



PRICOL LIMITED

Passion to Excel

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pricol.com

CIN: L34200TZ2011PLC022194

CUSTOMERS EMPLOYEES SHAREHOLDERS SUPPLIERS

PL/SEC/TGT/2021-22/058

Friday, 20th August, 2021

Corporate Relationship Department BSE Limited 1 st Floor, New Trading Ring Rotunda Building, P J Towers, Dalal Street, Fort, Mumbai - 400001	Listing Department National Stock Exchange of India Limited “Exchange Plaza”, C-1, Block G Bandra-Kurla Complex, Bandra (E), Mumbai – 400051
Scrip Code : 540293	Scrip Code : PRICOLLTD

Dear Sir,

**Sub: 10th Annual General Meeting – (1) AGM Voting results
(2) Report of the Scrutiniser**

We wish to inform you that the members of the Company at the 10th Annual General Meeting held on 19th August, 2021 through Video Conference (VC) / Other Audio Visual Means (OVAM) have approved the business(es) mentioned in the notice of the 10th AGM dated 26th May, 2021.

In this regard we are enclosing the following:

- Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- Report of the Scrutiniser dated 20th August 2021, pursuant to section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.

We request you to kindly take the same on record and acknowledge receipt.

Thanking you,

Yours faithfully,
For **Pricol Limited**

T.G. Thamizhanban
Company Secretary
ICSI M.No: F7897

Encl: as above



Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Financial Statements and Reports of the Board of Directors and Auditors				
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	44518979	44518979	100.0000	44518979	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		44518979	44518979	100.0000	44518979	0	100.0000
Public-Institutions	E-Voting	13061339	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		13061339	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	64301180	12673952	19.7103	12672358	1594	99.9874	0.0126
	Poll		21002	0.0327	21002	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		64301180	12694954	19.7430	12693360	1594	99.9874
Total		121881498	57213933	46.9423	57212339	1594	99.9972	0.0028
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	547165
Public - Non Insitutions	0



Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr.Balaji Chinnappan, as Director				
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	44518979	44518979	100.0000	44518979	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		44518979	44518979	100.0000	44518979	0	100.0000
Public-Institutions	E-Voting	13061339	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		13061339	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	64301180	12673502	19.7096	12671276	2226	99.9824	0.0176
	Poll		21002	0.0327	21002	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		64301180	12694504	19.7423	12692278	2226	99.9825
Total		121881498	57213483	46.9419	57211257	2226	99.9961	0.0039
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	547165
Public - Non Insitutions	0



Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment & Remuneration to Mrs.Vanitha Mohan, Chairman				
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	44518979	44518979	100.0000	44518979	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		44518979	44518979	100.0000	44518979	0	100.0000
Public- Institutions	E-Voting	13061339	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		13061339	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	64301180	12672852	19.7086	12670586	2266	99.9821	0.0179
	Poll		21002	0.0327	21002	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		64301180	12693854	19.7412	12691588	2266	99.9821
Total		121881498	57212833	46.9414	57210567	2266	99.9960	0.0040
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	547165
Public - Non Insitutions	0



Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr.Navin Paul, as an Independent Director				
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	44518979	44518979	100.0000	44518979	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		44518979	44518979	100.0000	44518979	0	100.0000
Public- Institutions	E-Voting	13061339	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		13061339	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	64301180	12672902	19.7087	12669179	3723	99.9706	0.0294
	Poll		21002	0.0327	21002	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		64301180	12693904	19.7413	12690181	3723	99.9707
Total		121881498	57212883	46.9414	57209160	3723	99.9935	0.0065
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	547165
Public - Non Insitutions	0



Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Payment of Commission to Directors				
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	44518979	44518979	100.0000	44518979	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		44518979	44518979	100.0000	44518979	0	100.0000
Public- Institutions	E-Voting	13061339	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		13061339	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	64301180	12673452	19.7095	12670603	2849	99.9775	0.0225
	Poll		21002	0.0327	8145	12857	38.7820	61.2180
	Postal Ballot (if applicable)							
	Total		64301180	12694454	19.7422	12678748	15706	99.8763
Total		121881498	57213433	46.9419	57197727	15706	99.9725	0.0275
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	547165
Public - Non Insitutions	0

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Resolution (6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of Remuneration payable to Cost Auditor				
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	44518979	44518979	100.0000	44518979	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		44518979	44518979	100.0000	44518979	0	100.0000
Public- Institutions	E-Voting	13061339	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		13061339	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	64301180	12673546	19.7097	12671773	1773	99.9860	0.0140
	Poll		21002	0.0327	21002	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		64301180	12694548	19.7423	12692775	1773	99.9860
Total		121881498	57213527	46.9419	57211754	1773	99.9969	0.0031
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	547165
Public - Non Insitutions	0





P. Eswaramoorthy and Company

Company Secretaries

 P. Eswaramoorthy B.Sc., LLB., FCS.,

SCRUTINIZER'S REPORT FOR REMOTE E-VOTING AND E-VOTING DURING AGM

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014)

To

The Chairman

10th Annual General Meeting (AGM) of the Equity Shareholders of **Pricol Limited** held on Thursday, 19th August 2021, at 3:00 p.m. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Dear Sir,

I, P.Eswaramoorthy, Proprietor, P.Eswaramoorthy and Company, Company Secretaries having office at 44 & 44/1, 5th Street, Ramalinga Jothi Nagar, Near Corporation Office, Nanjundapuram Road, Ramanathapuram, Coimbatore - 641 045, Tamil Nadu, India has been appointed as a Scrutinizer of **M/s. Pricol Limited** ("the Company") for the purpose of Scrutinizing the e-voting process (remote e-voting) and electronic voting (e-voting) during the AGM in a fair and transparent manner and ascertaining the requisite majority as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014) as amended from time to time and in compliance with framework issued by the Ministry of Corporate Affairs through its Circular No.20/2020 dated 05th May, 2020 read with Circular No. 14/2020 dated 08th April, 2020, Circular No.17/2020 dated 13th April, 2020 and Circular No.02/2021 dated 13th January 2021 to scrutinise on the below mentioned resolution(s), at the 10th Annual General Meeting of the Equity Shareholders of Pricol Limited, held on Thursday, the 19th day of August, 2021 at 3.00 PM through VC/OVAM, submit my report as under:

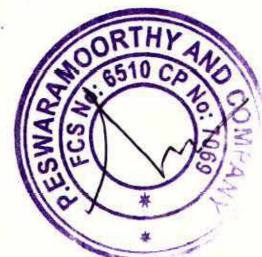
The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) during the AGM on the resolutions proposed in the Notice of the 10th Annual General Meeting of the company is the responsibility of the management.



My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means (by remote e-voting) and electronic voting (e-voting) during the Annual General Meeting in a fair and transparent manner and to furnish a consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic means (by remote e-voting) and electronic voting (e-voting) provided by National Securities Depository Limited (NSDL) on the 10th Annual General Meeting.

I submit my report as under: -

1. The remote e-voting period remained open from 15th August 2021 (9.00 A.M IST) to 18th August 2021 (5.00 P.M IST).
2. The Shareholders holding shares as on the "Cut off "date i.e., 12th August 2021 were entitled to vote on the proposed resolutions (Item No. 1 to 6 as set out in the notice of the 10th Annual General Meeting of the Company).
3. During the proceedings of the meeting, the shareholders present through VC/OVAM voted through the e-voting facility provided by NSDL. As per the information given by the company, the names of the shareholders who had voted by remote e-voting had been blocked and only those members who were present at the AGM through VC and who had not voted by remote e-voting were allowed to cast their votes through e-voting systems during the Annual General Meeting.
4. The details containing, inter- alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e voting website of National Securities Depository Limited (NSDL) (<https://www.evoting.nsd.com>).
5. Based on the data downloaded from the Official website of NSDL for the remote e-voting system and on the basis of the report furnished to us by them on the electronic voting system, I now submit my Consolidated report (Remote e-voting, electronic voting system) are as under:
6. Out of 228 members who cast their votes by remote e-voting, the votes cast by 4 institutional members holding 5,47,165 votes were considered as invalid for non-receipt of authorisation resolutions.



ORDINARY BUSINESS:

ITEM NO.1

ORDINARY RESOLUTION

ADOPTION OF FINANCIAL STATEMENTS AND REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS:

(i) VOTES CAST IN FAVOUR OF THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF VOTES CAST
Remote E-Voting	215	5,71,91,337	
e-Voting in AGM	15	21,002	
Total	230	5,72,12,339	99.9972

(ii) VOTES CAST AGAINST THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF VOTES CAST
Remote E-Voting	9	1,594	
e-Voting in AGM	0	0	
Total	9	1,594	0.0028

(iii) INVALID VOTES

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST
Remote E-Voting	4	5,47,165
e-Voting in AGM	Nil	Nil
Total	4	5,47,165

Based on the aforesaid results, the Ordinary Resolution as contained in Item No.1 has been passed with the requisite majority.



ITEM NO. 2**ORDINARY RESOLUTION**

RE-APPOINTMENT OF M R.V. BALAJI CHINNAPPAN, AS DIRECTOR:

(i) VOTES CAST IN FAVOUR OF THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF VOTES CAST
Remote E-Voting	205	5,71,90,255	
e-Voting in AGM	15	21,002	
Total	220	5,72,11,257	99.9961

(ii) VOTES CAST AGAINST THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF VOTES CAST
Remote E-Voting	16	2,226	
e-Voting in AGM	0	0	
Total	16	2,226	0.0039

(iii) INVALID VOTES

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST
Remote E-Voting	4	5,47,165
e-Voting in AGM	Nil	Nil
Total	4	5,47,165

Based on the aforesaid results, the Ordinary Resolution as contained in Item No.2 has been passed with the requisite majority.



SPECIAL BUSINESS:

ITEM NO. 3

SPECIAL RESOLUTION

RE-APPOINTMENT & REMUNERATION T O MRS.VANITHA MOHAN, CHAIRMAN:

(i) VOTES CAST IN FAVOUR OF THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF VOTES CAST
Remote E-Voting	204	5,71,89,565	
e-Voting in AGM	15	21,002	
Total	219	5,72,10,567	99.9960

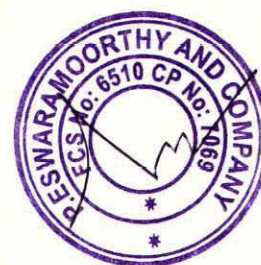
(ii) VOTES CAST AGAINST THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF VOTES CAST
Remote E-Voting	16	2,266	
e-Voting in AGM	0	0	
Total	16	2,266	0.0040

(iii) INVALID VOTES

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST
Remote E-Voting	4	5,47,165
e-Voting in AGM	Nil	Nil
Total	4	5,47,165

Based on the aforesaid results, the Special Resolution as contained in Item No.3 has been passed with the requisite majority.



ITEM NO. 4

ORDINARY RESOLUTION

APPOINTMENT OF MR. NAVIN PAUL, AS AN INDEPENDENT DIRECTOR.

(i) VOTES CAST IN FAVOUR OF THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF VOTES CAST
Remote E-Voting	203	5,71,88,158	
e-Voting in AGM	15	21,002	
Total	218	5,72,09,160	99.9935

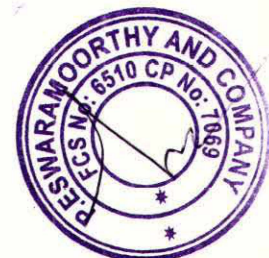
(ii) VOTES CAST AGAINST THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF VOTES CAST
Remote E-Voting	18	3,723	
e-Voting in AGM	0	0	
Total	18	3,723	0.0065

(iii) INVALID VOTES

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST
Remote E-Voting	4	5,47,165
e-Voting in AGM	Nil	Nil
Total	4	5,47,165

Based on the aforesaid results, the Ordinary Resolution as contained in Item No.4 has been passed with the requisite majority.



ITEM NO. 5

ORDINARY RESOLUTION

PAYMENT OF COMMISSION TO DIRECTORS:

(i) VOTES CAST IN FAVOUR OF THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF VOTES CAST
Remote E-Voting	198	5,71,89,582	
e-Voting in AGM	14	8,145	
Total	212	5,71,97,727	99.9725

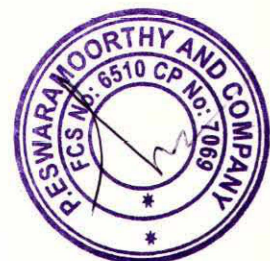
(ii) VOTES CAST AGAINST THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF VOTES CAST
Remote E-Voting	23	2,849	
e-Voting in AGM	1	12,857	
Total	24	15,706	0.0275

(iii) INVALID VOTES

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST
Remote E-Voting	4	5,47,165
e-Voting in AGM	Nil	Nil
Total	4	5,47,165

Based on the aforesaid results, the Ordinary Resolution as contained in Item No.5 has been passed with the requisite majority.



ITEM NO. 6

ORDINARY RESOLUTION

RATIFICATION OF REMUNERATION PAYABLE TO COST AUDITOR.

(i) VOTES CAST IN FAVOUR OF THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF VOTES CAST
Remote E-Voting	208	5,71,90,752	
e-Voting in AGM	15	21,002	
Total	223	5,72,11,754	99.9969

(ii) VOTES CAST AGAINST THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF VOTES CAST
Remote E-Voting	13	1,773	
e-Voting in AGM	0	0	
Total	13	1,773	0.0031

(iii) INVALID VOTES

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST
Remote E-Voting	4	5,47,165
e-Voting in AGM	Nil	Nil
Total	4	5,47,165

Based on the aforesaid results, the Ordinary Resolution as contained in Item No.6 has been passed with the requisite majority.

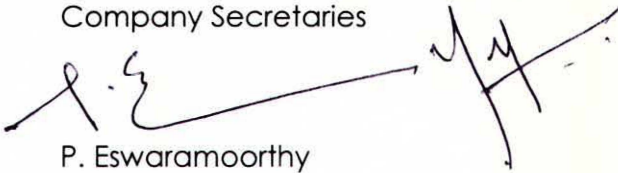


1. All electronic data and relevant records of voting will remain in my safe custody until the Chairman considers, approves and signs the minutes of the 10th Annual General Meeting and the same will be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking You,

Yours faithfully,

For P. Eswaramoorthy and Company
Company Secretaries



P. Eswaramoorthy
Proprietor
FCS No. 6510, COP. 7069

Date: 20.08.2021
Place: Coimbatore

UDIN: F006510C000810687

