



PRINCE CHADHA
B.COM., C.S.

P. Chadha & Associates
House No. 48, Sector 41-A
Chandigarh – 160036

(M) 75086-35880, e-mail : prince.chadha88@gmail.com

To,

The Chairperson,

PICCADILY AGRO INDUSTRIES LIMITED

CIN: L01115HR1994PLC032244

Regd. Office: Village Bhadson, Umri-Indri Road, Teh: Indri,

Distt. Karnal ,Haryana-134109

Sub: Scrutinizer's Report pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Special/Ordinary Resolutions passed by the Members of the Company by way of Postal Ballot, through Electronic means only ('Postal Ballot/ Remote e-voting')

Dear Sir,

1. I, Prince Chadha, Prop. of M/s P Chadha & Associates, Practicing Company Secretaries, (Membership No ACS 32856/ C.P. No 12409) have been appointed as the Scrutinizer by the Board of Directors of the Company dated 15.05.2024 for the purpose of scrutinizing the remote e-voting as per the provisions of Section 108 and 110 of the Companies Act, 2013 ('the Act') read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ('MGT Rules') read with amendments thereto and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') on the business contained in Notice of Postal ballot dated 15th May, 2024 of the Company.



2. In terms of Regulation 44 of the Listing Regulations and pursuant to section 108 and 110 of the Act read with Rule 20 and 22 of MGT Rules and General Circular Nos. 14/2020 dated 8th April 2020, 17/2020 dated 13th April 2020, 20/2020 dated 5th May 2020, 22/2020 dated 15th June 2020, 33/2020 dated 28th September 2020, 39/2020 dated 31st December 2020, 10/2021 dated 23rd June 2021, 20/2021 dated 8th December 2021, 3/2022 dated 5th May 2022, 11/2022 dated 28th December, 2022 and 9/2023 dated 25th September 2023, issued by the Ministry of Corporate Affairs, Government of India ('MCA Circulars'), in connection with the resolution proposed to be passed by way of Postal Ballot, the Company availed services of National Securities Depository Limited ("NSDL") and provided remote e-voting facility to the equity shareholders of the Company.
3. The management of the Company is responsible to ensure the compliance of the requirements of the Act, rules, circulars and notifications issued by the Ministry of Corporate Affairs ('MCA') relating to voting through electronic means and Listing Regulations on the business set out in the Notice of Postal Ballot. My responsibility as a Scrutinizer is restricted in making a Scrutinizer's Report of the votes cast "IN FAVOUR" or "AGAINST" the business set out in the Notice of Postal Ballot, based on the reports generated from the e-voting system of NSDL, the authorized agency engaged by the Company.
4. The shareholders of the Company holding shares as on the "cut-off" date of Wednesday, 15th May, 2024 were entitled to vote on the resolutions as contained in the Notice of the Postal Ballot.
5. The remote e-Voting period commenced on Friday, 17th May, 2024 at 09:00 am (IST) and ended on Saturday, 15th June, 2024 at 5:00 p.m. (IST) and the votes cast through remote e-voting by members were unblocked on Saturday, 15th June, 2024 after 5:00 p.m. in the presence of two witnesses, who are not in employment of the Company.

They have signed below in confirmation of the votes being unblocked in their presence.

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Name: Kiran Bala

Address:

248, Dashmesh Nagar
Maya Gaon, Chol.

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Name: Rajesh Maurya

Address:

136, Khuda Behara
Chandigarh



6. The votes cast under remote e-voting facility were unblocked thereafter. I have scrutinized and reviewed the remote e-voting and votes cast therein based on the data downloaded from the NSDL e-voting system.

7. I now submit the Report as under:

Resolution 1: Special Resolution

To raise capital by way of a Qualified Institutions Placement to eligible investors through an issuance of equity shares and/or other eligible securities

(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
285	67333733.00	99.98

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
8	12442.00	0.02

(iii) **Invalid** votes:

Number of members voted	Number of votes cast by them
-	-

Resolution 2: Ordinary Resolution

To approve the increase in the authorised share capital and consequent amendment to the Memorandum of Association

(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
285	67335444.00	99.98



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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
8	10727.000	0.02

(iii) **Invalid** votes:

Number of members voted	Number of votes cast by them
-	-

Resolution 3: Special Resolution

To consider and approve the appointment of Mr. Rajan Talwar (DIN 10620650) as an Independent Director of the company

(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
281	67335536.00	99.98

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
10	10504.00	0.02

(iii) **Invalid** votes:

Number of members voted	Number of votes cast by them
-	-

Resolution 4: Special Resolution

To consider and approve the Appointment of Ms. Heena Gera (DIN 08644677) as an Independent Woman Director of the company

(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
280	67326695.00	99.97

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



Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	19345.00	0.03

(iii) **Invalid votes:**

Number of members voted	Number of votes cast by them
-	-

8. In view of the above scrutiny, I hereby certify that the above Resolutions has been passed with requisite majority.

9. The details of votes received through e-voting along with all other relevant records will be sealed and handed over to the Director /Company Secretary/ Authorised Representative, authorized by the Board for safe keeping.

**For P. Chadha & Associates
Company Secretaries**

Prince Chadha
Prince Chadha
(Prop.)

M.No.: 32856

C.P. No.: 12409

Peer Review Certificate No. 1671/2022

UDIN: A032856F000577092



Date: 15.06.2024

Place: Chandigarh