

December 18, 2020.

To,  
**BSE Limited**  
Corporate Relationship Department  
1<sup>st</sup> Floor, New Trading Ring,  
B.J. Towers, Dalal Street,  
Fort, Mumbai- 400 001  
Fax:- 022-22722061/41/39/37

Dear Sir,

Kind Attn.:- Manish Raval – Deputy Manager – Listing Compliance

Sub: Scrutinizers Report of 35<sup>th</sup> Annual General Meeting of the Company.

Company Code: 507864

Please find attached herewith Scrutinizers Report relating to the details of voting results at the 35<sup>th</sup> Annual General Meeting of the Company held on 17<sup>nd</sup> December, 2020 at 02.30 PM through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM"), as per the applicable regulation of SEBI (LODR) Regulations, 2015.

This is for your information and record.

We request you to acknowledge receipt of the same.

Thanking you,

Yours faithfully,  
for **PIONEER INVESTCORP LIMITED**



**AMIT CHANDRA**  
**COMPANY SECRETARY**



Encl.: a.a.

# Aspi Bhesania

Practising Company Secretary

688, Dinshaw Master Road, Parsi Colony, Dadar, Mumbai -400 014 .  
Mobile : 9892748525. Email :aspibhesania@yahoo.co.in

## MGT 13

### Consolidated Report of Scrutinizer on remote e-voting and voting through ballot papers

[Pursuant to rule section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules,2015]

To,

Chairman  
Pioneer Investcorp Limited  
1218, Maker Chambers V,  
Nariman Point, Mumbai – 400 021  
Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and e-voting during the AGM for the 35<sup>th</sup> Annual General Meeting of Pioneer Investcorp Limited held on Thursday, December 17, 2020 at 2.30 p.m. (IST) through video conferencing ('VC') / other audio visual means ('OAVM').**

I Aspi Bhesania, Practising Company Secretary (Certificate of Practice No. 9657,) had been appointed as the Scrutinizer by the Board of Directors of Pioneer Investcorp Limited Limited 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, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 35<sup>th</sup> Annual General Meeting ("AGM") of Pioneer Investcorp Limited on Thursday, December 17, 2020 at 2.30 p.m.(IST) through VC/OAVM.

I was also appointed as Scrutinizer to scrutinize the e-voting process during the said AGM.

The notice dated November 11, 2020, convening the AGM, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions proposed to be passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020.

Aspi  
Bamanshaw  
Bhesania

Digitally signed by  
Aspi Bamanshaw  
Bhesania  
Date: 2020.12.18  
09:51:40 +05'30'



# Aspi Bhesania

Practising Company Secretary

688, Dinshaw Master Road, Parsi Colony, Dadar, Mumbai -400 014 .

Mobile : 9892748525. Email :aspibhesania@yahoo.co.in

i. Continuation Sheet

The Company had availed the e-voting facility offered by Central Depository Services (India) Limited ('CDSL') for conducting remote e-voting and e-voting at the AGM by the Shareholders of the Company.

The voting period for remote e-voting commenced on Monday, December 14, 2020 (10:00 a.m. IST) and ended on Wednesday, December 16, 2020 (5:00 p.m. IST) and the CDSL e-voting platform was disabled thereafter.

The Company had also provided e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.

The shareholders of the Company holding shares as on the "cut-off" date of Thursday, December 10 , 2020 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting at the AGM, the report on voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.

I have scrutinized and reviewed the remote e-voting and e-voting during the AGM and votes cast therein based on the data downloaded from the CDSL e-voting system.

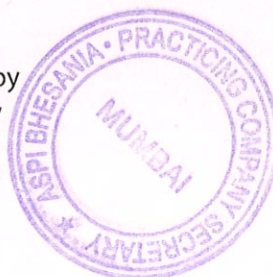
The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and e-voting during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and e-voting during the AGM is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated report as under on the results of the remote e-voting and e-voting during the AGM in respect of the said resolutions.

Aspi  
Bamansha  
w Bhesania

Digitally signed by  
Aspi Bamanshaw  
Bhesania  
Date: 2020.12.18  
09:43:34 +05'30'



# Aspi Bhesania

Practising Company Secretary

688, Dinshaw Master Road, Parsi Colony, Dadar, Mumbai -400 014 .

Mobile : 9892748525. Email :aspibhesania@yahoo.co.in

## Resolution No.1 : Ordinary Resolution

To consider and adopt

a) the Audited Financial Statements of the Company for the financial year ended 31st March, 2020 including audited Balance Sheet as at 31st March, 2020 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Auditors and Directors thereon;

b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2020 including audited Balance Sheet as at 31st March, 2020 and the Statement of Profit and Loss for the year ended on that date.

a. Votes cast "in favour" of the resolution:

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast in favour</b>	<b>% of total number of valid votes cast</b>
E-Voting	82	76,65,845	100

b. Votes cast "against" the resolution:

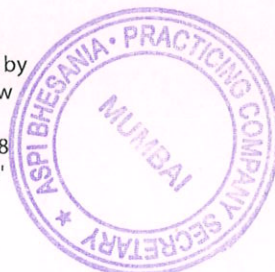
<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast against</b>	<b>% of total number of valid votes cast</b>
E- Voting	0	0	0

c. Invalid votes :

<b>Mode of voting</b>	<b>Total number of members whose votes were declared invalid</b>	<b>total number of votes cast by them and declared invalid</b>
E-Voting	0	0

Aspi  
Bamanshaw  
Bhesania

Digitally signed by  
Aspi Bamanshaw  
Bhesania  
Date: 2020.12.18  
09:43:54 +05'30'



# Aspi Bhesania

Practising Company Secretary

688, Dinshaw Master Road, Parsi Colony, Dadar, Mumbai -400 014 .

Mobile : 9892748525. Email :aspibhesania@yahoo.co.in

## Resolution No.2 : Special Resolution

To appoint Mr. Anand Brijendra Desai (Din: 01488287) as Independent Director.

a. Votes cast "in favour" of the resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast in favour</i>	<i>% of total number of valid votes cast</i>
E-Voting	82	76,65,845	100

b. Votes cast "against" the resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast against</i>	<i>% of total number of valid votes cast</i>
E- Voting	0	0	0

c. Invalid votes :

<i>Mode of voting</i>	<i>Total number of members whose votes were declared invalid</i>	<i>total number of votes cast by them and declared invalid</i>
E-Voting	0	0

Aspi  
Bamansha  
w Bhesania

Digitally signed by  
Aspi Bamanshaw  
Bhesania  
Date: 2020.12.18  
09:44:18 +05'30'



# Aspi Bhesania

Practising Company Secretary

688, Dinshaw Master Road, Parsi Colony, Dadar, Mumbai -400 014 .

Mobile : 9892748525. Email : aspibhesania@yahoo.co.in

## Resolution No.3 : Special Resolution

To appoint Mrs. Kamlini Chaitan Maniar (DIN 06926167) as Independent Director.

a. Votes cast "in favour" of the resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast in favour</i>	<i>% of total number of valid votes cast</i>
E-Voting	82	76,65,845	100

b. Votes cast "against" the resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast against</i>	<i>% of total number of valid votes cast</i>
E- Voting	0	0	0

c. Invalid votes :

<i>Mode of voting</i>	<i>Total number of members whose votes were declared invalid</i>	<i>total number of votes cast by them and declared invalid</i>
E-Voting	0	0

Aspi  
Bamanshaw  
Bhesania

Digitally signed by  
Aspi Bamanshaw  
Bhesania  
Date: 2020.12.18  
09:44:38 +05'30'



# Aspi Bhesania

Practising Company Secretary

688, Dinshaw Master Road, Parsi Colony, Dadar, Mumbai -400 014 .  
Mobile : 9892748525. Email : aspibhesania@yahoo.co.in

## Resolution No. 4 : Special Resolution

To authorise Board of Directors for issuance and allotment of Secured Non-Convertible Debentures ("NCD's") aggregating up to Rs. 300 Crores in such tranches on such terms and conditions to be decided by the Board of Directors.

a. Votes cast "in favour" of the resolution:

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast in favour</b>	<b>% of total number of valid votes cast</b>
E-Voting	82	76,65,845	100

b. Votes cast "against" the resolution:

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast against</b>	<b>% of total number of valid votes cast</b>
E- Voting	0	0	0

c. Invalid votes :

<b>Mode of voting</b>	<b>Total number of members whose votes were declared invalid</b>	<b>total number of votes cast by them and declared invalid</b>
E-Voting	0	0

Aspi  
Bamanshaw  
Bhesania

Digitally signed by  
Aspi Bamanshaw  
Bhesania  
Date: 2020.12.18  
09:44:53 +05'30'



# Aspi Bhesania

Practising Company Secretary

688, Dinshaw Master Road, Parsi Colony, Dadar, Mumbai -400 014 .

Mobile : 9892748525. Email : aspibhesania@yahoo.co.in

We hereby confirm that we have maintained Registers to record the assent or dissent in respect of votes cast by the members of the Company by way of e-voting during the AGM and through remote e-voting and other relevant details based on the information received from RTA and the e-voting data received from CDSL, The Register and all other papers relating to e-voting are under my custody and shall be hand over to the Company Secretary after the Chairman approves and signs the Minutes.

Thanking You

Aspi  
Bamanshaw  
Bhesania

Digitally signed by Aspi  
Bamanshaw Bhesania  
Date: 2020.12.18  
09:45:12 +05'30'



Aspi Bhesania  
Practicing Company Secretary  
COP No.9657

Place : Mumbai  
Date: 18<sup>th</sup> December 2020



Amit Chandra  
Company Secretary  
Pioneer Investcorp Limited  
(Person Authorised by Chairman)