



PIIL:SEC:NSE/BSE:69:2021-22
September 14, 2021

BSE Limited Corporate Relationship Deptt. PJ Towers, 25 th Floor, Dalal Street, Mumbai – 400 001 Code No.523642	National Stock Exchange of India Ltd. Exchange Plaza, Plot No.C/1, G-Block Bandra Kurla Complex, Bandra (East), Mumbai – 400 051. Code No. PIIND
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Dear Sir,

Sub: Disclosure of voting results of the 74th Annual General Meeting of PI Industries Limited held on September 14, 2021 along with the Scrutinizers Report.

Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 and Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find below the voting results (**Annexure A**) of the 74th Annual General Meeting of PI Industries Limited along with the Scrutinizer's Report attached (**Annexure B**).

Kindly take the same on record.

Thanking you,

Yours faithfully,
For PI Industries Ltd.



Naresh Kapoor
Company Secretary



Resolution Details(1)					To receive, consider and adopt the Audited Financial Statements (both Standalone and Consolidated) of the Company for the financial year ended March 31, 2021 and the Report of Directors and Auditor thereon.			
Resolution Required					NO			
Whether promoter/ promoter group are interested in the agenda/resolution?					NO			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - In favour	No. of votes - in Against	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100
		(1)	(2)		(4)	(5)	0	0
Promoter and Promoter Group	E-voting	70920494	70920494	100.00	70920494	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		70920494	70920494	100.00	70920494	0	100.00
Public Institutions	E-voting	56565890	45962455	81.25	45962455	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		56565890	45962455	81.25	45962455	0	100.00
Public Non-Institutions	E-voting	24231734	7709782	31.82	7709336	446	99.99	0.01
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total		24231734	7709782	31.82	7709336	446	99.99
Total		151718118	124592731	82.12	124592285	446	100.00	0.00

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Resolution Details(2)								
Resolution Required					To confirm the payment of Interim Dividend and to declare Final Dividend on equity shares for the financial year ended March 31, 2021.			
Whether promoter/ promoter group are interested in the agenda/resolution?					NO			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares (3)= [(2)/(1)]*100	No. of votes - in favour	No. of votes - in Against	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - In Against (7)=[(5)/(2)]*100
		(1)	(2)		(4)	(5)	0	0
Promoter and Promoter Group	E-voting		70920494	100.00	70920494	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)	70920494	0	0.00	0	0	0.00	0.00
	Total	70920494	70920494	100.00	70920494	0	100.00	0.00
Public Institutions	E-voting		48414433	85.59	48414433	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)	56565890	0	0.00	0	0	0.00	0.00
	Total	56565890	48414433	85.59	48414433	0	100.00	0.00
Public Non-Institutions	E-voting		7709783	31.82	7709338	445	99.99	0.01
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)	24231734	0	0.00	0	0	0.00	0.00
	Total	24231734	7709783	31.82	7709338	445	99.99	0.01
Total		151718118	127044710	83.74	127044265	445	100.00	0.00

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Resolution Details(3)								
Resolution Required					To appoint a Director in place of Dr. Raman Ramachandran (DIN: 00200297), 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	% votes polled on outstanding shares (3)= [(2)/(1)]*100	No. of votes - In favour	No. of votes - In Against	% of votes - In favour	% of votes - In Against
		(1)	(2)		(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		70920494	100.00	70920494	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)	70920494	0	0.00	0	0	0.00	0.00
	Total	70920494	70920494	100.00	70920494	0	100.00	0.00
Public Institutions	E-voting		47424910	83.84	45711834	1713076	96.39	3.61
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)	56565890	0	0.00	0	0	0.00	0.00
	Total	56565890	47424910	83.84	45711834	1713076	96.39	3.61
Public Non-Institutions	E-voting		7709763	31.82	7709115	648	99.99	0.01
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)	24231734	0	0.00	0	0	0.00	0.00
	Total	24231734	7709763	31.82	7709115	648	99.99	0.01
Total		151718118	126056167	83.09	124341443	1713724	98.64	1.36

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Resolution Details(4)								
Resolution Required					Ratification of Cost Auditors remuneration.			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
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		70920494	100.00	70920494	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)	70920494	0	0.00	0	0	0.00	0.00
	Total	70920494	70920494	100.00	70920494	0	100.00	0.00
Public Institutions	E-voting		48414433	85.59	48414433	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)	56565890	0	0.00	0	0	0.00	0.00
	Total	56565890	48414433	85.59	48414433	0	100.00	0.00
Public Non-Institutions	E-voting		7709746	31.82	7708016	1730	99.98	0.02
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)	24231734	0	0.00	0	0	0.00	0.00
	Total	24231734	7709746	31.82	7708016	1730	99.98	0.02
Total		151718118	127044673	83.74	127042943	1730	100.00	0.00

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Resolution Details(5)								
Resolution Required					Elevation of the position held by Mr. Rajnish Sarna (DIN: 06429468) from Whole-time Director to Joint Managing Director of the Company w.e.f. May 18, 2021.			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares (3)= [(2)/(1)]*100	No. of votes - in favour	No. of votes - in Against	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100
		(1)	(2)		(4)	(5)		
Promoter and Promoter Group	E-voting		70920494	100.00	70920494	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)	70920494	0	0.00	0	0	0.00	0.00
	Total	70920494	70920494	100.00	70920494	0	100.00	0.00
Public Institutions	E-voting		48414433	85.59	32649777	15764656	67.44	32.56
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)	56565890	0	0.00	0	0	0.00	0.00
	Total	56565890	48414433	85.59	32649777	15764656	67.44	32.56
Public Non-Institutions	E-voting		7701516	31.78	7700168	1348	99.98	0.02
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)	24231734	0	0.00	0	0	0.00	0.00
	Total	24231734	7701516	31.78	7700168	1348	99.98	0.02
Total		151718118	127036443	83.73	111270439	15766004	87.59	12.41

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Resolution Details(6)								
Resolution Required					Appointment of Dr. K.V.S. Ram Rao (DIN: 08874100) as Director 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	% votes polled on outstanding shares (3)= [(2)/(1)]*100	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)		(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		70920494	100.00	70920494	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)	70920494	0	0.00	0	0	0.00	0.00
	Total	70920494	70920494	100.00	70920494	0	100.00	0.00
Public Institutions	E-voting		47424910	83.84	38065562	9359348	80.26	19.74
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)	56565890	0	0.00	0	0	0.00	0.00
	Total	56565890	47424910	83.84	38065562	9359348	80.26	19.74
Public Non-Institutions	E-voting		7709745	31.82	7708405	1340	99.98	0.02
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)	24231734	0	0.00	0	0	0.00	0.00
	Total	24231734	7709745	31.82	7708405	1340	99.98	0.02
Total		151718118	126055149	83.09	116694461	9360688	92.57	7.43

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Resolution Details(7)								
Resolution Required					Appointment of Dr. K.V.S. Ram Rao (DIN: 08874100) as a Whole-time Director 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	% votes polled on outstanding shares (3)= [(2)/(1)]*100	No. of votes - in favour	No. of votes - in Against	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100
		(1)	(2)		(4)	(5)		
Promoter and Promoter Group	E-voting		70920494	100	70920494	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)	70920494	0	0.00	0	0	0.00	0.00
	Total	70920494	70920494	100.00	70920494	0	100.00	0.00
Public Institutions	E-voting		45398415	80.26	33049274	12349141	72.80	27.20
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)	56565890	0	0.00	0	0	0.00	0.00
	Total	56565890	45398415	80.26	33049274	12349141	72.80	27.20
Public Non-Institutions	E-voting		7709743	31.82	7707342	2401	99.97	0.03
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)	24231734	0	0.00	0	0	0.00	0.00
	Total	24231734	7709743	31.82	7707342	2401	99.97	0.03
Total		151718118	124028652	81.75	111677110	12351542	90.04	9.96

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Resolution Details(8)

Resolution Required					Payment of remuneration by way of commission to Mr. Narayan K. Seshadri (DIN: 00053563), a Non-Executive Independent Chairperson 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	% votes polled on outstanding shares (3)= [(2)/(1)]*100	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)		(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		70920494	100.00	70920494	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)	70920494	0	0.00	0	0	0.00	0.00
	Total	70920494	70920494	100.00	70920494	0	100.00	0.00
Public Institutions	E-voting		45398415	80.26	44298116	1100299	97.58	2.42
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)	56565890	0	0.00	0	0	0.00	0.00
	Total	56565890	45398415	80.26	44298116	1100299	97.58	2.42
Public Non-Institutions	E-voting		7709726	31.82	7707335	2391	99.97	0.03
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)	24231734	0	0.00	0	0	0.00	0.00
	Total	24231734	7709726	31.82	7707335	2391	99.97	0.03
Total		151718118	124028635	81.75	122925945	1102690	99.11	0.89

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A. K. FRIENDS & CO.
Company Secretaries

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Consolidated Scrutinizer's Report

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

To,

The Chairman
PI Industries Limited (CIN: L24211RJ1946PLC000469)
Registered office: Udaisagar Road,
Udaipur Rajasthan- 313001

74th Annual general Meeting of the Equity Shareholders of PI Industries Limited held on Tuesday, September 14, 2021 by means of Video Conferencing (VC)/ other Audio-Visual means (OAVM) commenced at 10:30 A.M. (IST)

Re: Consolidated Scrutinizer's Report on electronic 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 till date and in accordance with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

I, Ashish Kumar Friends, Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of M/s PI Industries Limited (CIN: L24211RJ1946PLC000469) at its meeting held on July 30, 2021 for the purpose of scrutinizing the process of voting through electronic means i.e. remote voting/e-voting on the resolutions contained in the notice of AGM dated July 30, 2021 pursuant to section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing obligations and Disclosure Requirements) Regulations, 2015 as amended till date.

In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020 issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by the Securities and Exchange Board of India ("SEBI Circular"), physical attendance of the Members to the AGM venue is not required and in compliance with the provisions of the MCA Circulars, the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the AGM of the Company is being held through video conferencing (VC) or other audio visual means (OAVM). The deemed venue for the 74th AGM shall be the Registered Office of the Company.



Report on Scrutiny:

- The Company had appointed National Securities Depository Limited ('NSDL') as the Service Provider, for the purpose of extending the facility of Remote E-Voting and for voting electronically at the AGM to the Members of the Company
- KFin Technologies Private Limited ('Kfintech'), (formerly Karvy Fintech Private Limited) are the Registrar and Share Transfer Agents ('RTA') of the Company.
- NSDL had provided a system for recording the votes of the Members electronically through Remote E-voting as well as E-voting conducted during the AGM on all the items of the business (both Ordinary and Special businesses) sought to be transacted in the 74th AGM of the Company, which was held on Tuesday, September 14, 2021.
- NSDL had set up electronic voting facility on their website, <https://www.evoting.nsdl.com>. The Company had uploaded all the items of the business to be transacted at the 74th AGM on it and on NSDL website and also on the websites of BSE Limited and National Stock Exchange of India Limited (Stock Exchanges where the Equity Shares of the Company are listed), to facilitate their Members to cast their vote through Remote E-Voting.
- As mentioned in the Applicable Circulars, NSDL had sent the Notices of the AGM along with Annual Report for the Financial Year 2020-21 and E-voting details by email to Members, whose email-ID's were made available by the Depositories. For those Members, whose email ID's were not available, or held in physical form, who had not registered their email IDs with the RTA the Notices could not be sent. The Company had advertised in the newspapers, asking those Members who have not provided their email IDs to do so and to the extent, details were provided by the Members were considered for sending the Notice of the 74th AGM. A copy of this advertisement was also uploaded on company's investor section as well disseminated to BSE and National Stock Exchange of India Ltd. The Notices sent through e-mail contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and as provided in the **Applicable Circulars**.
- The Cut-off date for the purposes of identifying the Members who were entitled to vote on the resolutions placed for approval of the Members was **September 07, 2021**.
- As prescribed in the aforesaid Rules, the Remote E Voting facility was kept open for 5 (five) days **from Thursday, September 09, 2021 at 9.00 A.M. to Monday, September 13, 2021 at 5.00 P.M.**



- The Company completed the dispatch of the notices by email to the Members on August 23rd, 2021.
- The Company also released an advertisement in English in 'Financial Express' newspaper having country-wide circulation on August 25, 2021 and in Hindi in 'Pratahkal' on August 25, 2021.
- At the end of the voting period on Monday, September 13, 2021 at 5.00 P.M., the voting portal of the NSDL, service provider was blocked forthwith.
- At the 74th AGM of the Company held through VC/OAVM, on Tuesday, September 14, 2021, after considering all the items of businesses, the facility to vote electronically (E-voting) was provided to facilitate those members who are attending the 74th AGM through VC but could not participate in the Remote E-voting to record their votes.
- On Tuesday September 14, 2021, after tabulating the votes cast electronically by the system provided by NSDL, the votes cast through Remote E-Voting facility and E-voting during the 74th AGM were duly unblocked by me as a Scrutinizer in the presence of two witnesses who are not in employment of the Company, as prescribed in Sub Rule 4(xii) of the said Rule 20. *Amrita Leekha - [Signature]*
DINESH CHANDRA - *[Signature]*
- The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules there under and SEBI Listing Regulations.
- My responsibility as the Scrutinizer of the voting process (through E-voting), was restricted to scrutinize the E-voting process (Remote E-voting and E-voting during the 74th AGM), in a fair and transparent manner and to prepare a Consolidated Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the Notice, based on the reports generated from the E-voting system provided by NSDL.



Consolidated Results

I now submit my Consolidated Scrutinizer Report taking in to account the results of the remote e-voting carried out by the members and E-voting during the AGM in respect of the resolutions contained in AGM Notice dated July30, 2021:

Resolution No: -1 Ordinary Resolution: To receive, consider and adopt the Audited Financial Statements (both Standalone and Consolidated) of the Company for the financial year ended March 31, 2021 and the Report of Directors and Auditors thereon.

Type of Voting	Votes in favour of the Resolution		Votes against the resolution		Invalid Votes
	No.ofshares/e-votes	%age of Shares/e-votes	No.ofshares/e-votes	%age of Shares/e-votes	No. of shares/e-votes
Total Votes through Remote e-Voting and e-Voting at meeting	12,45,92,285	99.99	446	0.01	-

Resolution No:-2 Ordinary Resolution: To confirm the payment of Interim Dividend and to declare Final Dividend on equity shares for the financial year ended March 31, 2021.

Type of Voting	Votes in favour of the Resolution		Votes against the resolution		Invalid Votes
	No.ofshares/e-votes	%age of Shares/e-votes	No.ofshares/e-votes	%age of Shares/e-votes	No. of shares/e-votes
Total Votes through Remote e-Voting and e-Voting at meeting	12,70,44,265	99.99	445	0.01	-

Resolution No: -3 Ordinary Resolution: To appoint a Director in place of Dr. Raman Ramachandran (DIN: 00200297), who retires by rotation, and being eligible, offers himself for reappointment.



Type of Voting	Votes in favour of the Resolution		Votes against the resolution		Invalid Votes
	No.ofshares/ e-votes	%age of Shares/ e-votes	No.ofshares/ e-votes	%age of Shares/ e-votes	
Total Votes through Remote e-Voting and e-Voting at meeting	12,43,41,443	98.64	17,13,724	1.36	-

Resolution No: -4 Ordinary Resolution: Ratification of Cost Auditors remuneration.

Type of Voting	Votes in favour of the Resolution		Votes against the resolution		Invalid Votes
	No.ofshares/ e-votes	%age of Shares/ e-votes	No.ofshares/ e-votes	%age of Shares/ e-votes	
Total Votes through Remote e-Voting and e-Voting at meeting	12,70,42,943	99.99	1,730	0.01	-

Resolution No: -5 Ordinary Resolution: Elevation of the position held by Mr. Rajnish Sarna (DIN: 06429468) from Whole-time Director to Joint Managing Director of the Company w.e.f May 18, 2021.

Type of Voting	Votes in favour of the Resolution		Votes against the resolution		Invalid Votes
	No.ofshares/ e-votes	%age of Shares/ e-votes	No.ofshares/ e-votes	%age of Shares/ e-votes	
Total Votes through Remote e-Voting and e-Voting at meeting	11,12,70,439	87.59	1,57,66,004	12.41	-



Resolution No: -6 Ordinary Resolution: Appointment of Dr. K.V.S. Ram Rao (DIN: 08874100) as Director of the Company.

Type of Voting	Votes in favour of the Resolution		Votes against the resolution		Invalid Votes
	No.ofshares/ e-votes	%age of Shares/ e-votes	No.ofshares/ e-votes	%age of Shares/ e-votes	
Total Votes through Remote e-Voting and e-Voting at meeting	11,66,94,461	92.57	93,60,688	7.43	-

Resolution No: -7 Special Resolution: Appointment of Dr. K.V.S. Ram Rao (DIN: 08874100) as a Whole- time Director of the Company.

Type of Voting	Votes in favour of the Resolution		Votes against the resolution		Invalid Votes
	No.ofshares/ e-votes	%age of Shares/ e-votes	No.ofshares/ e-votes	%age of Shares/ e-votes	
Total Votes through Remote e-Voting and e-Voting at meeting	11,16,77,110	90.04	1,23,51,542	9.96	-

Resolution No: - 8Special Resolution: Payment of remuneration by way of commission to Mr. Narayan K. Seshadri (DIN: 00053563), a Non-Executive Independent Chairman of the Company.

Type of Voting	Votes in favour of the Resolution		Votes against the resolution		Invalid Votes
	No.ofshares/ e-votes	%age of Shares/ e-votes	No.ofshares/ e-votes	%age of Shares/ e-votes	
Total Votes through Remote e-Voting and e-Voting at meeting	12,29,25,945	99.11	11,02,690	0.89	-

The consolidated results of the e-voting as stated above for the Resolution No. 1 to 8 as contained in the Notice dated July30, 2021, may accordingly be declared by the Chairman of the meeting or person duly authorised by the Chairman.

Thanking You.



**For A.K. FRIENDS & CO.
Practicing Company Secretary**

**ASHISH KUMAR FRIENDS
Proprietor
C.P. No.: 4056
Membership No.: FCS 5129**

**Place: Delhi
Dated: September 14, 2021
UDIN: F005129C000943286**

For PI INDUSTRIES LTD.

Company Secretary