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PDS/SE/2022-23/154

July 30, 2022

Listing Department National Stock Exchange of India Limited Exchange Plaza, C-1 Block G, Bandra Kurla Complex, Bandra (E), Mumbai -400 051 Scrip Symbol: PDSL	Corporate Relationship Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 Scrip Code: 538730
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Sub: Details of Voting Results through Remote E-voting and Electronic Means under Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 [“SEBI Listing Regulations”] along with Consolidated Scrutinizer’s Report

Dear Sir/Madam,

This is to inform you that the Annual General Meeting (“AGM”) of the Company was held on Friday, July 29, 2022 at 2:30 P.M. (IST) and concluded at 3:25 P.M. (IST) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) facility.

The Company had provided Remote E-Voting facility to the Members on Resolutions proposed to be considered at the AGM from Tuesday, July 26, 2022 (9.00 A.M. IST) to Thursday, July 28, 2022 (5.00 P.M. IST) on the E-Voting portal of Link Intime India Private Limited (“Link Intime”). Further, those Members, who had participated through VC/OAVM facility, were provided facility to E-Vote through InstaMeet at the AGM.

All items of business contained in the Notice of the AGM were approved by the Members with overwhelming majority. The details of Voting Results, as per the requirements of Regulation 44(3) of the SEBI Listing Regulations read with Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, are enclosed herewith in the prescribed format as **Annexure – 1** for your reference.

We are also enclosing herewith the Consolidated Report of the Scrutinizer on Remote E-Voting prior and E-Voting at the AGM as **Annexure – 2**. The above are also being uploaded on the Company’s website at <https://www.pdsmultinational.com/> and on the website of Link Intime at <https://instavote.linkintime.co.in>, the E-Voting agency.

You are requested to kindly take the above information on record for the purpose of dissemination to the shareholders.

Thanking you,

Yours faithfully,
for **PDS Limited**
(Erstwhile PDS Multinational Fashions Limited)


Abhishekh Kanoi
Head of Legal & Company Secretary
ICSI Membership No.: F-9530



Encl.: As above

PDS Limited

(Erstwhile PDS Multinational Fashions Limited)

Corporate Office: Unit No. 971, Solitaire Corporate Park, Andheri Ghatkopar Link Road, Andheri East, Mumbai 400093, Maharashtra, India. ☎ +91 2241441100

Registered Office: No. 758 & 759, 2nd Floor, 19th Main, Sector-2, HSR Layout, Bangalore 560102, Karnataka, India. ☎ +91 8067653000

CIN: L18101KA2011PLC094125 🌐 www.pdsmultinational.com 📧 info@psdmultinational.com

ANNEXURE – 1
A. DETAILS OF THE PROCEEDINGS OF THE MEETING:

Sl. No.	Particulars	Details
1	Date of Annual General Meeting ('AGM')	July 29, 2022
2	Total No. of Shareholders as on Cut-off Date i.e. Friday, July 22, 2022 for Voting purpose	14572
3	No. of Shareholders present in the AGM either in person or through proxy	Not Applicable
4	Total No. of Shareholders attended the AGM through Video Conferencing and other Audio-Visual Means facility: a) Promoter and Promoter Group(s): 8 b) Public: 41	49

B. RESULTS OF THE MEETING:

Sl. No.	Agenda	Type of Resolution (Ordinary/Special)	Mode of Voting	Remarks
1	To receive, consider and adopt: a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and the Auditors thereon; and b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, together with the Report of the Auditors thereon.	Ordinary Resolution	Remote E-Voting and E-Voting during the AGM	Passed with requisite majority
2	To declare the Final Dividend of Rs. 23.85/- (Rupees Twenty-Three and Eighty-Five Paise Only) per share for the financial year ended March 31, 2022.	Ordinary Resolution	Remote E-Voting and E-Voting during the AGM	Passed with requisite majority
3	To appoint a Director in place of Mr. Pallak Seth (DIN 00003040) who retires by rotation and, being eligible, offers himself for re-appointment.	Ordinary Resolution	Remote E-Voting and E-Voting during the AGM	Passed with requisite majority



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4	To approve sub-division of Equity Shares of the Company having face value of Rs. 10/- per share to Rs. 2/- per share.	Ordinary Resolution	Remote E-Voting and E-Voting during the AGM	Passed with requisite majority
5	To approve alteration in the Memorandum of Association of the Company.	Ordinary Resolution	Remote E-Voting and E-Voting during the AGM	Passed with requisite majority

C. RESOLUTIONWISE DETAILS OF VOTING RESULTS:

Details of Voting Results, as per the requirements of Regulation 44(3) of the SEBI Listing Regulations, as attached.

PDS Limited

(Erstwhile PDS Multinational Fashions Limited)

Corporate Office: Unit No. 971, Solitaire Corporate Park, Andheri Ghatkopar Link Road, Andheri East, Mumbai 400093, Maharashtra, India. ☎ +91 2241441100

Registered Office: No. 758 & 759, 2nd Floor, 19th Main, Sector-2, HSR Layout, Bangalore 560102, Karnataka, India. ☎ +91 8067653000

CIN: L18101KA2011PLC094125 🌐 www.pdsmultinational.com ✉ info@pdsmultinational.com

PDS Limited (Erstwhile PDS Multinational Fashions Limited)

Resolution Required : (Ordinary)	<p>1 - Adoption of:</p> <p>a. the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022, together with the Reports of the Board of Directors and the Auditors thereon; and</p> <p>b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2022, together with the Report of the Auditors thereon.</p>
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Whether promoter/ promoter group are interested in the agenda/resolution?	No
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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
Promoter and Promoter Group	E-Voting	17359886	17343407	99.9051	17343407	0	100.0000	0.0000
	Poll/E-Voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		17343407	99.9051	17343407	0	100.0000	0.0000
Public Institutions	E-Voting	1158341	39754	3.4320	39754	0	100.0000	0.0000
	Poll/E-Voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		39754	3.4320	39754	0	100.0000	0.0000
Public Non Institutions	E-Voting	7578497	240889	3.1786	240877	12	99.9950	0.0050
	Poll/E-Voting during the AGM		12	0.0002	12	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		240901	3.1788	240889	12	99.9950	0.0050
Total		26096724	17624062	67.5336	17624050	12	99.9999	0.0001




PDS Limited (Erstwhile PDS Multinational Fashions Limited)

Resolution Required : (Ordinary)			2 - Declaration of the Final Dividend of Rs. 23.85/- (Rupees Twenty-Three and Eighty-Five Paise Only) per share for the financial year ended March 31, 2022.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	17359886	17343407	99.9051	17343407	0	100.0000	0.0000
	Poll/E-Voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		17343407	99.9051	17343407	0	100.0000	0.0000
Public Institutions	E-Voting	1158341	39754	3.4320	39754	0	100.0000	0.0000
	Poll/E-Voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		39754	3.4320	39754	0	100.0000	0.0000
Public Non Institutions	E-Voting	7578497	240889	3.1786	240877	12	99.9950	0.0050
	Poll/E-Voting during the AGM		12	0.0002	12	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		240901	3.1788	240889	12	99.9950	0.0050
Total		26096724	17624062	67.5336	17624050	12	99.9999	0.0001




PDS Limited (Erstwhile PDS Multinational Fashions Limited)

Resolution Required : (Ordinary)			3 - Appointment of a Director in place of Mr. Pallak Seth (DIN: 00003040) who retires by rotation and, being eligible, offers himself for re-appointment					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	17359886	17343407	99.9051	17343407	0	100.0000	0.0000
	Poll/E-Voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		17343407	99.9051	17343407	0	100.0000	0.0000
Public Institutions	E-Voting	1158341	39754	3.4320	39754	0	100.0000	0.0000
	Poll/E-Voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		39754	3.4320	39754	0	100.0000	0.0000
Public Non Institutions	E-Voting	7578497	240889	3.1786	240877	12	99.9950	0.0050
	Poll/E-Voting during the AGM		12	0.0002	12	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		240901	3.1788	240889	12	99.9950	0.0050
Total		26096724	17624062	67.5336	17624050	12	99.9999	0.0001

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PDS Limited (Erstwhile PDS Multinational Fashions Limited)

Resolution Required : (Ordinary)			4 - Approval for Sub-Division of Equity Shares of the Company having Face Value of Rs. 10/- Per Share to Rs. 2/- Per Share.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	17359886	17343407	99.9051	17343407	0	100.0000	0.0000
	Poll/E-Voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		17343407	99.9051	17343407	0	100.0000	0.0000
Public Institutions	E-Voting	1158341	39754	3.4320	39754	0	100.0000	0.0000
	Poll/E-Voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		39754	3.4320	39754	0	100.0000	0.0000
Public Non Institutions	E-Voting	7578497	240889	3.1786	240877	12	99.9950	0.0050
	Poll/E-Voting during the AGM		12	0.0002	12	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		240901	3.1788	240889	12	99.9950	0.0050
Total		26096724	17624062	67.5336	17624050	12	99.9999	0.0001




PDS Limited (Erstwhile PDS Multinational Fashions Limited)

Resolution Required : (Ordinary)			5 - Approval for Alteration in the Memorandum of Association of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	17359886	17343407	99.9051	17343407	0	100.0000	0.0000
	Poll/E-Voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		17343407	99.9051	17343407	0	100.0000	0.0000
Public Institutions	E-Voting	1158341	39754	3.4320	39754	0	100.0000	0.0000
	Poll/E-Voting during the AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		39754	3.4320	39754	0	100.0000	0.0000
Public Non Institutions	E-Voting	7578497	240889	3.1786	240877	12	99.9950	0.0050
	Poll/E-Voting during the AGM		12	0.0002	12	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		240901	3.1788	240889	12	99.9950	0.0050
Total		26096724	17624062	67.5336	17624050	12	99.9999	0.0001






Date: 30-07-2022

SCRUTINIZER'S REPORT

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

To,
The Chairman
PDS Limited
(Erstwhile "PDS Multinational Fashions Limited")
No. 758 & 759, 2nd Floor, 19th Main, Sector -2,
HSR Layout, Bengaluru- 560 102, Karnataka,

[CIN: L18101KA2011PLC094125]

Dear Sir,

Sub: Consolidated Scrutinizer's Report on Remote E-Voting and E-Voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, for the 11th Annual General Meeting of PDS Limited (Erstwhile PDS Multinational Fashions Limited), for the Financial Year 2021-22, held on Friday, July 29 2022 at 02:30 P.M. (IST) through Video Conferencing/ Other Audio Visual Means

I, Mohit Maheshwari, Partner (C.P. No. 19946) of M/s. MAKS & Co., Practicing Company Secretaries (FRN: P2018UP067700), had been appointed as the Scrutinizer by the Board of Directors vide its resolution dated May 16, 2022, pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("The Rules"), as amended, to conduct the Remote E-Voting and E-Voting process through Insta-Poll during the 11th Annual General Meeting ("AGM") in a fair and transparent manner in respect of the below mentioned resolutions proposed at the 11th AGM of PDS Limited ("Erstwhile PDS Multinational Fashions Limited") ("the Company"), held on Friday, July 29, 2022 at 02:30 P.M. (IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').

The Management of the Company is responsible to ensure the compliances of the Act and Rules thereof on the resolutions contained in the Notice of the AGM. My responsibilities as scrutinizer is restricted to make a Scrutinizer's Report of the votes cast 'For' or 'Against' the resolutions stated in the Notice.

Report on scrutiny:

1. The AGM Notice was circulated by the Company on July 7, 2022 to the shareholders whose email addresses are registered with the Company/Depositories for convening of AGM of the Company on Friday, July 29, 2022 at 02.30 P.M. (IST) through VC / OAVM to transact the business, as set out in the AGM Notice, in compliance with the applicable provisions of the Companies Act, 2013 and Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with General Circular 14/2020 dated April 8, 2020; General Circular 17/2020 dated April 13, 2020; 20/2020 dated May 05, 2020; 02/2021 dated January 13, 2021; 19/2021 dated December 08, 2021; 21/2021 dated December 14, 2021; and 02/2022 dated May 05, 2022 respectively, issued by the Ministry of Corporate Affairs (Collectively "MCA Circulars") and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and circular No. SEBI/HO/CFD/CMD 2/CIR/P/2022/62 dated May 13, 2022 issued by the Securities and Exchange Board of India ("SEBI Circular") permitting the Companies to hold General Meetings without the physical presence of Members at a common venue. The dispatch of the Notice of AGM through e-mails was completed on July 7, 2022.



2. The Company had availed the Remote E-Voting and E-Voting facility offered by Link Intime India Private Limited (“**Link Intime**”) for conducting Remote E-Voting/ E-Voting by the Shareholders of the Company.
3. The Remote E-Voting commenced from Tuesday, July 26, 2022 (9:00 A.M. IST) and ended on Thursday, July 28, 2022 (5:00 P.M. IST) via E-Voting Platform on the designated website of Link Intime, Authorized Agency to provide E-Voting facility, viz. <https://instavote.linkintime.co.in>.
4. Members who had not casted their vote by Remote E-Voting were allowed to do E-Voting at the AGM.
5. The Equity Shareholders holding shares as on Cut-off Date i.e. Friday, July 22, 2022, were entitled to vote on the resolutions stated in the Notice of the AGM of the Company.
6. After the closure of E-Voting at the AGM, the report on Voting done at the AGM and the Votes cast under Remote E-Voting facility prior to the AGM were unblocked and were counted.
7. I have scrutinized and reviewed the Remote E-Voting prior and E-voting during the AGM and votes cast therein based on the data downloaded from the Link Intime E-Voting system.
8. I now submit my consolidated Report as under on the result of the Remote E-Voting and E-Voting in respect of the following resolutions.

S. No.	Type of Resolution(s)	Particulars
1	Ordinary Resolution	1. To receive, consider and adopt: a. the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022, together with the Reports of the Board of Directors and the Auditors thereon; and b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2022, together with the Report of the Auditors thereon.
2	Ordinary Resolution	To declare the Final Dividend of Rs. 23.85/- (Rupees Twenty-Three and Eighty-Five Paise Only) per share for the financial year ended March 31, 2022.
3	Ordinary Resolution	To appoint a Director in place of Mr. Pallak Seth (DIN 00003040)) who retires by rotation and, being eligible, offers himself for re-appointment.
4	Ordinary Resolution	To approve sub-division of equity shares of the company having face value of Rs. 10/- per share to Rs. 2/- per share.
5	Ordinary Resolution	To approve alteration in the Memorandum of Association of the Company.

**CONSOLIDATED REPORT ON RESULT OF VOTING THROUGH REMOTE E-VOTING PRIOR TO THE AGM AND E-VOTING DURING THE AGM IS AS UNDER:****ITEM NO. 1: ORDINARY RESOLUTION**

To receive, consider and adopt:

- a. the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022, together with the Reports of the Board of Directors and the Auditors thereon; and
- b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2022, together with the Report of the Auditors thereon.

(i) Voted in **favour** of the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
56	1,76,24,050	99.99

(ii) Voted **against** the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
11	12	Negligible

(iii) Votes **invalid**:

Number of Members whose votes were declared invalid	Number of Invalid Votes Cast by them
Nil	NA

ITEM NO. 2: ORDINARY RESOLUTION

To declare the Final Dividend of Rs. 23.85/- (Rupees Twenty-Three and Eighty-Five Paise Only) per share for the financial year ended March 31, 2022.

(i) Voted in **favour** of the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
56	1,76,24,050	99.99

(ii) Voted **against** the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
11	12	Negligible

(iii) Votes **invalid**:

Number of Members whose votes were declared invalid	Number of Invalid Votes Cast by them
Nil	NA

**ITEM NO. 3: ORDINARY RESOLUTION**

To appoint a Director in place of Mr. Pallak Seth (DIN 00003040) who retires by rotation and, being eligible, offers himself for re-appointment.

(i) Voted in **favour** of the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
56	1,76,24,050	99.99

(ii) Voted **against** the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
11	12	Negligible

(iii) Votes **invalid**:

Number of Members whose votes were declared invalid	Number of Invalid Votes Cast by them
Nil	NA

ITEM NO. 4: ORDINARY RESOLUTION

To approve sub-division of Equity Shares of the company having face value of Rs. 10/- per share to Rs. 2/- per share.

(i) Voted in **favour** of the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
56	1,76,24,050	99.99

(ii) Voted **against** the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
11	12	Negligible

(iii) Votes **invalid**:

Number of Members whose votes were declared invalid	Number of Invalid Votes Cast by them
Nil	NA

ITEM NO. 5: ORDINARY RESOLUTION

To approve alteration in the Memorandum of Association of the Company.



MAKS & CO.

Company Secretaries

FRN: P2018UP067700

O: 516, Fifth Floor, Wave Silver Tower, Sector 18,
Noida, U.P. – 201301

E: services@forecoreprofessionals.com

D: +120 120 413 2722

(i) Voted in **favour** of the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
56	1,76,24,050	99.99

(ii) Voted **against** the resolution:

Number of Members voted	Number of valid Votes Cast by them	% of total number of valid votes cast
11	12	Negligible

(iii) Votes **invalid**:

Number of Members whose votes were declared invalid	Number of Invalid Votes Cast by them
Nil	NA

1. Based on the above Voting, all Resolutions carried on with requisite majority, accordingly I request the Chairman of the AGM to announce the results of the Meeting.
2. The electronic data and all other relevant records of Voting (Remote E-Voting and E-Voting at the AGM as 'Insta Poll') will remain in my custody until the Chairman considers, approves and signs the minutes of the AGM and the same shall be handed over thereafter to the Chairman.

Thanking you,

Yours Sincerely,

For **MAKS & Co.,**
Company Secretaries
[FRN P2018UP067700]

MOHIT
MAHESHWARI

Digitally signed by
MOHIT MAHESHWARI
Date: 2022.07.30
12:12:42 +05'30'

Mohit Maheshwari
Membership No: F9565
C.P. No: 19946
Peer Review Certificate No.: 2064/2022

UDIN: F009565D000712619

Date: 30-07-2022
Place: Noida, U.P.

Countersigned by

Authorised Signatory

