



PIONEER GROUP

Date : 21<sup>st</sup> August, 2018  
Ref. : BSE/24/2018-2019.

To,  
The Secretary  
BSE Limited  
Corporate Relations Department,  
P. J. Towers, Dalal Street,  
Mumbai-400 001

Dear Sir/Madam,

Ref: Scrip Code- 514300

Sub: Details regarding voting results Pursuant to Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Scrutinizers' Report.

Pursuant to Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Please find attached herewith the details of voting results of 26<sup>th</sup> Annual General Meeting (AGM) held on 20<sup>th</sup> August, 2018 as per **Annexure-I** and Report of Scrutinizers' dated 21<sup>st</sup> August, 2018 on Remote e-voting and voting conducted through Ballot Paper at the AGM as **Annexure-II**.

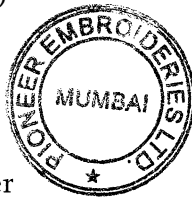
Kindly take the above on your records.

Thanking you,

Yours faithfully,  
For PIONEER EMBROIDERIES LIMITED

*Ami Thakkar*

(AMI THAKKAR)  
Company Secretary & Compliance Officer  
Membership No.: FCS 9196  
Encl: As Above



## PIONEER EMBROIDERIES LIMITED

.... a stitch ahead of time

**Corp. Off.:** Unit No 21 to 25, 2nd Floor Orient House, 3-A Udyog Nagar, Off S. V. Road, Goregaon (West), Mumbai - 400062  
Tel.: 022-4223 2323 • Fax : 022-4223 2313 • E-mail : mumbai@pelhakoba.com • Website : www.pelhakoba.com

**Regd. Off.:** 101-B, Abhishek Premises, Plot No. C 5-6, Dalia Industrial Estate, Off New Link Road,  
Andheri (West), Mumbai - 400 058.

CIN:- L17291MH1991PLC063752

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Embroidery beyond *your* imagination

**Mode of Voting: Ballot and E-voting**

Voting Results of the Agenda Items of 26<sup>th</sup> Annual General Meeting held on 20<sup>th</sup> August, 2018 received by the Company from the scrutinizer on 21<sup>st</sup> August, 2018 is as below:

Item No.1- Adoption of the Audited Financial Statements and Consolidated Financial Statements for the Financial year ended 31<sup>st</sup> March, 2018 and the Report of the Directors and the Auditors thereon.

Resolution required: (Ordinary/Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			None of the Promoters are interested in the Resolution					
Category	Mode of Voting	No. of shares held (Total) (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 and Promoter Group	E-Voting		6584517	100.00	6584517	0	100.00	0.00
	Poll	6584517	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>6584517</b>	<b>6584517</b>	<b>100.00</b>	<b>6584517</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutions	E-Voting		0	0.00	0	0	0.00	0.00
	Poll	3568885	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>3568885</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public-Non Institutions	E-Voting		3253240	23.2975	3253240	0	100.00	0.00
	Poll	1396388 3	5482	0.0393	5482	0	100.00	0.00
	Postal Ballot (if applicable)							
	<b>Total</b>	<b>1396388</b>	<b>3258722</b>	<b>23.3368</b>	<b>3258722</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>2411728</b>	<b>9843239</b>	<b>40.8140</b>	<b>9843239</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

Note: The above results include voting done through physical ballots forms and e-voting system provided by LIPL.



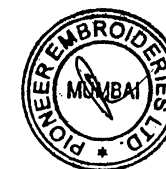
PIONEER GROUP



Item No.2- Re-Appointment of Mr. Raj Kumar Sekhani (DIN: 00102843) as a Director who retires by rotation

Resolution required: (Ordinary/Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes, Mr. Raj Kumar Sekhani, one of the promoters of the company is interested in particular agenda.					
Category	Mode of Voting	No. of shares held (Total) (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 and Promoter Group	E-Voting	6584517	6584517	100.00	6584517	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>6584517</b>	<b>6584517</b>	<b>100.00</b>	<b>6584517</b>	<b>0</b>	<b>100.00</b>
Public-Institutions	E-Voting	3568885	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>3568885</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>100.00</b>
Public-Non Institutions	E-Voting	13963883	3253240	23.2975	3253240	0	100.00	0.00
	Poll		5482	0.0393	5482	0	100.00	0.00
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>13963883</b>	<b>3258722</b>	<b>23.3368</b>	<b>3258722</b>	<b>0</b>	<b>100.00</b>
<b>Total</b>		<b>24117285</b>	<b>9843239</b>	<b>40.8140</b>	<b>9843239</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

Note: The above results include voting done through physical ballots forms and e-voting system provided by LIPL.



Item No.3- Ratify the Appointment of M/s. S K Naredi & Co. (ICAI Regn. No. 003333C), Chartered Accountants as Statutory Auditors for the Financial Year 2018-19 and to fix their remuneration..

Resolution required: (Ordinary/Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			None of the Promoters are interested in the Resolution					
Category	Mode of Voting	No. of shares held (Total) (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 and Promoter Group	E-Voting	6584517	6584517	100.00	6584517	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>6584517</b>	<b>6584517</b>	<b>100.00</b>	<b>6584517</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutions	E-Voting	3568885	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>3568885</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Non Institutions	E-Voting	13963883	3253240	23.2975	3253215	25	99.9992	0.0008
	Poll		5482	0.0393	5482	0	100.00	0.00
	Postal Ballot (if applicable)							
	<b>Total</b>	<b>13963883</b>	<b>3258722</b>	<b>23.3368</b>	<b>3258697</b>	<b>25</b>	<b>99.9992</b>	<b>0.0008</b>
<b>Total</b>		<b>24117285</b>	<b>9843239</b>	<b>40.8140</b>	<b>9843214</b>	<b>25</b>	<b>99.9997</b>	<b>0.0003</b>

Note: The above results include voting done through physical ballots forms and e-voting system provided by LIIPL.



Item No.4- To approve "Pioneer Embroideries Limited Employee Stock Option Plan 2018".

Resolution required: (Ordinary/Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			None of the Promoters are interested in the Resolution					
Category	Mode of Voting	No. of shares held (Total) (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 and Promoter Group	E-Voting	6584517	6584517	100.00	6584517	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>6584517</b>	<b>6584517</b>	<b>100.00</b>	<b>6584517</b>	<b>0</b>	<b>100.00</b>
Public-Institutions	E-Voting	3568885	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>3568885</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>100.00</b>
Public-Non Institutions	E-Voting	13963883	3253240	23.2975	3253240	0	100.00	0.00
	Poll		5482	0.0393	5482	0	100.00	0.00
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>13963883</b>	<b>3258722</b>	<b>23.3368</b>	<b>3258722</b>	<b>0</b>	<b>100.00</b>
<b>Total</b>		<b>24117285</b>	<b>9843239</b>	<b>40.8140</b>	<b>9843239</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

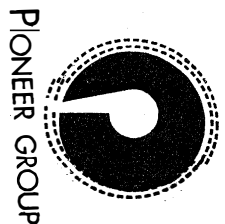
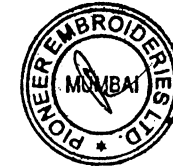
Note: The above results include voting done through physical ballots forms and e-voting system provided by LIPL.



Item No.5- To approve "Pioneer Embroideries Limited Employee Stock Option Plan 2018" - Holding Company and/or Subsidiary Company(ies)

Resolution required: (Ordinary/Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			None of the Promoters are interested in the Resolution					
Category	Mode of Voting	No. of shares held (Total) (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 and Promoter Group	E-Voting	6584517	6584517	100.00	6584517	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>6584517</b>	<b>6584517</b>	<b>100.00</b>	<b>6584517</b>	<b>0</b>	<b>100.00</b>
Public-Institutions	E-Voting	3568885	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>3568885</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>100.00</b>
Public-Non Institutions	E-Voting	13963883	3253240	23.2975	3253240	0	100.00	0.00
	Poll		5482	0.0393	5482	0	100.00	0.00
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>13963883</b>	<b>3258722</b>	<b>23.3368</b>	<b>3258722</b>	<b>0</b>	<b>100.00</b>
<b>Total</b>		<b>24117285</b>	<b>9843239</b>	<b>40.8140</b>	<b>9843239</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

Note: The above results include voting done through physical ballots forms and e-voting system provided by LIPL.



Item No.6- Re-appointment and Payment of Remuneration of the Cost Auditors M/s. Vipul Bhardwaj & Co., for the Financial Year ending 31<sup>st</sup> March 2019.

Resolution required: (Ordinary/Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			None of the Promoters are interested in the Resolution					
Category	Mode of Voting	No. of shares held (Total) (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 and Promoter Group	E-Voting	6584517	6584517	100.00	6584517	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>6584517</b>	<b>6584517</b>	<b>100.00</b>	<b>6584517</b>	<b>0</b>	<b>100.00</b>
Public-Institutions	E-Voting	3568885	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>3568885</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>100.00</b>
Public-Non Institutions	E-Voting	13963883	3253240	23.2975	3253240	0	100.00	0.00
	Poll		5482	0.0393	5482	0	100.00	0.00
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>13963883</b>	<b>3258722</b>	<b>23.3368</b>	<b>3258722</b>	<b>0</b>	<b>100.00</b>
<b>Total</b>		<b>24117285</b>	<b>9843239</b>	<b>40.8140</b>	<b>9843239</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

Note: The above results include voting done through physical ballots forms and e-voting system provided by LIPL.

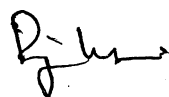
Accordingly, the above mentioned resolutions have been passed with requisite majority.

Kindly take the above on record.

Thanking you,

Yours faithfully,

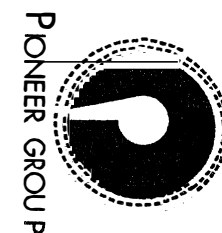
For PIONEER EMBROIDERIES LIMITED



RAJ KUMAR SEKHANI  
CHAIRMAN

DIN: 00102843

Date:- 21<sup>st</sup> August, 2018





# SANJAY DHOLAKIA & ASSOCIATES

BCOM LLB FCS

## COMPANY SECRETARIES

GP 15, 2nd Floor, Raghuleela Mall, Behind Poincur Bus Depot, Kandivali (West), Mumbai - 400 067.

☎ : 2807 3233 / 62363233 / 98700 31365 • E-mail : sanjayrd65@gmail.com

### SCRUTINIZER'S REPORT

To,  
The Chairman of  
Twenty Sixth Annual General Meeting (AGM) of the Members of  
**PIONEER EMBROIDERIES LIMITED**  
held on Monday, 20<sup>th</sup> August, 2018 at 09.30 A.M.  
At **THE GOREGAON SPORTS CLUB**,  
Ground Floor, West Hall 'A' Block,  
Link Road, Malad (West),  
Mumbai- 400064

Dear Sir,

1. The Board of Directors of the Company at its meeting held on 28<sup>th</sup> May, 2018, had appointed me as the Scrutinizer for the purpose of scrutinizing the Remote e-Voting process and polling process conducted at the AGM, for all the Resolutions as set out in the Notice of the AGM.
2. In compliance with the provisions of section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the Company had provided its Members the Remote e-voting facility as provided by Link Intime India Private Limited (LIPL) for the Resolution as set out in the Notice of the said AGM.
3. Further, the facility for voting through Ballot Paper was also made available at the AGM for those Members / proxy holders who attended the AGM and have not cast their vote by Remote e-voting.
4. I submit my report as under:
  - 4.1 The Company has given the Ballot Paper to the Members who were present at the AGM held on Monday, 20<sup>th</sup> August, 2018 at 09.30 A.M. At **The Goregaon Sports Club**, Ground Floor, West Hall 'A' Block, Link Road, Malad (West), Mumbai-400064
  - 4.2 Particulars of all the Ballot Papers received from the Members and the votes cast by electronic mode have been entered in register maintained for the purpose.
  - 4.3 The Ballot Papers were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such Ballot Papers.
  - 4.4 The ballot box was opened in my presence.
  - 4.5 The ballot forms were duly opened in my presence and scrutinized and the shareholding was matched / confirmed with the Register of Members of the Company as on 13<sup>th</sup> August, 2018.







# SANJAY DHOLAKIA & ASSOCIATES

BCOM LLB FCS

## COMPANY SECRETARIES

GP 15, 2nd Floor, Raghuleela Mall, Behind Poincur Bus Depot, Kandivali (West), Mumbai - 400 067.

☎ : 2807 3233 / 62363233 / 98700 31365 • E-mail : sanjayrd65@gmail.com

- 4.6 I did not find any defaced or mutilated Ballot Papers.
- 4.7 The Remote e-Voting period had commenced on Friday, 17<sup>th</sup> August, 2018 at 9:00 a.m. and ends on Sunday, 19<sup>th</sup> August, 2018 at 5:00 p.m.
- 4.8 I have also received a complete record of votes cast through electronic mode, upto 5:00 p.m. on 19<sup>th</sup> August, 2018 from LIPL, the agency appointed for providing and supervising electronic platform. The votes cast were unblocked on 20<sup>th</sup> August, 2018 at 09.55 a.m. (IST) in the presence of two witnesses, Mr. Akshay Shah and Mr. Chandan Jha, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Name: Akshay Shah

Name: Chandan Jha

- 4.9 The e-voting data was scrutinized by me for verification of votes cast in favour and against the Resolution, as set in the Notice of the AGM.
5. A summary of the combined voting results of the votes cast through Ballot Papers received and Remote e-voting is given as **Annexure 1**.
6. I have handed over the Ballot Papers and other related papers/registers and records for the safe custody to the Chairperson who has been authorized by the Board to supervise the Ballot process.
7. On the basis of the scrutiny of the votes cast by Ballot Papers and through Remote e-voting, the Resolution as set out in the Notice of the AGM have been passed by the Shareholders of the Company with the requisite majority.
8. You may accordingly declare the aforesaid voting result of votes cast through Ballot Papers and Remote e-voting.

Thanking you,

For Sanjay Dholakia & Associates

Sanjay Dholakia  
Practising Company Secretary  
Proprietor  
Membership No. 2655 CP No. 1798



Date: 21<sup>st</sup> August, 2018

Place: Mumbai

**Annexure 1**

**RESOLUTION 1- ADOPTION OF AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2018 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON (STANDALONE & CONSOLIDATION)**

Particulars	Remote E-voting		Polling at the AGM		Consolidated voting Results		
	No. of Members voted	No. of valid votes cast	No. of Members / Proxy voted	No. of Valid votes cast	Total No. of Members voted	Total No. of valid votes cast	% of total number of valid votes cast
In favour of the Resolution	27	9837757	23	5482	50	9843239	100.00
Against the Resolution	0	0	0	0	0	0	0

Invalid votes	0	0	0	0
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**RESOLUTION 2- RE-APPOINTMENT OF MR. RAJ KUMAR SEKHANI (DIN 0102843), AS DIRECTOR OF THE COMPANY WHO RETIRES BY ROTATION.**

Particulars	Remote E-voting		Polling at the AGM		Consolidated voting Results		
	No. of Members voted	No. of valid votes cast	No. of Members / Proxy voted	No. of Valid votes cast	Total No. of Members voted	Total No. of valid votes cast	% of total number of valid votes cast
In favour of the Resolution	27	9837757	23	5482	50	9843239	100.00
Against the Resolution	0	0	0	0	0	0	0

Invalid votes	0	0	0	0
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**RESOLUTION 3- RATIFICATION OF APPOINTMENT OF M/S. S K NAREDI & CO., CHARTERED ACCOUNTANTS (ICAI REGN. NO. 003333C), AS A STATUTORY AUDITOR FOR THE FINANCIAL YEAR 2018-19.**

Particulars	Remote E-voting		Polling at the AGM		Consolidated voting Results		
	No. of Members voted	No. of valid votes cast	No. of Members / Proxy voted	No. of Valid votes cast	Total No. of Members voted	Total No. of valid votes cast	% of total number of valid votes cast
In favour of the Resolution	26	9837732	23	5482	49	9843214	100.00
Against the Resolution	1	25	0	0	1	25	0

Invalid votes	0	0	0	0
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**RESOLUTION 4- APPROVAL OF "PIONEER EMBROIDERIES LIMITED EMPLOYEE STOCK OPTION PLAN 2018".**

Particulars	Remote E-voting		Polling at the AGM		Consolidated voting Results		
	No. of Members voted	No. of valid votes cast	No. of Members / Proxy voted	No. of Valid votes cast	Total No. of Members voted	Total No. of valid votes cast	% of total number of valid votes cast
In favour of the Resolution	27	9837757	23	5482	50	9843239	100.00
Against the Resolution	0	0	0	0	0	0	0

Invalid votes	0	0	0	0
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**RESOLUTION 5- APPROVAL OF "PIONEER EMBROIDERIES LIMITED EMPLOYEE STOCK OPTION PLAN 2018" - HOLDING COMPANY AND/OR SUBSIDIARY COMPANY(IES).**

Particulars	Remote E-voting		Polling at the AGM		Consolidated voting Results		
	No. of Members voted	No. of valid votes cast	No. of Members / Proxy voted	No. of Valid votes cast	Total No. of Members voted	Total No. of valid votes cast	% of total number of valid votes cast
In favour of the Resolution	27	9837757	23	5482	50	9843239	100.00
Against the Resolution	0	0	0	0	0	0	0

Invalid votes	0	0	0	0
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**RESOLUTION 6- RE-APPOINTMENT OF REMUNERATION OF M/S. VIPUL BHARDWAJ & CO., AS COST AUDITORS & FIXING THEIR REMUNERATION.**

Particulars	Remote E-voting		Polling at the AGM		Consolidated voting Results		
	No. of Members voted	No. of valid votes cast	No. of Members / Proxy voted	No. of Valid votes cast	Total No. of Members voted	Total No. of valid votes cast	% of total number of valid votes cast
In favour of the Resolution	27	9837757	23	5482	50	9843239	100.00
Against the Resolution	0	0	0	0	0	0	0

Invalid votes	0	0	0	0
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