

POLYCAB INDIA LIMITED

CIN: L31300GJ1996PLC114183

#29, The Ruby, 21st Floor, Senapati Bapat Marg, Tulsi Pipe Road,
Dadar (West), Mumbai -400028

Tel: +91 22 2432 7070-74

Email: shares@polycab.com Website: www.polycab.com



Date: 30th June 2023

To
Department of Corporate Services,
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai(MH) – 400 001

To
Listing Department,
National Stock Exchange of India Limited
C-1, G-Block, Bandra-Kurla Complex
Bandra (E), Mumbai(MH) – 400 051

Scrip Code: 542652, Scrip Symbol: Polycab
ISIN:- INE455K01017

Dear Sir / Madam

Sub: Disclosure under Regulation 30 and Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ('Listing Regulations'): Proceedings and details of voting results of the 27th Annual General Meeting.

The 27th Annual General Meeting ('27th AGM') of the Company was held on Friday, 30th June 2023 at 9.00 a.m. (IST) and concluded at 09.55 a.m. through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM').

In this regard, we are enclosing the following:

- Summary of the proceedings of the 27th AGM under Regulation 30 and Part A of Schedule III of the Listing Regulations - **Annexure A.**
- Voting Results of the business transacted at the AGM under Regulation 44 of the Listing Regulations – **Annexure B.**

The disclosures are also being uploaded on Company's website www.polycab.com and on the website of National Securities Depository Limited i.e. www.evoting.nsdl.com.

Further, please note that Dividend for the financial year 2022-23 has been disbursed today i.e. on 30th June 2023.

We request you to take the above information on your record.

Thanking you

Yours Faithfully
For **Polycab India Limited**

Manita Carmen A. Gonsalves

Company Secretary and Head Legal

Membership No.: A18321

Address: #29, The Ruby, 21st Floor, Senapati Bapat Marg,
Tulsi Pipe Road, Dadar (West), Mumbai, MH-400028

Encl: As above



Registered Office:
Unit No.4, Plot No.105, Halol Vadodara Road,
Village Nurpura, Taluka Halol, Panchmahal, Gujarat-389350
Tel : 2676- 227600 / 227700

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Annexure A

Summary of proceedings of the 27th Annual General Meeting of Polycab India Limited

The 27th Annual General Meeting (27th AGM) of the members of the Company was held today i.e. 30th June 2023 at 9.00 a.m. through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM'). The Company informed that in view of MCA General circular no. 14/2020 dated April 08, 2020, Circular No.02/2021 dated January 13, 2021, Circular No. 20/2021 dated December 12, 2021, Circular No. 21/2021 dated December 14, 2021 and Circular No. 2/2022 dated May 05, 2022, General Circular No. 10/2022 and General Circular No. 11/2022 dated December 28, 2022, physical attendance of the members to the AGM venue was not required and AGM may be held through VC/OAVM.

Ms. Manita Carmen A. Gonsalves, Company Secretary & Head Legal, welcomed Shareholders, Executive Directors and Independent Directors, she also welcomed Mr. Inder T. Jaisinghani, Chairman & Managing Director, Mr. Bharat A. Jaisinghani, Executive Director and Mr. Gandharv, Executive Director & CFO present on the dais. The requisite quorum for convening the 27th AGM was present at the meeting. Ms. Manita Carmen A. Gonsalves requested Mr. Inder T. Jaisinghani, Chairman and Managing Director to commence the formal proceedings of the 27th AGM of the Company.

The Chairman welcomed the Directors, Auditors, Scrutinizers and other invitees who had joined the meeting through VC and the Independent Directors, Executive Directors & Auditors introduced themselves at the meeting. Thereafter, Mr. Inder Jaisinghani delivered his speech followed by a presentation made by Mr. Gandharv Tongia, Executive Director & CFO of the Company. Further, a short video highlighting the year gone by was played at the meeting.

Ms. Gonsalves thanked Mr. Gandharv Tongia and informed the members that the Report of the Board of Directors, the Accounts for the financial year ended 31st March 2023 and the Notice convening the 27th AGM were taken as read as the same had already been circulated to the Members. The Auditors Report for the financial year 2022-23 issued by M/s. BSR & Co. LLP, Statutory Auditors of the Company did not contain any qualification, reservation, adverse remarks or disclaimer and as such the report was taken as read. Further, the Secretarial Audit Report for the financial year 2022-23 issued by Mr. Dilip Bharadiya, Practicing Company Secretary did not contain any qualification or adverse remark.

Ms. Gonsalves informed the members that the Company had tied up with National Securities Depositories Limited (NSDL) to provide facility for voting through remote e-voting and e-voting during the AGM pursuant to the provisions of the Companies Act, 2013, the rules framed thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The remote e-voting commenced at 9.00 a.m. on Tuesday, June 27, 2023, and ended at 5.00 p.m. on Thursday, June 29, 2023. The members were also informed that the facility for voting through e-voting system was also made available during the meeting for members who had not cast their vote prior to the meeting. The Company had appointed M/s. BNP & Associates, Company Secretaries, as the Scrutinizers to scrutinize the e-voting process in a fair and transparent manner.

The members who had registered themselves as speakers had expressed their views and asked questions which were suitably replied by the management. Thereafter, Mr. Inder T.



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Jaisinghani thanked the members, auditors, government agencies, stock exchanges, regulators, banks, dealers and customers for their enduring support.

The meeting concluded at 09.55 a.m. with the Chairman presenting vote of thanks to everyone present at the meeting. Further, e-voting facility was kept opened for 15 minutes for members who had not cast their vote prior to the meeting.

The following items of business as set out in the notice convening 27th AGM were placed before the members for their consideration and approval which were duly passed with requisite majority:

RESULTS OF THE MEETING				
Sr. No.	Agenda	Resolution Required (Ordinary / Special)	Mode of Voting	Remarks
1.	Adoption of Audited Standalone Financial Statements.	Ordinary	Remote e-voting prior and during the AGM	Passed with requisite majority
2.	Adoption of Audited Consolidated Financial Statements	Ordinary	Remote e-voting prior and during the AGM	Passed with requisite majority
3.	Declaration of Dividend	Ordinary	Remote e-voting prior and during the AGM	Passed with requisite majority
4.	Appointment of Mr. Bharat A. Jaisinghani (DIN:00742995) as a Director liable to retire by rotation	Ordinary	Remote e-voting prior and during the AGM	Passed with requisite majority
5.	Ratification of remuneration payable to the Cost Auditors for the financial year ending 31 st March 2024.	Ordinary	Remote e-voting prior and during the AGM	Passed with requisite majority
6.	Re-appointment of Mr. T. P. Ostwal (DIN: 00821268) for a second term as an Independent Director of the Company.	Special	Remote e-voting prior and during the AGM	Passed with requisite majority
7.	Re-appointment of Mr. R. S. Sharma (DIN: 00013208) for a second term as an Independent Director of the Company.	Special	Remote e-voting prior and during the AGM	Passed with requisite majority
8.	Appointment of Mr. Bhaskar Sharma (DIN:02871367) for a first term as an Independent Director of the Company:	Special	Remote e-voting prior and during the AGM	Passed with requisite majority



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	Annexure - B
Disclosure under Regulation 44 of of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015	
General information about company	
Scrip Code	BSE Scrip Code: 542652; NSE Scrip Symbol: Polycab
Name of company	POLYCAB INDIA LIMITED
Type of meeting	Annual General Meeting
Start time of meeting	9:00 AM
End time of meeting	9:55 AM



VOTING RESULTS

Record date	23-06-2023
Total number of shareholders on record date	319465
Number of shareholders present in the meeting either in person or through proxy	
a) Promoter and promoter group	NA
b) Public	NA
Number of shareholders attended the meeting through video conferencing	
a) Promoter and promoter group	27
b) Public	54
Number of resolutions passed in meeting	8
Disclosure of notes on voting results	NA



Resolution Details (1)

Resolution Required: (Ordinary)					Adoption of Audited Standalone Financial Statements 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	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-voting	98062619	98062619	100.0000	98062619	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	98062619	98062619	100.0000	98062619	0	100.0000	0.0000
Public Institutions	E-voting	26797314	21625299	80.6995	21625299	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	26797314	21625299	80.6995	21625299	0	100.0000	0.0000
Public Non-Institutions	E-voting	25005032	7343352	29.3675	7343039	313	99.9957	0.0043
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	25005032	7343352	29.3675	7343039	313	99.9957	0.0043
Total		149864965	127031270	84.7638	127030957	313	99.9998	0.0002



Resolution Details (2)

Resolution Required: (Ordinary)					Adoption of Audited Consolidated Financial Statements 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	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)=[(2)/(1)]*100				
Promoter and Promoter Group	E-voting	98062619	98062619	100.0000	98062619	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	98062619	98062619	100.0000	98062619	0	100.0000	0.0000
Public Institutions	E-voting	26797314	21625299	80.6995	21625299	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	26797314	21625299	80.6995	21625299	0	100.0000	0.0000
Public Non-Institutions	E-voting	25005032	7343159	29.3667	7342847	312	99.9958	0.0042
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	25005032	7343159	29.3667	7342847	312	99.9958	0.0042
Total		149864965	127031077	84.7637	127030765	312	99.9998	0.0002



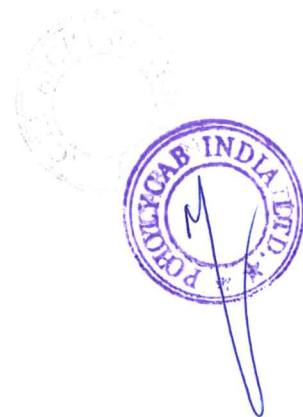
Resolution Details (3)

Resolution Required: (Ordinary)					Declaration of Dividend on equity shares 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	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	98062619	98062619	100.0000	98062619	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	98062619	98062619	100.0000	98062619	0	100.0000	0.0000
Public Institutions	E-voting	26797314	21639550	80.7527	21639550	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	26797314	21639550	80.7527	21639550	0	100.0000	0.0000
Public Non-Institutions	E-voting	25005032	7346825	29.3814	7346486	339	99.9954	0.0046
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	25005032	7346825	29.3814	7346486	339	99.9954	0.0046
Total		149864965	127048994	84.7756	127048655	339	99.9997	0.0003



Resolution Details (4)

Resolution Required: (Ordinary)					Appointment of Mr. Bharat A. Jaisinghani (DIN: 00742995) as Director liable to retire by rotation			
Whether promoter/ promoter group are interested in the agenda / resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	98062619	98062619	100	98062619	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		98062619	98062619	100	98062619	0	100
Public Institutions	E-voting	26797314	21639550	80.7526829	21341821	297729	98.62414422	1.375855783
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		26797314	21639550	80.7526829	21341821	297729	98.62414422
Public Non-Institutions	E-voting	25005032	7343123	29.36658109	7342761	362	99.99507022	0.004929783
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		25005032	7343123	29.36658109	7342761	362	99.99507022
Total		149864965	127045292	84.77317697	126747201	298091	99.76536635	0.234633645



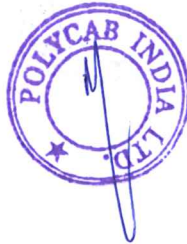
Resolution Details (5)

Resolution Required: Ordinary					Ratification of remuneration payable to the Cost Auditors for the financial year ending 31 March 2024			
Whether promoter/ promoter group are interested in the agenda / resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	98062619	98062619	100.0000	98062619	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		98062619	98062619	100.0000	98062619	0	100.0000
Public Institutions	E-voting	26797314	21639550	80.7527	21639550	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		26797314	21639550	80.7527	21639550	0	100.0000
Public Non-Institutions	E-voting	25005032	7342960	29.3659	7342574	386	99.9947	0.0053
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		25005032	7342960	29.3659	7342574	386	99.9947
Total		149864965	127045129	84.7731	127044743	386	99.9997	0.0003



Resolution Details (6)

Resolution Required: Special					Re-appointment of Mr. T. P. Ostwal (DIN: 00821268) for a second term as an Independent Director of the Company			
Whether promoter/ promoter group are interested in the agenda / resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	98062619	98062619	100.0000	98062619	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		98062619	98062619	100.0000	98062619	0	100.0000
Public Institutions	E-voting	26797314	21639550	80.7527	20501942	1137608	94.7429	5.2571
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		26797314	21639550	80.7527	20501942	1137608	94.7429
Public Non-Institutions	E-voting	25005032	7342826	29.3654	7342459	367	99.9950	0.0050
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		25005032	7342826	29.3654	7342459	367	99.9950
Total		149864965	127044995	84.7730	125907020	1137975	99.1043	0.8957



Resolution Details (7)

Resolution Required: Special Resolution					Re-appointment of Mr. R. S. Sharma (DIN: 00013208) for a second term as an Independent Director of the Company			
Whether promoter/ promoter group are interested in the agenda / resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100				
Promoter and Promoter Group	E-voting	98062619	98062619	100.0000	98062619	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		98062619	98062619	100.0000	98062619	0	100.0000
Public Institutions	E-voting	26797314	21639550	80.7527	20465749	1173801	94.5757	5.4243
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		26797314	21639550	80.7527	20465749	1173801	94.5757
Public Non-Institutions	E-voting	25005032	7342854	29.3655	6850716	492138	93.2977	6.7023
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		25005032	7342854	29.3655	6850716	492138	93.2977
Total		149864965	127045023	84.7730	125379084	1665939	98.6887	1.3113



Resolution Details (8)

Resolution Required: Special Resolution					Appointment of Mr. Bhaskar Sharma (DIN:02871367) for a first term as an Independent Director of the Company			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3) = $\frac{(2)}{(1)} \times 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} \times 100$	(7) = $\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	E-voting	98062619	98062619	100.0000	98062619	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		98062619	98062619	100.0000	98062619	0	100.0000
Public Institutions	E-voting	26797314	21639550	80.7527	21638440	1110	99.9949	0.0051
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		26797314	21639550	80.7527	21638440	1110	99.9949
Public Non-Institutions	E-voting	25005032	7342827	29.3654	7342469	358	99.9951	0.0049
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		25005032	7342827	29.3654	7342469	358	99.9951
Total		149864965	127044996	84.7730	127043528	1468	99.9988	0.0012

M. Ananta

