



PRICOL LIMITED

Passion to Excel

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Coimbatore-641 018, India

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pricol.com

CIN: L34200TZ2011PLC022194

CUSTOMERS EMPLOYEES SHAREHOLDERS SUPPLIERS

PL/SEC/TGT/2023-2024/096

Thursday, 10th August, 2023

The Manager Listing Department National Stock Exchange of India Limited “Exchange Plaza”, C-1, Block G Bandra-Kurla Complex, Bandra (E), Mumbai - 400051 Script Code: PRICOLLTD	Corporate Relationship Department BSE Limited 1 st Floor, New Trading Ring Rotunda Building, P J Towers, Dalal Street, Fort, Mumbai 400 001 Script Code: 540293
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Dear Sir,

Sub: 12th 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 12th Annual General Meeting held on 9th August 2023 through Video Conference (VC) have approved the business(es) mentioned in the notice of the 12th AGM dated 10th May, 2023.

In this regard we are enclosing the following:

- Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- Report of the Scrutiniser dated 10th August 2023, 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



Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				ADOPTION OF FINANCIAL STATEMENTS AND REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS				
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		46934833	100.0000	46934833	0	100.0000	0.0000
	Poll	46934833						
	Postal Ballot (if applicable)							
	Total	46934833	46934833	100.0000	46934833	0	100.0000	0.0000
Public-Institutions	E-Voting		1446225	14.7967	1446225	0	100.0000	0.0000
	Poll	9773978						
	Postal Ballot (if applicable)							
	Total	9773978	1446225	14.7967	1446225	0	100.0000	0.0000
Public- Non Institutions	E-Voting		679357	1.0424	678054	1303	99.8082	0.1918
	Poll	65172687	1016	0.0016	1016	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	65172687	680373	1.0440	679070	1303	99.8085	0.1915
Total		121881498	49061431	40.2534	49060128	1303	99.9973	0.0027
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	3385960
Public - Non Insitutions	0

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				RE-APPOINTMENT OF MRS. VANITHA MOHAN, AS A DIRECTOR				
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		46934833	100.0000	46934833	0	100.0000	0.0000
	Poll	46934833						
	Postal Ballot (if applicable)							
	Total	46934833	46934833	100.0000	46934833	0	100.0000	0.0000
Public-Institutions	E-Voting		1554533	15.9048	1375222	179311	88.4653	11.5347
	Poll	9773978						
	Postal Ballot (if applicable)							
	Total	9773978	1554533	15.9048	1375222	179311	88.4653	11.5347
Public- Non Institutions	E-Voting		679107	1.0420	677547	1560	99.7703	0.2297
	Poll	65172687	1016	0.0016	1016	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	65172687	680123	1.0436	678563	1560	99.7706	0.2294
Total		121881498	49169489	40.3420	48988618	180871	99.6321	0.3679
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	3385960
Public - Non Insitutions	0

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				RE-APPOINTMENT OF STATUTORY AUDITOR				
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		46934833	100.0000	46934833	0	100.0000	0.0000
	Poll	46934833						
	Postal Ballot (if applicable)							
	Total	46934833	46934833	100.0000	46934833	0	100.0000	0.0000
Public-Institutions	E-Voting		1554533	15.9048	1554533	0	100.0000	0.0000
	Poll	9773978						
	Postal Ballot (if applicable)							
	Total	9773978	1554533	15.9048	1554533	0	100.0000	0.0000
Public- Non Institutions	E-Voting		679107	1.0420	677764	1343	99.8022	0.1978
	Poll	65172687	1016	0.0016	1016	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	65172687	680123	1.0436	678780	1343	99.8025	0.1975
Total		121881498	49169489	40.3420	49168146	1343	99.9973	0.0027
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	3385960
Public - Non Insitutions	0

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 PAYABLE TO COST AUDITOR				
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		46934833	100.0000	46934833	0	100.0000	0.0000
	Poll	46934833						
	Postal Ballot (if applicable)							
	Total	46934833	46934833	100.0000	46934833	0	100.0000	0.0000
Public-Institutions	E-Voting		1554533	15.9048	1554533	0	100.0000	0.0000
	Poll	9773978						
	Postal Ballot (if applicable)							
	Total	9773978	1554533	15.9048	1554533	0	100.0000	0.0000
Public- Non Institutions	E-Voting		678361	1.0409	676560	1801	99.7345	0.2655
	Poll	65172687	1016	0.0016	1016	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	65172687	679377	1.0424	677576	1801	99.7349	0.2651
Total		121881498	49168743	40.3414	49166942	1801	99.9963	0.0037
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	3385960
Public - Non Insitutions	0



P. Eswaramoorthy and Company

Company Secretaries

ES 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

12th Annual General Meeting (AGM) of the Equity Shareholders of **Pricol Limited** held on Wednesday, 9th August 2023, 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 e-voting) 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 and 10/2022 dated 28th December 2022 to scrutinize on the below mentioned resolution(s), at the 12th Annual General Meeting of the Equity Shareholders of Pricol Limited, held on Wednesday, the 9th day of August, 2023 at 3.00 PM IST through VC/OVAM, submit my report as under:

PALANIGOU
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ESWARAMO
ORTHY

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 12th 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 12th Annual General Meeting.

I submit my report as under: -

1. The remote e-voting period remained open from 5th August 2023 (9.00 A.M IST) to 8th August 2023 (5.00 P.M IST).
2. The Shareholders holding shares as on the "Cut off "date i.e., 2nd August 2023 were entitled to vote on the proposed resolutions (Item No. 1 to 4 as set out in the notice of the 12th 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.nsd.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 284 members who cast their votes by remote e-voting, the votes cast by 3 institutional members holding 33,85,960 votes were considered as invalid for non-receipt of authorisation resolutions / Power of Attorney / Authority Letter.

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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	273	4,90,59,112	
e-Voting in AGM	1	1,016	
Total	274	4,90,60,128	99.9973

(ii) VOTES CAST AGAINST THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF VOTES CAST
Remote E-Voting	6	1,303	
e-Voting in AGM	0	0	
Total	6	1,303	0.0027

(iii) INVALID VOTES

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST
Remote E-Voting	3	33,85,960
e-Voting in AGM	0	0
Total	3	33,85,960

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

**PALANIGOU
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ITEM NO. 2

ORDINARY RESOLUTION

RE-APPOINTMENT OF MRS. VANITHA MOHAN, 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	265	4,89,87,602	
e-Voting in AGM	1	1,016	
Total	266	4,89,88,618	99.6321

(ii) VOTES CAST AGAINST THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF VOTES CAST
Remote E-Voting	13	1,80,871	
e-Voting in AGM	0	0	
Total	13	1,80,871	0.3679

(iii) INVALID VOTES

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST
Remote E-Voting	3	33,85,960
e-Voting in AGM	0	0
Total	3	33,85,960

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

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ITEM NO. 3

ORDINARY RESOLUTION

RE-APPOINTMENT OF STATUTORY 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	271	4,91,67,130	
e-Voting in AGM	1	1,016	
Total	272	4,91,68,146	99.9973

(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	1,343	
e-Voting in AGM	0	0	
Total	7	1,343	0.0027

(iii) INVALID VOTES

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST
Remote E-Voting	3	33,85,960
e-Voting in AGM	0	0
Total	3	33,85,960

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

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SPECIAL BUSINESS:

ITEM NO. 4

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	264	4,91,65,926	
e-Voting in AGM	1	1,016	
Total	265	4,91,66,942	99.9963

(ii) VOTES CAST AGAINST THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF VOTES CAST
Remote E-Voting	12	1,801	
e-Voting in AGM	0	0	
Total	12	1,801	0.0037

(iii) INVALID VOTES

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST
Remote E-Voting	3	33,85,960
e-Voting in AGM	0	0
Total	3	33,85,960

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

PALANIGOU
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ORTHY

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 12th 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
Company Secretaries

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P. Eswaramoorthy
Proprietor
FCS No. 6510, COP. 7069

Date: 10.08.2023

Place: Coimbatore

UDIN: F006510E000775696