

September 19, 2018

To,  
Bombay Stock Exchange Limited  
Corporate Relationship Department  
1<sup>st</sup> Floor, New Trading Ring,  
B.J. Towers, Dalal Street,  
Fort, Mumbai- 400 001  
Fax:- 022-22722061/41/39/37

Dear Sir,

Kind Attn.:- Manish Raval - Asst. Manager - Listing Compliance

Sub: Scrutinizers Report of 33<sup>rd</sup> Annual General Meeting of the Company.

Company Code: 507864

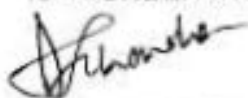
Please find attached herewith Scrutinizers Report relating to the details of voting results at the 33<sup>rd</sup> Annual General Meeting of the Company held on 19<sup>th</sup> September, 2018 at Kilachand Conference Room, 2<sup>nd</sup> floor, Indian Merchant Chambers, IMC Hall, Churchgate, Mumbai - 400 020, as per the applicable regulation of SEBI (LODR) Regulations, 2015.

This is for your information and record.

We request you to acknowledge receipt of the same.

Thanking you,

Yours faithfully,  
for PIONEER INVESTCORP LIMITED



AMIT CHANDRA  
COMPANY SECRETARY



End.: a.a.

# Aspi Bhesania

Practising Company Secretary

688, Dinshaw Master Road, Parsi Colony, Dadar, Mumbai -400 014 .  
Mobile : 9892748525. Email :aspibhesania@yahoo.co.in

## MGT 13

### Consolidated Report of Scrutinizer on remote e-voting and voting through ballot papers

*[Pursuant to rule section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules,2015]*

To,

Chairman

Pioneer Investcorp Limited

1218, Maker Chambers V,

Nariman Point, Mumbai – 400 021

Dear Sir,

1. I Aspi Bhesania, Practising Company Secretary (Certificate of Practice No. 9657 was appointed as the Scrutinizer(s) by the Board of Directors of Pioneer Investcorp Limited ("Company") for the purpose of conducting the remote e-voting process and ascertaining the requisite majority on e-voting carried out as per the provision of Section 108 of the Companies Act 2013 ("Act")read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules,2015] on the resolutions contained in the Notice of the Thirty Third Annual General Meeting ("AGM") of the members of the Company held on 19<sup>th</sup> September 2018 at 11.30 a.m. at Kilachand Conference Room,2<sup>nd</sup> Floor, Indian Merchant Chambers,IMC Marg, Churchgate, Mumbai – 400020.
2. The Company had also provided the facility of voting through ballot paper to the members present at the AGM and who had not cast their vote earlier through e-voting.
3. The Company has engaged Central Depository Services (India) Limited ("CDSL") as the authorized agency to provide secured system for remote e-voting process.
4. The management of the Company is responsible to ensure the compliance with requirements of the Act and the Rules relating to voting through electronic means on the resolutions contained in the Notice of the 33<sup>rd</sup> AGM of the Company. Our responsibility as Scrutinizer is



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restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated through e-voting systems provided by CDSL and polling papers received from the members at the AGM.

5. Further to the above, we submit our report as under:-

- i. The e-voting period remained opened from 16<sup>th</sup> September 2018 (10.00 a.m.) to 18<sup>th</sup> September 2018 (5.00 p.m.)
- ii. The Members of the Company as on the "cut-off" date (record date for the purpose of e-voting, i.e. 12<sup>th</sup> September 2018) were entitled to vote on the resolutions (item no.1 to 2 as set in the Notice of 33<sup>rd</sup> AGM of the Company).
- iii. After the close of the period for remote e-voting and before the start of the general meeting, the details of the members who have cast their votes through remote e-voting, such as their names, folios, numbers of shares held etc., were downloaded from the e-voting module of CDSL, to ensure that members who have cast their votes through remote e-voting do not vote again at the AGM.
- iv. At the 33<sup>rd</sup> AGM, after declaration of Poll by the Chairman, polling box kept for polling was locked in my presence.
- v. The locked ballot box were subsequently opened in my presence along with two witnesses, Mr. Michael and Mr. Harish both of them are not in the employment of the Company. They have signed at the end of the report in confirmation of the votes being unblocked in their presence.
- vi. The ballot papers which were incomplete and/or wrongly filled and/or otherwise found have been treated as invalid and kept separately and not considered for the purposes of this report.
- vii. After counting the votes cast by members and proxy holders present at the 33<sup>rd</sup> AGM through polling paper, the votes cast through remote e-voting were unblocked on **19th September 2018 at 12.30 p.m.** in the presence of two witnesses, Mr. Micheal and Mr. Harish both of them are not in the employment of the Company. They have signed at the end of the report in confirmation of the votes being unblocked in their presence. Thereafter, the details containing inter alia, list of Shareholders who voted "for"/ "against" each of the resolutions that were put to vote, were generated from the e-voting website of CDSL.
- viii. Based on the reports generated from the CDSL e-voting website and the voting through polling paper at the 33<sup>rd</sup> AGM, the consolidated report on the voting on each resolution is as under:





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## Resolution No.1 : To consider and adopt

a) the Audited Financial Statements of the Company for the financial year ended 31s March, 2018 including audited Balance Sheet as at 31st March, 2018 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Auditors and Directors thereon;

b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2018 including audited Balance Sheet as at 31st March, 2018 and the Statement of Profit and Loss for the year ended on that date.

### a. Votes cast "in favour" of the resolution:

Mode of voting	Number of Members voted	Number of votes cast in favour	% of total number of valid votes cast
Remote e-voting	30	7000911	99.99
Voting through polling paper	48	507	0.01
<b>Total</b>	<b>78</b>	<b>7001418</b>	<b>100.00</b>

### b. Votes cast "against" the resolution:

Mode of voting	Number of Members voted	Number of votes cast against	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting through polling paper	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

### c. Invalid votes :

Mode of voting	Total number of members whose votes were declared invalid	% of total number of votes cast by them and declared invalid
Remote e-voting	0	0
Voting through polling paper	0	0
<b>Total</b>	<b>0</b>	<b>0</b>



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**Resolution No.2 : To ratify the appointment of J.D.Jhaveri and Associates, Chartered Accountant as Statutory Auditor.**

a. *Votes cast "in favour" of the resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast in favour</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	30	7000911	99.99
Voting through polling paper	48	507	0.01
<b>Total</b>	<b>78</b>	<b>7001418</b>	<b>100.00</b>

b. *Votes cast "against" the resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast against</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	0	0	0
Voting through polling paper	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

c. *Invalid votes :*

<i>Mode of voting</i>	<i>Total number of members whose votes were declared invalid</i>	<i>% of total number of votes cast by them and declared invalid</i>
Remote e-voting	0	0
Voting through polling paper	0	0
<b>Total</b>	<b>0</b>	<b>0</b>



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We hereby confirm that we have maintained Registers to record the assent or dissent in respect of votes cast by the members of the Company by way of polling papers at the AGM and through remote e-voting and other relevant details based on the information received from RTA and the e-voting data received from CDSL, The Register and all other papers relating to e-voting and physical voting are under my custody and shall be hand over to the Company Secretary after the Chairman approves and signs the Minutes.

Thanking You



Aspi Bhesania  
Practicing Company Secretary  
COP No.9657



Place : Mumbai  
Date: 19<sup>th</sup> September 2018



Amit Chandra  
Company Secretary  
Pioneer Investcorp Limited  
(Person Authorised by Chairman)





Format of Voting Results

Date of the AGM	19 <sup>th</sup> September, 2018
Total number of shareholders on record date	4879
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	1
Public:	95
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Agenda- wise disclosure (to be disclosed separately for each agenda item)

Resolution no. 1

- the Audited Financial Statements of the Company for the financial year ended 31st March, 2018 including audited Balance Sheet as at 31st March, 2018 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Auditors and Directors thereon;
- the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2018 including audited Balance Sheet as at 31st March, 2018 and the Statement of Profit and Loss for the year ended on that date.

Resolution required: (Ordinary/ Special)	Ordinary
Whether promoter/ promoter group are interested in the agenda/resolution?	No

Category	Mode of Voting	No. of shares held (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 Group	E-voting (Remote voting)	6948461	6948461	100.00	6948461	0	100.00	00.00
	Poll		0	0	0	0	0	0
	Total		6948461	6948461	100.00	6948461	0	100.00
Public - Institutions	E-voting (Remote voting)	493260	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		493260	0	0	0	0	0
Public - Non Institutions	E-voting (Remote voting)	4855187	52450	1.08	52450	0	100.00	0
	Poll		507	0.01	507	0	100.00	0
	Total		52957	1.09	52957	0	100.00	0
Total		12296908	7001418	56.94	7001418	0	100.00	0



Resolution no.2: To ratify the appointment of Statutory Auditors.

Resolution required: (Ordinary/ Special)	Ordinary
Whether promoter/ promoter group are interested in the agenda/resolution?	No

Category	Mode of Voting	No. of shares held (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 Group	E-voting (Remote voting)	6948461	6948461	100.00	6948461	0	100.00	00.00
	Poll		0	0	0	0	0	0
	Total	6948461	6948461	100.00	6948461	0	100.00	00.00
Public - Institutions	E-voting (Remote voting)	493260	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	493260	0	0	0	0	0	0
Public - Non Institutions	E-voting (Remote voting)	4855167	52450	1.08	52450	0	100.00	0
	Poll		507	0.01	507	0	100.00	0
	Total		52957	1.09	52957	0	100.00	0
Total		12296908	7001418	56.94	7001418	0	100.00	0

All items of business contained in the Notice of AGM were approved by the Shareholders.

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Thanking you,

Yours faithfully,  
for PIONEER INVESTCORP LIMITED

*Amit Chandra*  
AMIT CHANDRA  
COMPANY SECRETARY



Encl.: a.a.