

Date: 29/09/2018

To,
The Listing Compliance Department,
BSE Limited,
P. J. Tower, Dalal Street,
Mumbai – 400 001

To,
The Listing Compliance Department,
National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai - 400051

Sub.: Proceedings of 13th Annual General Meeting held on September 29, 2018


Ref.: PC Jeweller Limited (Scrip Code: 534809, Symbol: PCJEWELLER)


Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the proceedings of 13th Annual General Meeting of the Company held on September 29, 2018.

Thanking you.

For **PC Jeweller Limited**


(VIJAY PANWAR)
Company Secretary



Encl.: As above

PC Jeweller Limited

REGD. & CORPORATE OFF: C - 54, PREET VIHAR, VIKAS MARG, DELHI - 110 092 PH: 011 - 49714971 FAX : 011 - 49714972

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**GIST OF PROCEEDINGS OF THE 13TH ANNUAL GENERAL MEETING OF
PC JEWELLER LIMITED**

Date, Time and Venue:

The 13th Annual General Meeting (“AGM”) of the Company was held on Saturday, September 29, 2018, at 3:30 P.M., at Sri Sathya Sai International Centre, Pragati Vihar, Lodhi Road, New Delhi - 110003.

Brief Proceedings:

In the absence of Chairman Shri Padam Chand Gupta, with the consent of other Directors, Shri Balram Garg, Managing Director, Chaired the meeting. He also represented Shri Padam Chand Gupta as Chairman of Stakeholders Relationship Committee. All other Directors including Dr. Manohar Lal Singla, Chairman of Audit Committee and Shri Krishan Kumar Khurana, Chairman of Nomination and Remuneration Committee were present at the meeting.

Shri Vijay Panwar, Company Secretary welcomed the Directors and Members. He informed that Secretarial Auditor and the representative of Statutory Auditors are present at the meeting. The requisite quorum being present, the meeting was called to order.

Members were further informed that the Company had provided to its Members the facility to cast their votes electronically by Remote e-voting in respect of the business to be transacted at the AGM. Remote e-voting commenced at 9:00 A.M. on September 26, 2018 and ended at 5:00 P.M. on September 28, 2018. The Company had also provided facility for voting by physical ballot paper at the AGM venue to those Members, who had not cast their votes by Remote e-voting and were present at the meeting. The voting rights of Members were in proportion to their shares in the paid-up equity share capital of the Company as on the Cut-off Date i.e. September 24, 2018.

Members were also informed that Shri Randhir Singh Sharma, Practicing Company Secretary had been appointed as the Scrutinizer to scrutinize remote e-voting and physical voting process at the AGM in a fair and transparent manner.

Thereafter, following Ordinary and Special Business items as per the AGM Notice were transacted at the meeting:

Ordinary Business:

1. Consideration and adoption of audited financial statements (standalone and consolidated) for the financial year ended March 31, 2018 together with the reports of the Board of Directors and Statutory Auditors. (Ordinary Resolution)
2. Declaration of dividend @5% i.e. Rs.0.50 per equity share for the financial year 2017-18. (Ordinary Resolution)
3. Declaration of dividend @13% i.e. Rs.1.30 per compulsorily convertible preference share for the period from April 1, 2017 to September 1, 2017. (Ordinary Resolution)

PC Jeweller Limited



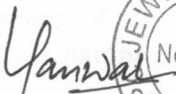
4. Re-appointment of Shri Padam Chand Gupta as a Director liable to retire by rotation. (Ordinary Resolution)

Special Business:

5. Appointment of Mrs. Sannovanda Machaiah Swathi as an Independent Director. (Ordinary Resolution)
6. Re-appointment of Shri Suresh Kumar Jain as an Independent Director. (Special Resolution)
7. Amendment in terms of borrowing powers of the Board. (Special Resolution)

Thereafter, the queries raised by Members were duly replied. The Scrutinizer took care of poll proceedings. Further, Members were informed that the results of voting will be announced within 48 hours from the conclusion of the meeting.

For PC Jeweller Limited


(VIJAY PANWAR)
Company Secretary*

