

PRICOL LIMITED

Passion to Excel

109, Race Course, Coimbatore-641 018, India

\ +91 422 433 6000

pricol.com

CIN: L34200TZ2011PLC022194

ᄎ CUSTOMERS ᄎ EMPLOYEES ᄎ SHAREHOLDERS ᄎ SUPPLIERS

PL/SEC/TGT/2024-25/065

Friday, 9th August, 2024

3, 5,
Corporate Relationship Department
BSE Limited
1st Floor, New Trading Ring
Rotunda Building, P J Towers,
Dalal Street, Fort, Mumbai 400 001
Scrip Code: 540293

Dear Sir,

Sub: 13th Annual General Meeting – (1) AGM Voting results (2) Report of the Scrutiniser

We wish to inform you that the members of the Company at the 13th Annual General Meeting held on 7th August 2024 through Video Conference (VC) have approved the business(es) mentioned in the notice of the 13th AGM dated 15th May, 2024.

In this regard we are enclosing the following:

- a) Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- b) Report of the Scrutiniser dated 8th August 2024, pursuant to section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.

We request you to kindly take the same on record.

Thanking you,

Yours faithfully, For **Pricol Limited**

T.G.Thamizhanban Company Secretary ICSI M.No: F7897

Encl: as above







Home

Validate

Import XML

General information about company						
Scrip code	540293					
NSE Symbol	PRICOLLTD					
MSEI Symbol	NOTLISTED					
ISIN	INE726V01018					
Name of the company	PRICOL LIMITED					
Type of meeting	AGM					
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	07-08-2024					
Start time of the meeting	03:00 PM					
End time of the meeting	04:12 PM					

Prev

Next

Home

Validate

Scrutinizer Details						
Name of the Scrutinizer	P ESWARAMOORTHY					
Firms Name	ESWARAMOORTHY AND COMPAN					
Qualification	CS					
Membership Number	F6510					
Date of Board Meeting in which appointed	15-05-2024					
Date of Issuance of Report to the company	08-08-2024					

Prev

Next

Home

Validate

Voting results	
Record date	31-07-2024
Total number of shareholders on record date	156585
No. of shareholders present in the meeting either in person or through pro-	ку
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	11
b) Public	55
No. of resolution passed in the meeting	5
Disclosure of notes on voting results	Add Notes



	Resolution (1)								
	Resolution required: (Ordinary / Special)				Ordinary				
Whether	promoter/promoter group are	interested in the age	enda/resolution?			No			
		Description of resol	ution considered	ADOPTION OF	FINANCIAL STATEME	NTS AND REPORTS AUDITORS	OF THE BOARD OF D	DIRECTORS AND	
Category	Category Mode of voting No. of shares held No. of votes polled on outstanding shares No. of votes – in favour 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	
	E-Voting		46934833	100.0000	46934833	0	100.0000	0.0000	
Promoter and	Poll	46934833							
Promoter Group	Postal Ballot (if applicable)								
	Total	46934833	46934833	100.0000	46934833	0	100.0000	0.0000	
	E-Voting		20548319	53.6287	20548319	0	100.0000	0.0000	
Public-	Poll	38315933							
Institutions	Postal Ballot (if applicable)								
	Total	38315933	20548319	53.6287	20548319	0	100.0000	0.0000	
	E-Voting		183892	0.5020	183284	608	99.6694	0.3306	
Public- Non	Poll	36630732	108	0.0003	108	0	100.0000	0.0000	
Institutions	Postal Ballot (if applicable)								
	Total	36630732	184000	0.5023	183392	608	99.6696	0.3304	
	Total 121881498 67667152 55.5188 67666544 608					99.9991	0.0009		
	Whether resolution is Pass or Not.					Y	es		
					Disclosure of	notes on resolution	Add I	Notes	

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group	0				
Public Insitutions	3921388				
Public - Non Insitutions	0				

			Reso	olution (2)				
	Resolution required: (Ordinary / Special)				Ordinary			
Whether	promoter/promoter group are	interested in the age	enda/resolution?			No		
		Description of resol	ution considered		RE-APPOINTMENT	OF MR. P.M. GANES	SH, AS A DIRECTOR	
Category	No. of votes No. of votes No. of votes - in No. of votes - in					% 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
	E-Voting		46934833	100.0000	46934833	0	100.0000	0.0000
Promoter and	Poll	46934833						
Promoter Group	Postal Ballot (if applicable)							
	Total	46934833	46934833	100.0000	46934833	0	100.0000	0.0000
	E-Voting		20630079	53.8420	20593150	36929	99.8210	0.1790
Public-	Poll	38315933						
Institutions	Postal Ballot (if applicable)							
	Total	38315933	20630079	53.8420	20593150	36929	99.8210	0.1790
	E-Voting		183891	0.5020	181178	2713	98.5247	1.4753
Public- Non	Poll	36630732	108	0.0003	108	0	100.0000	0.0000
Institutions	Postal Ballot (if applicable)							
	Total	36630732	183999	0.5023	181286	2713	98.5255	1.4745
	Total	121881498	67748911	55.5859	67709269	39642	99.9415	0.0585
	Whether resolution is Pass or Not.						Y	es
					Disclosure of	notes on resolution	Add I	Notes

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group	0				
Public Insitutions	3921388				
Public - Non Insitutions	0				

	Resolution (3)							
	Res	rdinary / Special)	Special					
Whether	promoter/promoter group are	interested in the ago	enda/resolution?			Yes		
		Description of resol	ution considered	RE-APPOINTM	1ENT & REMUNERAT	ION TO MR. VIKRAN	и MOHAN, MANAG	ING DIRECTOR
No. of votes				% 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
	E-Voting		46934833	100.0000	46934833	0	100.0000	0.0000
Promoter and	Poll	46934833						
Promoter Group	Postal Ballot (if applicable)							
	Total	46934833	46934833	100.0000	46934833	0	100.0000	0.0000
	E-Voting		20630079	53.8420	20630079	0	100.0000	0.0000
Public-	Poll	38315933						
Institutions	Postal Ballot (if applicable)							
	Total	38315933	20630079	53.8420	20630079	0	100.0000	0.0000
	E-Voting		183891	0.5020	183021	870	99.5269	0.4731
Public- Non	Poll	36630732	108	0.0003	108	0	100.0000	0.0000
Institutions	Postal Ballot (if applicable)							
	Total	36630732	183999	0.5023	183129	870	99.5272	0.4728
	Total	121881498	67748911	55.5859	67748041	870	99.9987	0.0013
					Whether resolution	is Pass or Not.	Y	es
					Disclosure of	notes on resolution	Add	Notes

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group	0				
Public Insitutions	3921388				
Public - Non Insitutions	0				

	Resolution (4)							
	Resolution required: (Ordinary / Special)				Ordinary			
Whether	promoter/promoter group are	interested in the age	enda/resolution?			No		
		Description of resol	ution considered		PAYMENT C	F COMMISSION TO	DIRECTORS	
Category	Category Mode of voting No. of shares held No. 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
	E-Voting		46934833	100.0000	46934833	0	100.0000	0.0000
Promoter and	Poll	46934833						
Promoter Group	Postal Ballot (if applicable)							
	Total	46934833	46934833	100.0000	46934833	0	100.0000	0.0000
	E-Voting		20630079	53.8420	20477060	153019	99.2583	0.7417
Public-	Poll	38315933						
Institutions	Postal Ballot (if applicable)							
	Total	38315933	20630079	53.8420	20477060	153019	99.2583	0.7417
	E-Voting		183881	0.5020	176250	7631	95.8500	4.1500
Public- Non	Poll	36630732	108	0.0003	50	58	46.2963	53.7037
Institutions	Postal Ballot (if applicable)							
	Total	36630732	183989	0.5023	176300	7689	95.8209	4.1791
nerel	Total	121881498	67748901	55.5859	67588193	160708	99.7628	0.2372
					Whether resolution	is Pass or Not.	Y	es
					Disclosure of	notes on resolution	Add I	Notes

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group	0				
Public Insitutions	3921388				
Public - Non Insitutions	0				

			Res	olution (5)				
	Res	rdinary / Special)	Ordinary					
Whether	Whether promoter/promoter group are interested in the agenda/resolution?				No			
		Description of resol	ution considered	RA	ATIFICATION OF REM	IUNERATION PAYAE	BLE TO COST AUDITO	DR
Category	ory Mode of voting No. of shares held No. of votes polled % of Votes polled on outstanding shares No. of votes – in favour 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
	E-Voting		46934833	100.0000	46934833	0	100.0000	0.0000
Promoter and	Poll	46934833						
Promoter Group	Postal Ballot (if applicable)							
	Total	46934833	46934833	100.0000	46934833	0	100.0000	0.0000
	E-Voting		20630079	53.8420	20630079	0	100.0000	0.0000
Public-	Poll	38315933						
Institutions	Postal Ballot (if applicable)							
	Total	38315933	20630079	53.8420	20630079	0	100.0000	0.0000
	E-Voting		183891	0.5020	182545	1346	99.2680	0.7320
Public- Non	Poll	36630732	108	0.0003	108	0	100.0000	0.0000
Institutions	Postal Ballot (if applicable)							
	Total	36630732	183999	0.5023	182653	1346	99.2685	0.7315
local	Total 121881498 67748911 55.5859 67747565 1346				99.9980	0.0020		
	Whether resolution is Pass or Not.					Y	es	
	Disclosure of notes on resolution						Add I	Notes

Details of Invalid Votes			
Category	No. of Votes		
Promoter and Promoter Group	0		
Public Insitutions	3921388		
Public - Non Insitutions	0		



P. Eswaramoorthy and Company

Company Secretaries

P. Eswaramoorthy B.Sc. LLB.,FCS.,

CONSOLIDATED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING AND E-VOTING DURING AGM

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014) as amended from time to time and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

To

The Chairman 13th Annual General Meeting (AGM) of the Equity. Shareholders of **Pricol Limited** held on Wednesday, 7th August 2024, at 3:00 p.m. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Dear Sir.

I, P.Eswaramoorthy, Proprietor, P.Eswaramoorthy and Company, Company Secretaries having office at 44 & 44/1, 5th Street, Ramalinga Jothi Nagar, Near Corporation Office, Nanjundapuram Road, Ramanathapuram, Coimbatore - 641 045, Tamil Nadu, India has been appointed as a Scrutinizer of M/s. Pricol Limited ("the Company") for the purpose of Scrutinizing the e-voting process (remote evoting) and electronic voting (e-voting) during the AGM in a fair and transparent manner and ascertaining the requisite majority as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), and in compliance with framework issued by the Ministry of Corporate Affairs through its Circular No.20/2020 dated 05th May, 2020 read with Circular No. 14/2020 dated 08th April, 2020, Circular No.17/2020 dated 13th April, 2020 and Circular No.02/2021 dated 13th January 2021, Circular No.19/2021 dated 08th December 2021, Circular No.21/2021 dated 14th December 2021, Circular No.2/2022 dated 05th May 2022, 10/2022 dated 28th December 2022 and Circular No.09/2023 dated 25th September 2023 to scrutinize on the below mentioned resolution(s), at the 13th Annual General Meeting of the Equity Shareholders of Pricol Limited, held on Wednesday, the 7th day of August, 2024 at 3.00 PM IST through VC/OVAM, submit my report as under:

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) during the AGM on the resolutions proposed in the Notice of the 13th Annual General Meeting of the company is the responsibility of the management.

My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means (by remote e-voting) and electronic voting (e-voting) during the Annual General Meeting in a fair and transparent manner and to furnish a consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic means (by remote e-voting) and electronic voting (e-voting) provided by National Securities Depository Limited (NSDL) on the 13th Annual General Meeting.

I submit my report as under: -

- 1. The remote e-voting period remained open from 3rd August 2024 (9.00 A.M IST) to 6th August 2024 (5.00 P.M IST).
- 2. The Shareholders holding shares as on the "Cut off "date i.e., 31st July 2024 were entitled to vote on the proposed resolutions (Item No. 1 to 5 as set out in the notice of the 13th Annual General Meeting of the Company).
- 3. During the proceedings of the meeting, the shareholders present through VC/OAVM voted through the e-voting facility provided by NSDL. As per the information given by the company, the names of the shareholders who had voted by remote e-voting had been blocked and only those members who were present at the AGM through VC and who had not voted by remote e-voting were allowed to cast their votes through e-voting systems during the Annual General Meeting.
- 4. The details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e voting website of National Securities Depository Limited (NSDL) (https://www.evoting.nsdl.com).
- 5. Based on the data downloaded from the Official website of NSDL for the remote e-voting system and on the basis of the report furnished to me by them on the electronic voting system, I now submit my Consolidated report (Remote e-voting, electronic voting system) are as under:
- 6. Out of the total votes casted, certain votes were considered as invalid for non-receipt of authorisation resolutions / Power of Attorney / Authority Letter. Details of invalid votes are as below:



RESOLUTION NO	TOTAL NUMBER OF MEMBERS VOTED	TOTAL NUMBER OF VOTES CASTED	NUMBER OF MEMBERS WHOSE VOTES WERE CONSIDERED INVALID	NUMBER OF VOTES HELD BY MEMBERS WHOSE VOTES WERE CONSIDERED INVALID
1	373	7,15,88,540	9	39,21,388
2	373	7,16,70,299	9	39,21,388
3	373	7,16,70,299	9	39,21,388
4	372	7,16,70,289	9	39,21,388
5	373	7,16,70,299	9	39,21,388

ORDINARY BUSINESS:

ITEM NO.1

ORDINARY RESOLUTION

ADOPTION OF FINANCIAL STATEMENTS AND REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS:

(i) VOTES CAST IN FAVOUR OF THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF VOTES CAST
Remote E-Voting	355	6,76,66,436	
e-Voting in AGM	2	108	
Total	357	6,76,66,544	99.9991

(ii) VOTES CAST AGAINST THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF VOTES CAST
Remote E-Voting	7	608	
e-Voting in AGM	0	0	
Total	7	608	0.0009

(iii) INVALID VOTES

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST
Remote E-Voting	9	39,21,388
e-Voting in AGM	0	0
Total	9	39,21,388

Based on the aforesaid results, the Ordinary Resolution as contained in Item No.1 has been passed with the requisite majority.

ITEM NO. 2

ORDINARY RESOLUTION

RE-APPOINTMENT OF MR. P.M. GANESH, AS A DIRECTOR:

(i) VOTES CAST IN FAVOUR OF THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF VOTES CAST
Remote E-Voting	348	6,77,09,161	
e-Voting in AGM	2	108	
Total	350	6,77,09,269	99.9415

(ii) VOTES CAST AGAINST THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF VOTES CAST
Remote E-Voting	14	39,642	
e-Voting in AGM	0	0	
Total	14	39,642	0.0585

(iii) INVALID VOTES

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST
Remote E-Voting	9	39,21,388
e-Voting in AGM	0	0
Total	9	39,21,388

<u>Based on the aforesaid results, the Ordinary Resolution as contained in Item No.2 has been passed with the requisite majority.</u>



SPECIAL BUSINESS:

ITEM NO. 3

SPECIAL RESOLUTION

RE-APPOINTMENT & REMUNERATION TO MR. VIKRAM MOHAN, MANAGING DIRECTOR:

(i) VOTES CAST IN FAVOUR OF THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF VOTES CAST
Remote E-Voting	348	6,77,47,933	
e-Voting in AGM	2	108	
Total	350	6,77,48,041	99.9987

(ii) VOTES CAST AGAINST THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF VOTES CAST
Remote E-Voting	14	870	
e-Voting in AGM	0	0	
Total	14	870	0.013

(iii) INVALID VOTES

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST
Remote E-Voting	9	39,21,388
e-Voting in AGM	0	0
Total	9	39,21,388

Based on the aforesaid results, the Special Resolution as contained in Item No.3 has been passed with the requisite majority.



ITEM NO. 4

ORDINARY RESOLUTION

PAYMENT OF COMMISSION TO DIRECTORS:

(i) VOTES CAST IN FAVOUR OF THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF VOTES CAST
Remote E-Voting	328	6,75,88,143	
e-Voting in AGM	1	50	
Total	329	6,75,88,193	99.7628

(ii) VOTES CAST AGAINST THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF VOTES CAST
Remote E-Voting	33	1,60,650	
e-Voting in AGM	1	58	
Total	34	1,60,708	0.2372

(iii) INVALID VOTES

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST
Remote E-Voting	9	39,21,388
e-Voting in AGM	0	0
Total	9	39,21,388

<u>Based on the aforesaid results, the Ordinary Resolution as contained in Item No.4 has been passed with the requisite majority.</u>



ITEM NO. 5

ORDINARY RESOLUTION

RATIFICATION OF REMUNERATION PAYABLE TO COST AUDITOR:

(i) VOTES CAST IN FAVOUR OF THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF VOTES CAST
Remote E-Voting	344	6,77,47,457	
e-Voting in AGM	2	108	
Total	346	6,77,47,565	99.9980

(ii) VOTES CAST AGAINST THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES	PERCENTAGE OF VOTES CAST
Remote E-Voting	18	1,346	
e-Voting in AGM	0	0	
Total	18	1,346	0.0020

(iii) INVALID VOTES

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST
Remote E-Voting	9	39,21,388
e-Voting in AGM	0	0
Total	9	39,21,388

<u>Based on the aforesaid results, the Ordinary Resolution as contained in Item No.5 has been passed with the requisite majority.</u>



All electronic data and relevant records of voting will remain in my safe custody until the Chairman considers, approves and signs the minutes of the 13th Annual General Meeting and the same will be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking You,

Yours faithfully,

For P. Eswaramoorthy and Company

P.ES

Company Secretaries

P. Eswaramoorthy

Proprietor

FCS No. 6510, COP. 7069

Date: 08.08.2024 Place: Coimbatore

UDIN: F006510F000922337