

Date: October 1, 2022

To, The Listing Compliance Department, BSE Limited, P. J. Tower, Dalal Street, Mumbai – 400001 Scrip Code: 534809

To,

The Listing Compliance Department, National Stock Exchange of India Limited, Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400051 Symbol: PCJEWELLER

Sub.: Details of Voting Results at the 17th Annual General Meeting & Scrutinizer's Report

Dear Sir / Ma'am,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find enclosed herewith details of the voting results at the 17th Annual General Meeting of the Company held on September 30, 2022 through Video Conferencing / Other Audio Visual Means. The Scrutinizer's Report is also enclosed herewith.

This is for your information and records.

Thanking you.

Yours faithfully, For **PC Jeweller Limited**

VIJAY PANWAR PANWAR

(VIJAY PANWAR) Company Secretary

Encl.: As above

PC Jeweller Limited

REGD. & CORPORATE OFF: C - 54, PREET VIHAR, VIKAS MARG, DELHI - 110 092 PH: 011 - 49714971 FAX : 011 - 49714972

info@pcjeweller.com • www.pcjeweller.com • CIN: L36911DL2005PLC134929



DETAILS OF VOTING RESULTS AT THE 17TH ANNUAL GENERAL MEETING (AGM) OF THE COMPANY

Date of the AGM	September 30, 2022
Total number of shareholders on record date Cut-off date i.e. September 23, 2022	1,89,365
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group Public	Not Applicable
No. of shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group Public	2 99

Agenda-wise disclosure:

Item No.1: To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2022, the reports of the Board of Directors and Statutory Auditors thereon and the audited consolidated financial statements of the Company for the financial year ended March 31, 2022 and the report of Statutory Auditors thereon.

		equired: (Ordin	/				Ordinar	у
Whe	ether Pro	moter/Promote		No				
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter	E-			T	. T.			
and	Voting	25,38,01,596	25,38,00,096	99.9994	25,38,00,096	0	100.0000	0.0000
Promoter	Poll		0	0.0000	0	0	0.0000	0.0000
Group	Total	25,38,01,596	25,38,00,096	99.9994	25,38,00,096	0	100.0000	0.0000
Public – Institutions	E- Voting	1,39,62,531	15,75,752	11.2856	86,262	14,89,490	. 5.4743	94.5257
	Poll		0	0.00	0	0	0.00	0.00
	Total	1,39,62,531	15,75,752	11.2856	86,262	14,89,490	5.4743	94.5257
Public – Non	E- Voting	19,76,39,769	1,09,76,354	5.5537	1,08,75,255	1,01,099	99.0789	0.9211
Institutions	Poll		2,16,13,077	10.9356	2,15,99,503	13,574	99.9371	0.0628
	Total	19,76,39,769	3,25,89,431	16.4893	3,24,74,758	1,14,673	99.6481	0.3519
Tota	ıl	46,54,03,896	28,79,65,279	61.8743	28,63,61,116	16,04,163	99.4429	0.5571

Item No. 2: To appoint a Director in place of Shri Ramesh Kumar Sharma (DIN: 01980542), who retires by rotation and being eligible, offers himself for re-appointment.

Res	olution re	equired: (Ordin	nary/Special)				Ordina	ry
Whe	ether Pro	No						
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter	E-							
and	Voting	25,38,01,596	25,38,00,096	99.9994	25,38,00,096	0	100.0000	0.0000
Promoter	Poll		0	0.0000	0	0	0.0000	0.0000
Group	Total	25,38,01,596	25,38,00,096	99.9994	25,38,00,096	0	100.0000	0.0000
Public -	E-							
Institutions	Voting	1,39,62,531	16,24,973	11.6381	1,04,085	15,20,888	6.4053	93.5947
	Poll		0	0.00	0	0	0.00	0.00
	Total	1,39,62,531	16,24,973	11.6381	1,04,085	15,20,888	6.4053	93,5947
Public -	E-							
Non	Voting	19,76,39,769	1,09,76,078	5.5536	1,08,64,795	1,11,283	98.9861	1.0139
Institutions	Poll		2,16,13,076	10.9356	2,15,99,503	13,573	99.9372	0.0628
	Total	19,76,39,769	3,25,89,154	16.4892	3,24,64,298	1,24,856	99.6169	0.3831
Tota	ıl	46,54,03,896	28,80,14,223	61.8848	28,63,68,479	16,45,744	99.4286	0.5714

PC Jeweller Limited

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Item No. 3: Re-appointment of Smt. Sannovanda Machaiah Swathi (DIN: 06952954) as an Independent Director.

		equired: (Ordin	/				Special		
Whe	ether Pro	moter/Promote	r Group are int	erested in the agenda	/resolution?		No		
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100	
Promoter	E-								
and	Voting	25,38,01,596	25,38,00,096	99.9994	25,38,00,096	0	100.0000	0.0000	
Promoter	Poll		0	0.0000	0	0	0.0000	0.0000	
Group	Total	25,38,01,596	25,38,00,096	99.9994	25,38,00,096	0	100.0000	0.0000	
Public -	·E-	1							
Institutions	Voting	1,39,62,531	16,24,973	11.6381	17,823	16,07,150	1.0968	98.9032	
	Poll		0	0.00	0	0	0.00	0.00	
	Total	1,39,62,531	16,24,973	11.6381	17,823	16,07,150	1.0968	98.9032	
Public -	E-								
Non	Voting	19,76,39,769	1,09,75,678	5.5534	1,08,61,483	1,14,195	98.9596	1.0404	
Institutions	Poll		2,16,13,076	10.9356	2,15,99,502	13,574	99.9372	0.0628	
	Total	19,76,39,769	3,25,88,754	16.4890	3,24,60,985	1,27,769	99.6079	0.3921	
Tota	1	46,54,03,896	28,80,13,823	61.8847	28,62,78,904	17,34,919	99.3976	0.6024	

For PC Jeweller Limited

VIJAY PANWAR PANWAR

(VIJAY PANWAR) Company Secretary

Scrutinizer's Report

[Pursuant to Section 108 and 109 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman/ Managing Director, PC Jeweller Limited C – 54, Preet Vihar, Vikas Marg, Delhi - 110092

Subject: Consolidated Scrutinizer's Report on remote e-voting and e-voting at the 17th Annual General Meeting of the Company held on 30th September, 2022 through Video Conferencing / Other Audio Visual Means

Dear Sir,

I, Randhir Singh Sharma, Practicing Company Secretary, New Delhi, was appointed as the Scrutinizer to scrutinize the remote e-voting and e-voting at the 17th Annual General Meeting ("AGM") of PC Jeweller Limited (the "Company"), carried out pursuant to Sections 108 and 109 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), on the Ordinary and Special Businesses set forth in the Notice of the 17th AGM of the Company held on Friday, 30th September, 2022, at 1:00 P.M. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), in a fair and transparent manner.

In view of the ongoing Covid-19 pandemic and as per Ministry of Corporate Affairs General Circular No. 02/2022 dated 5th May, 2022 in continuation to the circulars issued earlier in this regard (hereinafter collectively referred to as "**MCA Circulars**"), the Company held its 17th AGM through VC / OAVM, without the physical presence of Members at a common venue.

I submit my report as under:

1) In compliance with MCA Circulars and SEBI Circular SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022, Notice of the 17th AGM along with Annual Report 2021-22 was sent by the Company through electronic mode to those Members whose e-mail addresses were registered with Depository Participants / Company / Registrar & Transfer Agent ("**RTA**") - KFin Technologies Limited, unless any member has requested for a physical copy of the same. The Company had completed their dispatch on 6th September, 2022.

2) Friday, 23rd September, 2022 was fixed as the **Cut-off date.** Only those Members, whose names appeared in the Register of Members / List of Beneficial Owners as on the Cut-off date were entitled to vote (through remote e-voting and e-voting at the AGM) on the Ordinary and Special Businesses (Item Nos. 1 to 3) set forth in the Notice of 17th AGM and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off date.

3) The total paid-up equity share capital of the Company as on the Cut-off date was Rs. 465,40,38,960/- divided into 46,54,03,896 equity shares of Rs. 10/- each, fully paid-up.

4) The Company had engaged the services of KFin, as the Agency, for participation of Members in the 17th AGM through VC / OAVM, facility for remote e-voting and e-voting at the AGM.

5) The remote e-voting commenced at 9:00 A.M. (IST) on Tuesday, 27th September, 2022 and ended at 5:00 P.M. (IST) on Thursday, 29th September, 2022.

6) Members who were present in the 17th AGM through VC / OAVM and have not casted their votes through remote e-voting were allowed to vote through e-voting at the AGM.

7) After the conclusion of e-voting at the 17th AGM, the votes cast through remote e-voting and e-voting at the AGM were unblocked in the presence of Shri Devraj Pal and Shri Sunil Kumar, who were not the employees of the Company, and who have signed below as witnesses:

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NEW DELHI

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Name: DEVRAJ PALName: SUNIL KUMARAddress: Plot No. 42, Indraprastha Colony, Address: 183/39A, Krishna Gali No. 6,
Burari, Delhi-110084Maujpur, Delhi-110053

8) The requisite register has been maintained to record the assent or dissent received, mentioning the particulars of name, address, Folio No. / DP ID-Client ID of the Members, no. of shares held by them.

9) There were no shares with differential voting rights in the Company, hence, there was no requirement of maintaining the list of shares with differential voting rights.

10) Based on the report generated from e-voting system provided by KFin, the summary of voting details (remote e-voting and e-voting at the AGM) on the Ordinary and Special Businesses (Item Nos.: 1 to 3) set forth in the Notice of the 17th AGM, are as follows:

Item No. 1 - To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2022, the reports of the Board of Directors and Statutory Auditors thereon and the audited consolidated financial statements of the Company for the financial year ended March 31, 2022 and the report of Statutory Auditors thereon.

a) Voted in favour of the resolution (out of valid votes casted):

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
A) Remote e-voting	337	26,47,61,613	91.9422
B) E-voting at the AGM (Instapoll)	20	2,15,99,503	7.5007
Total (A+B)	357	28,63,61,116	99.4429

b) Voted against the resolution (out of valid votes casted):

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast	
A) Remote e-voting	25	15,90,589	0.5524	
B) E-voting at the AGM (Instapoll)	3	13,574	0.0047	
Total (A+B)	28	16,04,163	0.5571	

c) Invalid votes:

Mode of voting	Promoter and Promoter Group		Public – Institutions		Public – Non Institutions	
	Number of Members	Invalid votes	Number of Members	Invalid votes	Number of Members	Invalid votes
A) Remote e-voting	0	0	. 1	49,221	6	20,449
B) E-voting at the AGM (Instapoll)	0	0	0	0	0	0
Total (A+B)	0	0	1	49,221	6	20,449

Notes: 1) 7 members having 69,670 shares abstained from voting.

2) Invalid votes indicate abstained from voting.

d) Details of voting in terms of Regulation 44 of the SEBI LODR Regulations:

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter	E-							
and	Voting	25,38,01,596	25,38,00,096	99.9994	25,38,00,096	0	100.0000	0.0000
Promoter	Poll		0	0.0000	0	0	0.0000	
Group	Total	25,38,01,596	25,38,00,096	99.9994	25,38,00,096	0	100.0000	
Public –	E-							
Institutions	Voting	1,39,62,531	15,75,752	11.2856	86,262	14,89,490	5.4743	94.5257
	Poll		0	0.00	0	0	0.00	0.00
	Total	1,39,62,531	15,75,752	11.2856	86,262	14,89,490	5.4743	94.5257
Public – Non	E- Voting	19,76,39,769	1,09,76,354	5.5537	1,08,75,255	1,01,099	99.0789	0.9211
Institutions	Poll		2,16,13,077	10.9356				0.0628
	Total	19,76,39,769	3,25,89,431	16.4893	3,24,74,758	1,14,673		0.3519
Tota	8 AC	46,54,03,896	28,79,65,279	61.8743	28,63,61,116	16,04,163		0.5571

Item No. 2 - To appoint a Director in place of Shri Ramesh Kumar Sharma (DIN: 01980542), who retires by rotation and being eligible, offers himself for re-appointment.

a) Voted in favour of the resolution (out of valid votes casted):

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
A) Remote e-voting	327	26,47,68,976	91.9291
B) E-voting at the AGM (Instapoll)	20	2,15,99,503	7.4995
Total (A+B)	347	28,63,68,479	99.4286

b) Voted against the resolution (out of valid votes casted):

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
A) Remote e-voting	35	16,32,171	. 0.5667
B) E-voting at the AGM (Instapoll)	2	13,573	0.0047
Total (A+B)	37	16,45,744	0.5714

c) Invalid votes:

Mode of voting	Promoter and Promoter Group		Public – Ins	stitutions	Public – Non Institutions	
· · · · · · · · · · · · · · · · · · ·	Number of Members	Invalid votes	Number of Members	Invalid votes	Number of Members	Invalid votes
A) Remote e-voting	0	0	0	0	7	20,855
B) E-voting at the AGM (Instapoll)	0	0	0	0	1	1
Total (A+B)	0	0	0	0	8	20,856

Notes: 1) 8 members having 20,856 shares abstained from voting. 2) Invalid votes indicate abstained from voting.

d) Details of voting in terms of Regulation 44 of the SEBI LODR Regulations:

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter	E-				1			
and	Voting	25,38,01,596	25,38,00,096	99.9994	25,38,00,096	0	100.0000	0.0000
Promoter	Poll		. 0	0.0000	0	0	0.0000	0.0000
Group	Total	25,38,01,596	25,38,00,096	99.9994	25,38,00,096	0	100.0000	0.0000
Public –	E-	1. A.						0.0000
Institutions	Voting	1,39,62,531	16,24,973	11.6381	1,04,085	15,20,888	6.4053	93.5947
	Poll		0	0.00		0	0.00	
	Total	1,39,62,531	16,24,973	11.6381	1,04,085	15,20,888	6.4053	
Public –	E-							
Non	Voting	19,76,39,769	1,09,76,078	5.5536	1,08,64,795	1,11,283	98.9861	1.0139
Institutions	Poll		2,16,13,076	10.9356		13,573		0.0628
	Total	19,76,39,769	3,25,89,154	16.4892	3,24,64,298	1,24,856		0.3831
Tota		46,54,03,896	28,80,14,223	61.8848	28,63,68,479		99.4286	0.5714



Item No. 3 - Re-appointment of Smt. Sannovanda Machaiah Swathi (DIN: 06952954) as an Independent Director.

a) Voted in favour of the resolution (out of valid votes casted):

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast	
A) Remote e-voting	324	26,46,79,402	91.8982	
B) E-voting at the AGM (Instapoll)	19	2,15,99,502	7.4994	
Total (A+B)	343	28,62,78,904	99.3976	

b) Voted against the resolution (out of valid votes casted):

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
A) Remote e-voting	36	17,21,345	0.5977
B) E-voting at the AGM (Instapoll)	3	13,574	0.0047
Total (A+B)	39	17,34,919	0.6024

c) Invalid votes:

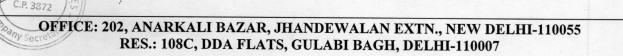
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Mode of voting	Promoter and Promoter Group		Public – Institutions		Public – Non Institutions	
	Number of Members	Invalid votes	Number of Members	Invalid votes	Number of Members	Invalid votes
A) Remote e-voting	0	0	0	0	9	21,505
B) E-voting at the AGM (Instapoll)	0	0	0	0	• 1	1
Total (A+B)	0	0	0	0	10	21,506

Notes: 1) 10 members having 21,506 shares abstained from voting. 2) Invalid votes indicate abstained from voting.

d) Details of voting in terms of Regulation 44 of the SEBI LODR Regulations:

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (4)	No. of votes - against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter	E-							
and	Voting	25,38,01,596	25,38,00,096	99.9994	25,38,00,096	0	100.0000	0.0000
Promoter	Poll		0	0.0000	0	0	0.0000	0.0000
Group	Total	25,38,01,596	25,38,00,096	99.9994	25,38,00,096	0	100.0000	0.0000
Public –	E-		and the second se					
Po	Voting	1,39,62,531	16,24,973	11.6381	17,823	16,07,150	1.0968	98.9032
	Poll		0	0.00		0	0.00	0.00
	Total	1,39,62,531	16,24,973	11.6381	17,823	16,07,150	1.0968	98.9032
Public –	E-							
Non	Voting	19,76,39,769	1,09,75,678	5.5534	1,08,61,483	1,14,195	98.9596	1.0404
Institutions	Poll		2,16,13,076	10.9356	2,15,99,502	13,574		0.0628
	Total	19,76,39,769	3,25,88,754	16.4890	3,24,60,985	1,27,769		0.3921
Tota		46,54,03,896	28,80,13,823	61.8847	28,62,78,904	17,34,919	99.3976	0.6024



Ph. No.: 23557501 (O) 23652660 (R)

11) From the voting details, as mentioned in this report, it is clear that the Ordinary and Special Businesses (Item Nos. 1 to 3) set forth in the Notice of the 17th AGM have been passed with requisite majority.

12) Based on this Report, you may accordingly declare the result of the Ordinary and Special Businesses (Item Nos. 1 to 3) set forth in the Notice of the 17th AGM, as duly passed.

13) The electronic data and other related records will be handed over to the Company Secretary of the Company for safe custody after signing of the minutes.

For R S Sharma & Associates Company Secretaries

RANDHIR SINGH SHARMA Proprietor Mem. No.: FCS2062, CP No.: 3872 UDIN - F002062 D001107540



Counter Ligned by Shri Ramesh Kumar Sharma, Executive Director (DIN: 01980542)

OFFICE: 202, ANARKALI BAZAR, JHANDEWALAN EXTN., NEW DELHI-110055 RES.: 108C, DDA FLATS, GULABI BAGH, DELHI-110007

Date: 1st October, 2022 Place: New Delhi