

24th September, 2019.

PINC PIONEER
INVESTCORP
LIMITED

BSE Limited

Corporate Relationship Department
1st Floor, New Trading Ring, P J Tower, Dalal Street,
Phiroze Jeejeebhoy Towers, Dalal Street, MUMBAI 400 001

Dear Sir,

**Sub: Compliance of Regulation 30 of the SEBI (LODR) Regulations, 2015 – Proceedings of
Thirty fourth Annual General Meeting.**

Company Code: 507864

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the proceedings of the 34th Annual General Meeting of Pioneer Investcorp Limited held on 24th September, 2019 at 11.30 a.m. at Kilachand Conference Room, Indian Merchants Chamber, Churchgate, Mumbai – 400 020. The Members of the Company has approved the following resolutions:

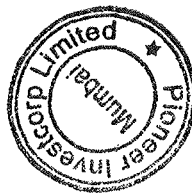
ORDINARY BUSINESS

1. Adoption of Accounts

- a) the Audited Financial Statements of the Company for the financial year ended 31st March, 2019 including audited Balance Sheet as at 31st March, 2019 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, 2019 including audited Balance Sheet as at 31st March, 2019 and the Statement of Profit and Loss for the year ended on that date.

2. To ratify the appointment of Statutory Auditors.

"RESOLVED THAT, pursuant to Sections 139, 142 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, as amended from time to time, pursuant to the recommendation of the Audit Committee and pursuant to the resolution passed by the members at the last AGM held on 22nd September, 2017, the appointment of J. D. Jhaveri & Associates, Chartered Accountant (Firm Reg. no. 111850W) as the statutory auditors of the Company, to hold office till the conclusion of the next AGM on a remuneration that may be determined by the audit committee in consultation with the auditors for the financial year ending 31st March, 2020, and that such remuneration may be paid on a progressive billing basis, be and is hereby ratified".



SPECIAL BUSINESS

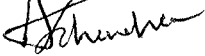
3. To appoint Mr. Athreya Tyagarajan Krishnakumar (Din: 00926304) as Independent Director.

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, 160, Schedule IV and all other applicable provisions of the Companies Act, 2013 (the 'Act') read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable rules, if any, (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and subject to the provisions of the Articles of Association of the Company, and basis the recommendation of Nomination & Remuneration Committee and the Board of Directors of the Company, Mr. Athreya Tyagarajan Krishnakumar (Din: 00926304), who was appointed as an Additional Director (Independent non-executive) pursuant to the provisions of Section 161 and other applicable provisions of the Act to hold Office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act, proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company for a period of five (5) consecutive years from the date of his appointment by the Board, not liable to retire by rotation."

All the above resolutions were passed by the members with overwhelming majority.

Thanking you,
Yours faithfully,

for **PIONEER INVESTCORP LIMITED**


AMIT CHANDRA
COMPANY SECRETARY

