



Date: October 1, 2024

To,  
The Listing Compliance Department,  
BSE Limited,  
P. J. Tower, Dalal Street,  
Mumbai – 400001  
Scrip Code: 534809

To,  
The Listing Compliance Department,  
National Stock Exchange of India Limited,  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai – 400051  
Symbol: PCJEWELLER

**Sub.: Details of voting results at the 19<sup>th</sup> Annual General Meeting & Scrutinizer's Report**

Dear Sir / Ma'am,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find enclosed herewith details of the voting results at the 19<sup>th</sup> Annual General Meeting of the Company held on September 30, 2024 through Video Conferencing / Other Audio Visual Means. The Scrutinizer's Report is also enclosed herewith.

This is for your information and records.

Yours faithfully,  
For **PC Jeweller Limited**

  
  
(VIJAY PANWAR)  
Company Secretary

Encl.: As above

**PC Jeweller Limited**

Regd. Office : 2713, 3<sup>rd</sup> Floor, Bank Street, Karol Bagh, New Delhi-110005 Ph. : 011 - 49714971 Fax : 011 - 49714972

info@pcjeweller.com • www.pcjeweller.com • CIN: L36911DL2005PLC134929



**DETAILS OF VOTING RESULTS AT THE 19<sup>TH</sup> ANNUAL GENERAL MEETING (“AGM”) OF THE COMPANY**

<b>Date of the AGM</b>	September 30, 2024
<b>Total number of shareholders on record-date Cut-off date i.e. September 23, 2024</b>	2,53,309
<b>No. of shareholders present in the meeting either in person or through proxy:</b> Promoters and Promoter Group Public	Not Applicable
<b>No. of shareholders attended the meeting through Video Conferencing:</b> Promoters and Promoter Group Public	1 89

**Agenda-wise disclosure:**

**Item No.1: To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2024, the reports of the Board of Directors and Statutory Auditor thereon and the audited consolidated financial statements of the Company for the financial year ended March 31, 2024 and the report of Statutory Auditor thereon.**

Resolution required: (Ordinary / Special)	Ordinary
Whether Promoter / Promoter Group are interested in the agenda / resolution?	No

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	253801596	253800096	99.9994	253800096	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>253801596</b>	<b>253800096</b>	<b>99.9994</b>	<b>253800096</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public – Institutions	E-Voting	22775301	1752178	7.6933	70000	1682178	3.9950	96.0050
	Poll		0	0.0000	0	0	0.00	0.0000
	<b>Total</b>	<b>22775301</b>	<b>1752178</b>	<b>7.6933</b>	<b>70000</b>	<b>1682178</b>	<b>3.9950</b>	<b>96.0050</b>
Public – Non Institutions	E-Voting	188826999	12420379	6.5776	12419857	522	99.9958	0.0042
	Poll		183133	0.0970	183133	0	100.0000	0.0000
	<b>Total</b>	<b>188826999</b>	<b>12603512</b>	<b>6.6746</b>	<b>12602990</b>	<b>522</b>	<b>99.9959</b>	<b>0.0041</b>
<b>Total</b>		<b>465403896</b>	<b>268155786</b>	<b>57.6179</b>	<b>266473086</b>	<b>1682700</b>	<b>99.3725</b>	<b>0.6275</b>



**PC Jeweller Limited**

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

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**Item No.2: To appoint a Director in place of Shri Ramesh Kumar Sharma (DIN: 01980542), who retires by rotation and being eligible, offers himself for re-appointment.**

Resolution required: (Ordinary / Special)	Ordinary
Whether Promoter / Promoter Group are interested in the agenda / resolution?	No

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	253801596	253800096	99.9994	253800096	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>253801596</b>	<b>253800096</b>	<b>99.9994</b>	<b>253800096</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public – Institutions	E-Voting	22775301	1781968	7.8241	8400	1773568	0.4714	99.5286
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>22775301</b>	<b>1781968</b>	<b>7.8241</b>	<b>8400</b>	<b>1773568</b>	<b>0.4714</b>	<b>99.5286</b>
Public – Non Institutions	E-Voting	188826999	12283026	6.5049	12281876	1150	99.9906	0.0094
	Poll		183133	0.0970	182215	918	99.4987	0.5013
	<b>Total</b>	<b>188826999</b>	<b>12466159</b>	<b>6.6019</b>	<b>12464091</b>	<b>2068</b>	<b>99.9834</b>	<b>0.0166</b>
<b>Total</b>		<b>465403896</b>	<b>268048223</b>	<b>57.5948</b>	<b>266272587</b>	<b>1775636</b>	<b>99.3376</b>	<b>0.6624</b>

For PC Jeweller Limited

  
  
 (VIJAY PANWAR)  
 Company Secretary ★

## **Scrutinizer's Report**

[Pursuant to Section 108 of the Companies Act, 2013 read with the  
Companies (Management and Administration) Rules, 2014 as amended]

To,  
**The Chairman/ Managing Director,**  
PC Jeweller Limited  
2713, 3<sup>rd</sup> Floor,  
Bank Street, Karol Bagh,  
New Delhi - 110005

**Subject: Consolidated Scrutinizer's Report on remote e-voting and e-voting at the  
19<sup>th</sup> Annual General Meeting of PC Jeweller Limited held on 30<sup>th</sup> September, 2024 at  
11:00 A.M. (IST) through Video Conferencing / Other Audio Visual Means**

Dear Sir,

I, Randhir Singh Sharma, Practicing Company Secretary, Delhi, was appointed as the Scrutinizer to scrutinize the remote e-voting and e-voting at the 19<sup>th</sup> Annual General Meeting ("**AGM**") of PC Jeweller Limited (the "**Company**") (CIN: L36911DL2005PLC134929), carried out pursuant to Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI LODR Regulations**") on the resolutions set forth in the Notice of the 19<sup>th</sup> AGM of the Company held on Monday, 30<sup>th</sup> September, 2024, at 11:00 A.M. (IST) through Video Conferencing ("**VC**") / Other Audio Visual Means ("**OAVM**"), in a fair and transparent manner. The deemed venue of the AGM was the registered office of the Company.

I submit my report as under:

- 1) In accordance with the Ministry of Corporate Affairs General Circular No. 09/2023 dated September 25, 2023 read with the circulars issued earlier in this regard (collectively referred to as "**MCA Circulars**") the Company held its 19<sup>th</sup> AGM through VC / OAVM, without the physical presence of Members at a common venue.
- 2) In compliance with MCA Circulars and SEBI Circular SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7<sup>th</sup> October, 2023, Notice of the 19<sup>th</sup> AGM along with Annual Report 2023-24 was sent by the Company only by electronic mode to those Members whose e-mail address was registered with Depository Participants / Company / Registrar & Transfer Agent - KFin Technologies Limited ("**KFintech**"). The Company had completed their dispatch on 8<sup>th</sup> September, 2024.
- 3) Annual Report 2023-24 including the 19<sup>th</sup> AGM Notice were also available on the Company's website <https://www.pcjeweller.com> and websites of BSE Limited and National Stock Exchange of



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**PH. NO.: 23652660**

**R S SHARMA & ASSOCIATES  
COMPANY SECRETARIES**

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India Limited at <https://www.bseindia.com> and <https://www.nseindia.com> respectively and on the website of KFintech at <https://evoting.kfintech.com>.

4) Monday, 23<sup>rd</sup> September, 2024 was fixed as the **Cut-off date**. Only those Members, whose names appeared in the Register of Members / List of Beneficial Owners as on the Cut-off date were entitled to vote (through remote e-voting and e-voting at the AGM) on the resolutions (Item Nos. 1 to 2) set forth in the Notice of the 19<sup>th</sup> AGM and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off date.

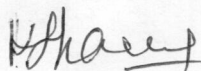
5) The total paid-up equity share capital of the Company as on the Cut-off date was Rs. 465,40,38,960/- divided into 46,54,03,896 equity shares of Rs. 10/- each, fully paid-up.

6) The Company had engaged the services of KFintech, as the Agency, for participation of Members in the 19<sup>th</sup> AGM through VC / OAVM, facility for remote e-voting and e-voting at the AGM.

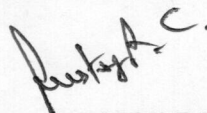
7) The remote e-voting commenced at 9:00 A.M. (IST) on Friday, 27<sup>th</sup> September, 2024 and ended at 5:00 P.M. (IST) on Sunday, 29<sup>th</sup> September, 2024.

8) Members who were present in the 19<sup>th</sup> AGM through VC / OAVM and have not casted their votes through remote e-voting and were not otherwise barred from doing so were allowed to vote through e-voting at the AGM.

9) After the conclusion of e-voting at the 19<sup>th</sup> AGM, the votes cast through remote e-voting and e-voting at the AGM were unblocked in the presence of Smt. Kamlesh Sharma and Shri Ramesh Rastogi, who are not in the employment of the Company, and who have signed below as witnesses:



**Name: KAMLESH SHARMA**  
**Address: 54A, DDA Flats,**  
Gulabi Bagh, Delhi



**Name: RAMESH RASTOGI**  
**Address: 50B, DDA Flats,**  
Gulabi Bagh, Delhi

10) The requisite register has been maintained to record the assent or dissent received, mentioning the particulars of name, Folio No. / DP ID-Client ID of the Members and no. of shares held by them etc.

11) There were no shares with differential voting rights in the Company, hence, there was no requirement of maintaining the list of shares with differential voting rights.

12) Based on the reports generated from e-voting system provided by KFintech, the summary of voting details (remote e-voting and e-voting at the AGM) on the resolutions (Item Nos.: 1 to 2) set forth in the Notice of the 19<sup>th</sup> AGM, are as follows:



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**PH. NO.: 23652660**

**R S SHARMA & ASSOCIATES**  
**COMPANY SECRETARIES**

Item No. 1 – To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2024, the reports of the Board of Directors and Statutory Auditor thereon and the audited consolidated financial statements of the Company for the financial year ended March 31, 2024 and the report of Statutory Auditor thereon. - (Ordinary Resolution)

a) Voted in favour of the resolution (out of valid votes casted):

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
A) Remote e-voting	404	266289953	99.3042
B) E-voting at the AGM (Instapoll)	5	183133	0.0683
<b>Total (A+B)</b>	<b>409</b>	<b>266473086</b>	<b>99.3725</b>

b) Voted against the resolution (out of valid votes casted):

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
A) Remote e-voting	38	1682700	0.6275
B) E-voting at the AGM (Instapoll)	0	0	0.0000
<b>Total (A+B)</b>	<b>38</b>	<b>1682700</b>	<b>0.6275</b>

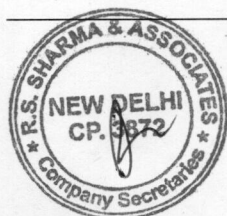
c) Invalid votes:

Mode of voting	Promoter and Promoter Group		Public – Institutions		Public – Non Institutions	
	Number of Members	Invalid votes	Number of Members	Invalid votes	Number of Members	Invalid votes
A) Remote e-voting	0	0	1	29790	9	2239
B) E-voting at the AGM (Instapoll)	0	0	0	0	0	0
<b>Total (A+B)</b>	<b>0</b>	<b>0</b>	<b>1</b>	<b>29790</b>	<b>9</b>	<b>2239</b>

Notes: 1) 10 members having 32029 shares abstained from voting.  
2) Invalid votes indicate abstained from voting.

d) Details of voting in terms of Regulation 44 of the SEBI LODR Regulations:

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	253801596	253800096	99.9994	253800096	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>253801596</b>	<b>253800096</b>	<b>99.9994</b>	<b>253800096</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public – Institutions	E-Voting	22775301	1752178	7.6933	70000	1682178	3.9950	96.0050
	Poll		0	0.0000	0	0	0.00	0.0000
	<b>Total</b>	<b>22775301</b>	<b>1752178</b>	<b>7.6933</b>	<b>70000</b>	<b>1682178</b>	<b>3.9950</b>	<b>96.0050</b>
Public – Non Institutions	E-Voting	188826999	12420379	6.5776	12419857	522	99.9958	0.0042
	Poll		183133	0.0970	183133	0	100.0000	0.0000
	<b>Total</b>	<b>188826999</b>	<b>12603512</b>	<b>6.6746</b>	<b>12602990</b>	<b>522</b>	<b>99.9959</b>	<b>0.0041</b>
<b>Total</b>		<b>465403896</b>	<b>268155786</b>	<b>57.6179</b>	<b>266473086</b>	<b>1682700</b>	<b>99.3725</b>	<b>0.6275</b>



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PH. NO.: 23652660

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Item No. 2 - To appoint a Director in place of Shri Ramesh Kumar Sharma (DIN: 01980542), who retires by rotation and being eligible, offers himself for re-appointment. - (Ordinary Resolution)

a) Voted in favour of the resolution (out of valid votes casted):

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
A) Remote e-voting	401	266090372	99.2696
B) E-voting at the AGM (Instapoll)	4	182215	0.0680
<b>Total (A+B)</b>	<b>405</b>	<b>266272587</b>	<b>99.3376</b>

b) Voted against the resolution (out of valid votes casted):

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
A) Remote e-voting	41	1774718	0.6621
B) E-voting at the AGM (Instapoll)	1	918	0.0003
<b>Total (A+B)</b>	<b>42</b>	<b>1775636</b>	<b>0.6624</b>

c) Invalid votes:

Mode of voting	Promoter and Promoter Group		Public – Institutions		Public – Non Institutions	
	Number of Members	Invalid votes	Number of Members	Invalid votes	Number of Members	Invalid votes
A) Remote e-voting	0	0	0	0	10	139592
B) E-voting at the AGM (Instapoll)	0	0	0	0	0	0
<b>Total (A+B)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>10</b>	<b>139592</b>

Notes: 1) 10 members having 139592 shares abstained from voting.  
2) Invalid votes indicate abstained from voting.

d) Details of voting in terms of Regulation 44 of the SEBI LODR Regulations:

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	253801596	253800096	99.9994	253800096	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>253801596</b>	<b>253800096</b>	<b>99.9994</b>	<b>253800096</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public – Institutions	E-Voting	22775301	1781968	7.8241	8400	1773568	0.4714	99.5286
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>22775301</b>	<b>1781968</b>	<b>7.8241</b>	<b>8400</b>	<b>1773568</b>	<b>0.4714</b>	<b>99.5286</b>
Public – Non Institutions	E-Voting	188826999	12283026	6.5049	12281876	1150	99.9906	0.0094
	Poll		183133	0.0970	182215	918	99.4987	0.5013
	<b>Total</b>	<b>188826999</b>	<b>12466159</b>	<b>6.6019</b>	<b>12464091</b>	<b>2068</b>	<b>99.9834</b>	<b>0.0166</b>
<b>Total</b>		<b>465403896</b>	<b>268048223</b>	<b>57.5948</b>	<b>266272587</b>	<b>1775636</b>	<b>99.3376</b>	<b>0.6624</b>



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**R S SHARMA & ASSOCIATES  
COMPANY SECRETARIES**

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**13)** From the voting details, as mentioned in this report, it is clear that the resolutions (Item Nos. 1 to 2) set forth in the Notice of the 19<sup>th</sup> AGM have been passed with the requisite majority.

**14)** Based on this Report, you may accordingly declare the result of the resolutions (Item Nos. 1 to 2) set forth in the Notice of the 19<sup>th</sup> AGM, as duly passed.

**15)** The electronic data and other related records will be handed over to the Company Secretary of the Company for safe custody after signing of the minutes.

For **R S Sharma & Associates  
Company Secretaries**



A handwritten signature in black ink, appearing to read "Randhir Singh Sharma".

**(RANDHIR SINGH SHARMA)**

Proprietor

Mem. no.: FCS2062, CP No.: 3872

Peer review no.: 5023/2023

UDIN: F002062F001394508

Date: 01/10/2024  
Place: Delhi

Counter signed by:  
For **PC Jeweller Limited**

A handwritten signature in black ink, appearing to read "Balram Garg".  
A circular stamp with the text "PC JEWELLER LIMITED" around the top edge, "New Delhi" in the center, and a star at the bottom.

**(BALRAM GARG)**

Chairman of the meeting / Managing Director

DIN: 00032083