



**Pentokey Organy (India) Limited**

1st October, 2024

**To,  
BSE Limited**

1<sup>st</sup> Floor,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort, Mumbai- 400 001.

**Subject: Intimation under Regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.**

**Reference: Scrip Code: 524210**

With reference to the above and pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and in terms of the provisions of Companies Act, 2013, the Company had provided Remote e-voting facility and E voting facility at the AGM to its members on all resolutions set out in the Notice of the 37<sup>th</sup> Annual General Meeting of the Company held on Saturday, the 28<sup>th</sup> September, 2024 at 3.00 PM through Video Conferencing (VC) and other Audio Visual Means (OAVM).

Mr. Hemanshu Upadhyay, Practicing Company Secretary was appointed as Scrutinizer to scrutinize the Remote E-Voting and E-voting process at the AGM. As per the Scrutinizers Report, all resolutions contained in the Notice of the 37<sup>th</sup> Annual General Meeting of the Company have been duly passed by the Members with requisite majority.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, the details of the voting results along with the Consolidated Scrutinizer's Report on remote e-voting and E-voting at the meeting are enclosed herewith.

This is for your information and record.

Yours Faithfully,

**For Pentokey Organy (India) Limited**

**Divya Desai**

**Company Secretary & Compliance Officer**

**ACS: 61179**

Encl.: As above

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**Reg. Office: 509, Western Edge I, Western Express Highway, Borivali (East), Mumbai - 400066**

**Phone: +91-22-28545118 / 28545119 Website: [www.pentokey.com](http://www.pentokey.com)**

**CIN: L24116MH1986PLC041681**



**Pentokey Organy (India) Limited**

**Declaration of voting results of 37<sup>th</sup> Annual General Meeting of the Company**

Pursuant to Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the Company had provided Remote E-voting facility to its Shareholders as specified in the Annual General Meeting Notice dated 10<sup>th</sup> August, 2024 (“the said Notice”) read with the Explanatory Statement attached thereto.

The Company had appointed Mr. Hemanshu Upadhyay, Company Secretary, as the Scrutinizer for scrutinizing the E-voting Process at the AGM including Remote e-voting in fair and transparent manner.

The Scrutinizer has submitted his report on voting on 1<sup>st</sup> October, 2024 (“the said Report”) and based on the Scrutinizer’s Report and pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the following result is hereby announced to the members on 1<sup>st</sup> October, 2024:

1.	Date of Declaration of E-Voting and Ballot results	1 <sup>st</sup> October, 2024		
2.	Total Number of Shareholders as on Cut-Off date	9317		
3	No. of shareholders present in the meeting either in person or through proxy	0		
	Promoter and Promoter Group	0		
	Public	0		
4.	No. of shareholders attended the meeting through video conferencing	45		
	Promoter and Promoter Group	2		
	Public	43		
5.	<b>Details of the Agenda</b>	<b>Resolutio n required</b>	<b>Mode of Voting (Show hands/Poll/ Ballot/E-voting)</b>	<b>Result</b>
(i)	To receive, consider and adopt the Audited Financial Statements for the financial year ended on March 31, 2024 and the Reports of the Directors and Auditors thereon.	Ordinary	E-voting at the AGM/Remote E-Voting	Passed with Requisite Majority
(ii)	To appoint a Director in place of Mr. Kostuv Kejriwal (DIN: 00285687), who retires by rotation in terms of Section 152 (6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.	Ordinary	E-voting at the AGM/Remote E-Voting	Passed with Requisite Majority

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**Pentokey Organy (India) Limited**

(iii)	To appoint Mr. Haroon Hasan Siddiqi (DIN: 08562791) as Non-Executive (Independent).	Special	E-voting at the AGM/Remote E-Voting	Passed with Requisite Majority
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**Item No. 1: Adoption of audited financial statements of the Company along with the Reports of the Directors and Auditors thereon for the financial year ended 31st March, 2024 (Ordinary Resolution):**

Promoter/ Public	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	4581209	4570573	99.76	4570573	0	100.000	0.000
Public – Institutiona l Holder	144817	0	0.000	0	0	0.000	0.000
Public – Others	1546603	1938	0.1253	1938	0	100	0.00
Total	6272629	4572511	72.8962	4572511	0	100	0.00

**Item No. 2: To appoint a Director in place of Mr. Kostuv Kejriwal (DIN: 00285687), who retires by rotation in terms of Section 152 (6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment**

Promoter/ Public	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	4581209	4570573	99.76	4570573	0	100.000	0.000

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**Pentokey Organy (India) Limited**

Public – Institutional Holder	144817	0	0.000	0	0	0.000	0.000
Public – Others	1546603	1938	0.1253	1938	0	100	0.000
Total	6272629	4572511	72.8962	4572511	0	100	0.000

**Item No 3: To appoint Mr. Haroon Hasan Siddiqi (DIN: 08562791) as Non-Executive (Independent).**

Promoter/ Public	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	4581209	4570573	99.76	4570573	0	100.000	0.000
Public – Institutiona l Holder	144817	0	0.000	0	0	0.000	0.000
Public – Others	1546603	1938	0.1253	1938	0	100.000	0.000
Total	6272629	4572511	72.8962	4572511	0	100	0.000

**For Pentokey Organy (India) Limited**

**Divya Desai**  
**Company Secretary & Compliance Officer**  
**ACS:61179**



**HRU & ASSOCIATES**

Company Secretaries

Hemanshu R. Upadhyay B. Com., A.C.S.

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OFFICE: B-7, Sai Krupa Mall, Opp  
Dahisar Railway Station west,  
Mumbai -400068.

**CONSOLIDATED SCRUTINIZER'S REPORT**

*[Pursuant to Section 108 of the Companies Act, 2013 read with  
Rule 20 of Companies (Management and Administration) Rules, 2014, as amended].*

To,  
The Chairman,  
Pentokey Organy (India) Limited  
509, Western Edge I, Off Western Express Highway  
Borivali East, Mumbai-400066

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on voting done through Remote e-voting and e-voting at 37<sup>th</sup> (Thirty Seventh) Annual General Meeting of Pentokey Organy (India) Limited (the Company) held on Saturday, 28<sup>th</sup> September, 2024.**

I, Hemanshu Upadhyay, Proprietor of M/s. HRU & Associates, Practicing Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of Pentokey Organy (India) Limited ("the Company") pursuant to section 108 of the companies Act, 2013 read with Rules made thereunder, as amended to scrutinize the electronic voting ("Remote e-voting") and the electronic voting process carried during the Annual General Meeting ("e-voting") for the resolution contained in the Notice convening the Thirty Seventh Annual General Meeting ("the Meeting/AGM") of the Members of the Company on Saturday, 28<sup>th</sup> September, 2024 held through Video Conferencing/ Other Audio Visual Means ("VC/OAVM") facility, submit my Consolidated report as under:

1. The Management of the Company is responsible for the compliance of provisions of the Companies Act, 2013 and the Rule made thereunder relating to Voting and in accordance with dated 08<sup>th</sup> April, 2020, dated 13<sup>th</sup> April, 2020, dated 05<sup>th</sup> May, 2020, 13<sup>th</sup> January, 2021, 14<sup>th</sup> December, 2021, 05<sup>th</sup> May, 2022, 28<sup>th</sup> December, 2022 and 25<sup>th</sup> September, 2023 (collectively referred to as "MCA Circulars") and the SEBI vide its circulars dated 12<sup>th</sup> May, 2020, 15<sup>th</sup> January, 2021, 13<sup>th</sup> May, 2022, 05<sup>th</sup> January, 2023 and 07<sup>th</sup> October, 2023 (collectively referred to as "Applicable Circulars") regarding holding of the AGM through Video Conferencing/ Other Audio Visual Means ("VC/OAVM") facility, without the physical presence of the Members of the company at the venue and my responsibility is only to the extent of making a Scrutinizer's Report for ascertaining the votes cast "in favour" or "against" for respective Resolution.



2. The Company had appointed Central Depository Services (India) Limited ("CDSL") for conducting the Remote e-voting prior to the AGM and for e-voting at the AGM.
3. The Remote e-Voting commenced on 9.00 a.m. (IST) on Wednesday, 25<sup>th</sup> September, 2024 and ended at 5.00 p.m. (IST) on Friday, 27<sup>th</sup> September, 2024.
4. The Members of the Company as on Saturday, 21<sup>st</sup> September, 2024, the "cut-off date" were entitled to vote on the resolutions stated in the Notice of the AGM of the Company.
5. After the announcement of voting through e-voting at the AGM by the Chairman, the members of the Company who were present during the meeting through VC/OVAM and had not cast through Remote e-voting exercised the voting at the AGM.
6. After the closure of the AGM and closure of e-voting, the vote cast through e-voting during the AGM and through the remote e-voting prior to the AGM was unblocked at Mumbai from the website of CDSL i.e. <https://www.evotingindia.com/>
7. The Votes cast by Corporate/ Institutional Members who have emailed the scanned certified true copy of the Board Resolution / Authority Letter etc to the company at [cs@pentokey.com](mailto:cs@pentokey.com) or to Datamatics Business Solutions Limited, Registrar and Share Transfer Agent at [anand.bhilare@datamaticsbpm.com](mailto:anand.bhilare@datamaticsbpm.com) with a copy marked to [evoting@cDSL.co.in](mailto:evoting@cDSL.co.in) and [cs@pentokey.com](mailto:cs@pentokey.com) have been considered valid.
8. The Members who have abstained from voting in the Remote e-Voting has been treated as Invalid in order to combine the Results of Remote e-Voting and e-voting at AGM.
9. The Consolidated Result (Remote e-Voting+ e-voting at AGM) is as under: -



- (a) **Item No 1: Adoption of the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2024 and the reports of the Board of Directors and Auditors thereon;**

Particulars	Number of Members who voted	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
<b>A. Remote e-voting</b>		
Total Votes received by Remote e- voting	18	4571971
<b>Less:</b> Total Number of Invalid Votes	0	0
<b>Total Number of Valid Votes</b>	<b>18</b>	<b>4571971</b>
<b>B. E-voting</b>		
Total Votes received by e-voting	1	540
<b>Less:</b> Total Number of Invalid Votes	0	0
<b>Total Number of Valid Votes</b>	<b>1</b>	<b>540</b>
<b>C. Combined (A+B)</b>		
Total Votes received by Remote e-voting and e-voting	19	4572511
<b>Less:</b> Total Number of Invalid Votes	0	0
<b>Total Number of Valid Votes</b>	<b>19</b>	<b>4572511</b>

- (i) Voted in favour of the resolution:

Number of Members Voted in favour of the resolution	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-voting</b>		
18	4571971	100.00
<b>B. e-voting</b>		
1	540	100.00
<b>C. Combined (A+B)</b>		
19	4572511	100.00



(ii) Voted against the resolution:

Number of Members Voted against the resolution	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-voting</b>		
0	0	0.00
<b>B. e-voting</b>		
0	0	0.00
<b>C. Combined (A+B)</b>		
0	0	0.00

(iii) Invalid Votes:

Sr. No.	Category	No. of forms/ electronic votes	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
<b>I. Remote e-voting</b>			
1.	Authority Letter / Board Resolution / Power of Attorney not sent.	0	0
2.	Abstained from Voting.	0	0
<b>TOTAL (1 + 2)</b>		<b>0</b>	<b>0</b>
<b>II. e-voting:</b>			
There were no invalid votes casted			





**Item No 2: Appointment of a Director in place of Mr. Kostuv Kejriwal (DIN: 00285687), who retires by rotation in terms of Section 152 (6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.**

Particulars	Number of Members who voted	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
<b>A. Remote e-voting</b>		
Total Votes received by Remote e- voting	18	4571971
<b>Less:</b> Total Number of Invalid Votes	0	0
<b>Total Number of Valid Votes</b>	<b>18</b>	<b>4571971</b>
<b>B. e-voting</b>		
Total Votes received by e-voting	1	540
<b>Less:</b> Total Number of Invalid Votes	0	0
<b>Total Number of Valid Votes</b>	<b>1</b>	<b>540</b>
<b>C. Combined (A+B)</b>		
Total Votes received by Remote e-voting and e-voting	19	4572511
<b>Less:</b> Total Number of Invalid Votes	0	0
<b>Total Number of Valid Votes</b>	<b>19</b>	<b>4572511</b>

(i) Voted in favour of the resolution:

Number of Members Voted in favour of the resolution	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-voting</b>		
18	4571971	100.00
<b>B. e-voting</b>		
1	540	100.00
<b>C. Combined (A+B)</b>		
19	4572511	100.00



(ii) Voted against the resolution:

Number of Members Voted against the resolution	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-voting</b>		
0	0	0
<b>B. e-voting</b>		
0	0	0
<b>C. Combined (A+B)</b>		
0	0	0

(iii) Invalid Votes:

Sr. No.	Category	No. of forms/ electronic votes	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
<b>I. Remote e-voting</b>			
1.	Authority Letter / Board Resolution / Power of Attorney not sent.	0	0
2.	Abstained from Voting.	0	0
<b>TOTAL (1 + 2)</b>		<b>0</b>	<b>0</b>
<b>II. e-voting:</b>			
There were no invalid votes casted			



**Item No 3: Appointment of Mr. Haroon Hasan Siddiqi (DIN: 08562791) as Non-Executive (Independent) Director.**

Particulars	Number of Members who voted	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
<b>A. Remote e-voting</b>		
Total Votes received by Remote e-voting	18	4571971
<b>Less:</b> Total Number of Invalid Votes	0	0
<b>Total Number of Valid Votes</b>	<b>18</b>	<b>4571971</b>
<b>B. e-voting</b>		
Total Votes received by e-voting	1	540
<b>Less:</b> Total Number of Invalid Votes	0	0
<b>Total Number of Valid Votes</b>	<b>1</b>	<b>540</b>
<b>C. Combined (A+B)</b>		
Total Votes received by Remote e-voting and e-voting	19	4572511
<b>Less:</b> Total Number of Invalid Votes	0	0
<b>Total Number of Valid Votes</b>	<b>19</b>	<b>4572511</b>

(i) Voted in favour of the resolution:

Number of Members Voted In favour of the resolution	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-voting</b>		
18	4571971	100.00
<b>B. e-voting</b>		
1	540	100.00
<b>C. Combined (A+B)</b>		
19	4572511	100.00



(ii) Voted against the resolution:

Number of Members Voted against the resolution	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-voting</b>		
0	0	0.00
<b>B. e-voting</b>		
0	0	0
<b>C. Combined (A+B)</b>		
0	0	0.00

(iii) Invalid Votes:

Sr. No.	Category	No. of forms/ electronic votes	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
<b>I. Remote e-voting</b>			
1.	Authority Letter / Board Resolution / Power of Attorney not sent.	0	0
2.	Abstained from Voting.	0	0
<b>TOTAL (1 + 2)</b>		<b>0</b>	<b>0</b>
<b>II. e-voting:</b>			
There were no invalid votes casted			



(i) Voted against the resolution:

Number of Members Voted against the resolution	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-voting</b>		
0	0	0.00
<b>B. e-voting</b>		
0	0	0.00
<b>C. Combined (A+B)</b>		
0	0	0.00

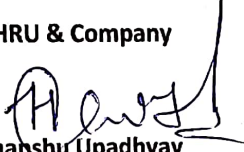
(ii) Invalid Votes:

Sr. No.	Category	No. of forms/ electronic votes	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
<b>I. Remote e-voting</b>			
1.	Authority Letter / Board Resolution / Power of Attorney not sent.	0	0
2.	Abstained from Voting.	0	0
<b>TOTAL (1 + 2)</b>		<b>0</b>	<b>0</b>
<b>II. e-voting:</b>			
There were no invalid votes casted			



10. The aforesaid Consolidated Report is tabulated on the basis of Acceptance, Rejection and Invalid votes through Remote e-voting together with the results of the e-voting facilitated at the AGM.
11. The Register of Remote e-voting and e-voting at the AGM will be send to the chairman and the Company Secretary of the Company after the Chairman considers, approves and signs the minutes of the Meeting in compliance with Rule 20(4)(xv) of Companies (Management and Administration) Rules, 2014.

For HRU & Company



**Hemanshu Upadhyay**  
**Practicing Company Secretary**

**Proprietor**

**M. No. 46800**

**CoP No: 20259**

**Peer Review No.: 3883/2023**

**UDIN: A046800F001402286**

**Place: Mumbai**

**Date: 1<sup>st</sup> October, 2024**

