



Date: 30.10.2024

To,

BSE Limited,  
25<sup>th</sup> Floor, PherozeJeejebhoy Towers,  
Dalal Street,  
Mumbai-400001

BSE Scrip Code: 530305

**Subject: Disclosure of Voting Result of Postal Ballot through Remote e-voting process**

Dear Sir/Madam,

In furtherance to our letter dated 30<sup>th</sup> September, 2024 enclosing a copy of Postal Ballot Notice dated 30<sup>th</sup> September 2024 ("Notice") issued to the members of the Company in pursuance to Section 108 & 110 and other applicable provisions of the Companies Act, 2013 and rules made there under and in compliance with the applicable circulars to seek their approval through the Remote e-voting process of the following resolutions of the Company:

S.NO.	Resolutions Description	Type of Resolution- Ordinary/Special
1.	To approve Preferential Issue/ Allotment of up to 6,36,943 Fully Convertible Warrants at an Issue Price of Rs. 785/- each to certain investors, who are part of the Promoter Category.	Special
2.	Amendment in the Articles of Association of the company by inserting Article 226 permitting the company to issue Equity shares under Employees Stock Option Plan(ESOP)	Special
3.	Approval of Piccadily Agro Industries Limited –Employees Stock Option Plan 2024 ("ESOP Plan") by issuing 991479 Equity shares .	Special

The Board of Directors had appointed Sh. Prince Chadha, Proprietor of P. Chadha & Associates, Company Secretaries as the Scrutinizer for the remote e-voting process.

The remote e-voting process concluded on 30.10.2024 at 05:00 p.m. (IST), post which the Scrutinizer has submitted the Report on the voting results of the Postal Ballot. Based on the Report of the Scrutinizer, we hereby inform that the above resolutions are passed by the Members as special resolutions .

Accordingly, we hereby enclose the following documents:

**Piccadily Agro Industries Ltd.**

Registered Office: Village Bhadson, Umri – Indri Road, Teh. Indri, Dist. Karnal, Haryana-132109 (India)

Corporate Office: G-17, JMD Pacific Square, Sector-15 (Part-2), Gurugram, Haryana 122002 (India)

Ph: +91-124-4300840, Website: www.piccadily.com, Email: info@piccadily.com

Investor Relations: Ph: +91-172-5083693, Website: www.picagro.com, Email: piccadilygroup34@rediffmail.com

CIN No. L01115HR1994PLC032244



1. Details of the voting results in the format prescribed under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as 'Annexure – I'.

2. The Scrutinizer's Report dated 30.10.2024, pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as 'Annexure – II'.

The aforesaid Voting Results along with Scrutinizer's Report are also available on the Company's website [www.picagro.com](http://www.picagro.com).

Kindly take the above on your records.

Thanking You,

Yours faithfully,

For Piccadilly Agro Industries Limited

  
Niraj Kumar Sehgal  
Company Secretary & Compliance Officer  
A-8019



Encl: As Above



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](mailto: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 30<sup>th</sup> September, 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 ('MCA 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 30<sup>th</sup> September, 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 MCA 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 Company has also published the information relating to remote e-voting in two newspapers namely, Business Standard (Hindi Daily) and the Business Standard (English Daily) dated 01<sup>st</sup> October, 2024.
5. The members have also casted their vote through remote e-voting facility provided by the National Securities Depositories Limited ("the NSDL") on the designated website <https://www.evoting.nsdl.com>.
6. The shareholders of the Company holding shares as on the "cut-off" date of Friday, 27th September, 2024 were entitled to vote on the resolutions as contained in the Notice of the Postal Ballot.
7. The remote e-Voting period commenced on Tuesday, 01st October, 2024 at 09:00 am (IST) and ended on Wednesday, 30th October, 2024 at 5:00 p.m. (IST) and the votes cast through remote e-voting by members were unblocked on Wednesday, 30th October, 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.

(.....Kanchan.....)

Name: Kanchan

Address: 2/46, 22 - C, Chd

(.....Mursh.....)

Name: मुकेश राजक

Address: H 2115 जन्ता कलोन (P.B)  
नया गाँव मीहली



8. 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.

9. I now submit the Report as under:

**Resolution 1: Special Resolution**

To approve Preferential Issue/ Allotment of up to 6,36,943 Fully Convertible Warrants at an Issue Price of Rs. 785/- each to certain investors, who are part of the Promoter Category.

(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
244	67586968	99.998

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
18	1052	00.002

(iii) **Invalid** votes:

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





Resolution 2: Special Resolution

To consider and approve alteration of Articles of Association of the Company:

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
247	67586438	99.998

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
14	1507	0.002

(vi) **Invalid** votes:

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

Resolution 3: Special Resolution

To consider and approve Employee Stock Option Plan 2024:

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
233	67229811	99.471

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
30	358094	0.529

(ix) **Invalid** votes:

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



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

11. Figures have been considered upto 3 decimal places.

12. 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: A032856F001836097

Date: 30.10.2024

Place: Chandigarh





### Resolution (1)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		Yes						
Description of resolution considered		Allotment of Convertible warrants to M/s Soan in sure holdings limited						
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							
	Poll	66952696	66952692	100.0000	66952692	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	66952696	66952692	100.0000	66952692	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll	381708	381708	100.0000	381708	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	381708	381708	100.0000	381708	0	100.0000	0.0000
Public- Non Institutions	E-Voting							
	Poll	27004876	253620	0.9392	252568	1052	99.5852	0.4148
	Postal Ballot (if applicable)							
	Total	27004876	253620	0.9392	252568	1052	99.5852	0.4148
	Total	94339280	67588020	71.6436	67586968	1052	99.9984	0.0016
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	





### Resolution (2)

Resolution required: (Ordinary / Special)		Special		No		Amendment in the Articles of Association	
Whether promoter/promoter group are interested in the agenda/resolution?		Description of resolution considered		No. of votes polled		No. of votes - in favour	
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting						
	Poll	66952696	66952692	100.0000	66952692	100.0000	0.0000
	Postal Ballot (if applicable)						
	Total	66952696	66952692	100.0000	66952692	100.0000	0.0000
Public- Institutions	E-Voting						
	Poll	381668	381668	100.0000	381668	100.0000	0.0000
	Postal Ballot (if applicable)						
	Total	381668	381668	100.0000	381668	100.0000	0.0000
Public- Non Institutions	E-Voting						
	Poll	27386584	253585	0.9259	252078	99.4057	0.5943
	Postal Ballot (if applicable)						
	Total	27386584	253585	0.9259	252078	99.4057	0.5943
	Total	94720948	67587945	71.3548	67586438	99.9978	0.0022
		Whether resolution is Pass or Not.				Yes	
		Disclosure of notes on resolution				Add Note	

### Resolution (3)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		Yes						
Description of resolution considered		Approval of Employees Stock Option Scheme 2015 & Issue of Securities						
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)	$(3) = \frac{(2)}{(1)} * 100$	(4)	(5)	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Promoter and Promoter Group	E-Voting							
	Poll	66952696	66952692	100.0000	66952692	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	66952696	66952692	100.0000	66952692	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll	381708	381708	100.0000	38666	343042	10.1297	89.8703
	Postal Ballot (if applicable)							
	Total	381708	381708	100.0000	38666	343042	10.1297	89.8703
Public- Non Institutions	E-Voting							
	Poll	27004876	253505	0.9387	238453	15052	94.0624	5.9376
	Postal Ballot (if applicable)							
	Total	27004876	253505	0.9387	238453	15052	94.0624	5.9376
Total		94339280	67587905	71.6434	67229811	358054	99.4702	0.5298
		Whether resolution is Pass or Not.						
		Yes						
		Disclosure of notes on resolution						
		Add Notes						

