

POLYCAB INDIA LIMITED

Polycab House, 771 Mogul Lane, Mahim (W), Mumbai – 400016
CIN: L31300GJ1996PLC114183
Tel : +91 22 2432 7070-74 Fax : +91 22 2432 7075
Email: shares@polycab.com Website: www.polycab.com



Date: March 2, 2023

To
Department of Corporate Services,
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai – 400 001

To
Listing Department,
National Stock Exchange of India Limited
C-1, G-Block, Bandra-Kurla Complex
Bandra, (E), Mumbai – 400 051

Scrip Code: 542652 Scrip Symbol: Polycab
ISIN:- INE455K01017

Dear Sir / Madam,

Sub: Submission of e-voting results along with Scrutinizer's report

Pursuant to Regulation 30 and Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, please find enclosed e-voting results and Scrutinizer's report on Postal Ballot notice dated January 19, 2023 for:

- (i) Approval for the appointment of Mrs. Manju Agarwal (DIN:06921105) as an Independent Director of the Company.
- (ii) Approval for appointment of Mr. Gandharv Tongia (DIN: 09038711) as Whole-time Director of the Company.

On the basis of the report submitted by the Scrutinizer, the Company hereby declares that the aforesaid resolutions have been passed with requisite majority and such resolutions are deemed to have been passed on the last date of e-voting i.e. March 1, 2023.

The voting results along with the Scrutinizer's Report shall be made available on the Company's website at www.polycab.com and on the website of National Securities Depository Limited at <https://evoting.nsdl.com>.

Kindly take note of the above intimation on record and acknowledge the receipt of the same.

Thanking you

Yours Faithfully
For **Polycab India Limited**

Manita Carmen A. Gonsalves
Company Secretary and Head Legal
Membership No.: A18321
Address: Polycab House, 771, Mogul Lane,
Mahim (West), Mumbai - 400 016

Encl: As above



Registered Office:
Unit No.4, Plot No.105, Halol Vadodara Road,
Village Nurpura, Taluka Halol, Panchmahal, Gujarat-389350
Tel : 2676- 227600 / 227700

General information about Company	
Scrip Code	542652
Scrip Symbol	Polycab
Name of company	POLYCAB INDIA LIMITED
Type of meeting	Postal Ballot
Start time of meeting	09:00
End time of meeting	17:00
VOTING RESULTS	
Record date	20-01-2023
Total number of shareholders on record date	333513
Number of shareholders present in the meeting either in person or through proxy	
a) Promoter and promoter group	NA
b) Public	NA
Number of shareholders attended the meeting through video conferencing	
a) Promoter and promoter group	NA
b) Public	NA
Number of resolutions passed in meeting	NA
Disclosure of notes on voting results	NA

Resolution Required(Ordinary/Special) Whether promoter/Promoter Group are interested in below Resolution					Special			
Description of resolution considered					Not interested			
Appointment of Mrs. Manju Agarwal (DIN:06921105) as an Independent Director of the Company.								
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter and Promoter Group	E-voting	99704399	67381108	67.58087775	67381108	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		99704399	67381108	67.58087775	67381108	0	100
Public Institutions	E-voting	25044308	21041940	84.01885171	20759349	282591	98.65701071	1.342989287
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		25044308	21041940	84.01885171	20759349	282591	98.65701071
Public Non-Institutions	E-voting	24958010	6192379	24.81188887	6189548	2831	99.95428251	0.045717486
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		24958010	6192379	24.81188887	6189548		
Total		149706717	94615427	63.20052226	94330005	285422	99.69833461	0.301665393



Manju

Resolution No. 2

Resolution Required(Ordinary/Special) Whether promoter/Promoter Group are interested in below Resolution					Ordinary			
					Not interested			
Description of resolution considered					Appointment of Mr. Gandharv Tongia (DIN: 09038711) as Whole-time Director of the Company			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	99704399	67381108	67.58	67381108	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	99704399	67381108	67.58	67381108	0	100.00	0.00
Public Institutions	E-voting	25044308	21041940	84.02	14873499	6168441	70.69	29.31
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	25044308	21041940	84.02	14873499	6168441	70.69	29.31
Public Non-Institutions	E-voting	24958010	6192173	24.81	6189310	2863	99.95	0.05
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	24958010	6192173	24.81	6189310	2863	99.95	0.05
Total		149706717	94615221	63.20	88443917	6171304	93.48	6.52



Gandharv Tongia

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended)]

To
The Chairman
Polycab India Limited
Polycab House, 771 Mogul Lane,
Mahim (W), Mumbai – 400016

Sub.: Scrutinizer's Report on Passing of resolutions of Postal Ballot through remote e-voting of Polycab India Limited ('the Company').

I, Dilip Bharadiya, Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of Polycab India Limited ("the Company"), for the purpose of scrutinizing the remote e-voting process for the Postal Ballot, pursuant to the provisions of Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ("SS-2") including any statutory modification(s) or re-enactment(s) thereof for the time being in force, circulars issued by the Ministry of Corporate Affairs ("MCA") ("Circulars") and subject to other applicable laws and regulations.

I, hereby submit my report as under:

1. The management of the Company is responsible to ensure the compliance with the requirements of the Act relating to voting through electronic means on the resolutions contained in the said Notice. My responsibility as a Scrutinizer for the e-voting process is restricted to ensure that the e-voting process is conducted in a fair and transparent manner and make a Scrutinizer's report of the votes cast "in favour" or "against" or "invalid votes", to the Chairman on the resolutions enumerated in the said notice.

2. Dispatch of Notice:

The Company had dispatched the said Notice alongwith the Statement stating out material facts under Section 102 of the Act via e-mail to the members, whose e-mail IDs are registered with Kfin Technologies Limited, Registrar and Share Transfer Agent of the Company ("RTA") on Monday, January 30, 2023.

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The Company had also uploaded the said Notice on its website i.e. www.polycab.com, and on the website of Stock Exchanges viz. BSE Limited and National Stock Exchange of India Limited ("Stock Exchanges") to facilitate the members to cast their votes through remote e-voting.

Advertisement post dispatch of Notice:

Pursuant to clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has published an advertisement in 'Financial Express (English newspaper) and 'Gujarat Samachar (Gujarati newspaper) on January 31, 2023 specifying the required information as provided under the said rule.

3. Cut-off date

The members of the Company holding shares as on the cut-off date i.e. Friday, January 20, 2023, were entitled to vote on the resolutions as set out in the said Notice.

4. E-Voting

a. Agency

- i. The Company engaged the services of National Securities Depository Limited (NSDL) as the Service Provider, for the purpose of extending the facility of remote e-voting via its website, <https://www.evoting.nsdl.com/> to the Members of the Company.
- ii. The Service Provider had provided a system for recording the votes of the Members, cast electronically through remote e-voting on the agenda item as set out in the said Notice.

b. Remote e-voting

The remote e-voting platform was open from Tuesday, January 31, 2023 (9:00 a.m. IST) to Wednesday, March 1, 2023 (5:00 p.m. IST) and members holding shares in physical form and dematerialized form were required to cast their votes electronically through NSDL website. The remote e-voting module was disabled for voting thereafter by the Service Provider.

5. Preparation of results

After the closure of the remote e-voting, the votes cast through website were unblocked and downloaded. The results were prepared after scrutinizing the aforementioned data more particularly with respect to the votes cast "in favor" or "against" or "invalid votes".

The particulars of all the electronic votes cast by the members through the remote e-voting process have been recorded in a register maintained electronically for the purpose.

The result of the remote e-voting is as per the annexure attached herewith.

The relevant records with respect to the postal ballot will be handed over to the Company Secretary for safe custody.

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Conclusion:

The resolutions having secured requisite majority shall be considered to have been passed. The Chairman may accordingly declare the results of voting pursuant to the applicable provisions of the Act and the rules framed thereunder and the Listing Regulations.

Thanking you,

Yours faithfully,
For Dilip Bharadiya & Associates



Dilip Bharadiya

Partner

F.C.S. 7956; C.P. 6740

UDIN : F007956D003224400



Place: Mumbai

Date : March 2, 2023

Resolution No.1								
Resolution Required(Ordinary/Special) Whether promoter/Promoter Group are interested in below Resolution					Special			
					Not interested			
Description of resolution considered					Appointment of Mrs. Manju Agarwal (DIN:06921105) as an Independent Director of the Company.			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	9,97,04,399	6,73,81,108	67.58	6,73,81,108	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		9,97,04,399	6,73,81,108	67.58	6,73,81,108	-	100.00
Public Institutions	E-voting	2,50,44,308	2,10,41,940	84.02	2,07,59,349	2,82,591	98.66	1.34
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		2,50,44,308	2,10,41,940	84.02	2,07,59,349	2,82,591	98.66
Public Non-Institutions	E-voting	2,49,58,010	61,92,379	24.81	61,89,548	2,831	99.95	0.05
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		2,49,58,010	61,92,379	24.81	61,89,548	2,831	99.95
Total		14,97,06,717	9,46,15,427	63.20	9,43,30,005	2,85,422	99.70	0.30

Notes:

1. The percentage is rounded off upto two decimals places.
2. There were no votes cast which could be accounted as Invalid.



Resolution No. 2								
Resolution Required(Ordinary/Special) Whether promoter/Promoter Group are interested in below Resolution					Ordinary			
					Not interested			
Description of resolution considered					Appointment of Mr. Gandharv Tongia (DIN: 09038711) as Whole-time Director of the Company			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	9,97,04,399	6,73,81,108	67.58	6,73,81,108	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		9,97,04,399	6,73,81,108	67.58	6,73,81,108	-	100.00
Public Institutions	E-voting	2,50,44,308	2,10,41,940	84.02	1,48,73,499	61,68,441	70.69	29.31
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		2,50,44,308	2,10,41,940	84.02	1,48,73,499	61,68,441	70.69
Public Non-Institutions	E-voting	2,49,58,010	61,92,173	24.81	61,89,310	2,863	99.95	0.05
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		2,49,58,010	61,92,173	24.81	61,89,310	2,863	99.95
Total		14,97,06,717	9,46,15,221	63.20	8,84,43,917	61,71,304	93.48	6.52

Notes:

1. The percentage is rounded off upto two decimals places.
2. There were no votes cast which could be accounted as Invalid.

