99,53,415	99.9991	1,231	0.0009	-

**Resolution No:-5 Special Resolution:** Payment of remuneration by way of commission to Mr. Narayan K Seshadri (DIN: 00053563), Non-Executive Non-Independent Chairperson.

Type of Voting	Votes in favour of the Resolution		Votes against the resolution		Invalid Votes
	No. of shares /e-votes	%age of Shares/ e-votes	No. of shares /e-votes	%age of Shares/ e-votes	
Total votes through remote e-voting and e-voting at meeting	11,21,10,121	86.8909	1,69,13,898	13.1091	-

The consolidated results of the e-voting as stated above for the Resolution No. 1 to 5 as contained in the notice dated May 18, 2023, may accordingly be declared by the Chairperson of the meeting or person duly authorised by the Chairperson.

Thanking You.  
Yours truly

For A.K. FRIENDS & CO.

*Ashish*



**ASHISH KUMAR FRIENDS**  
**SCRUTINIZER**  
PRACTISING COMPANY SECRETARY  
C.P. No 4056, M. No. FCS 5129  
UDIN: F005129E000814289  
Place: Delhi  
Dated: August 17, 2023

Counter signed by

*Narayan K Seshadri*  
**MR. NARAYAN K. SESHADRI**  
**CHAIRPERSON**

WITNESSED

*Shweta*

**SHWETA AGARWAL**

*Dinesh Chand Agarwal*

**DINESH CHAND AGARWAL**