

PILANI INVESTMENT AND INDUSTRIES CORPORATION LIMITED

CIN : L24131WB1948PLC095302

REGD. OFFICE : BIRLA BUILDING, 9/1, R. N. MUKHERJEE ROAD, KOLKATA-700001

Email : pilani@pilaniinvestment.com, TELEPHONE : 033 4082 3700 / 2220 0600, Website : www.pilaniinvestment.com

6th September, 2023

The Manager,
Listing Department
National Stock Exchange of India Ltd.
"Exchange Plaza", Plot No. C/1, G Block
Bandra Kurla Complex, Bandra (East)
Mumbai – 400 051

Manager (Listing)
BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai-400 001

Sub: Regulation 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") - Outcome of the 76th Annual General Meeting of the Company – Scrutinizer's Report

Scrip Code: NSE: PILANIINVS :: BSE: 539883:: ISIN: INE417C01014

Dear Sir,

The Company's 76th Annual General Meeting ("AGM") was held on Tuesday, 5th September, 2023 at 4:00 p.m. (IST) through Video Conferencing / Other Audio-Visual Means in accordance with the relevant circulars issued by the Ministry of Corporate Affairs, Government of India and the Securities and Exchange Board of India. In terms of the provisions of the Companies Act, 2013 and Rules made thereunder and provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company had provided remote e-voting facility and e-voting facility at the AGM. Smt. Shweta Dalmiya of M/s S. Dalmiya & Associates, Company Secretaries was appointed as the Scrutinizer to scrutinize the remote e-voting process and e-voting at the AGM. The Scrutinizer's Report dated 6th September, 2023 is attached as Annexure- 1. All the resolutions as set out in the Notice of the AGM dated 29th May, 2023 have been duly approved by the shareholders with requisite majority. In terms of the provisions of Regulation 44 of the Listing Regulations, the details of the results of voting held through remote e-voting and e-voting at the AGM is attached as Annexure- 2. The voting results alongwith the Scrutinisers Report is also being made available on the Company's website www.pilaniinvestment.com and is being displayed at the Notice Board of the Company.

You are kindly requested to take the same on record.

Thanking you,

Yours faithfully,

For **Pilani Investment and Industries Corporation Limited**

Company Secretary

Encl: As above



S. Dalmiya & Associates
Company Secretaries

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014]

To
The Chairman of 76th Annual General Meeting
Pilani Investment and Industries Corporation Limited
Birla Building,
9/1, R.N. Mukherjee Road
Kolkata- 700001

Dear Sir,

Sub: Scrutinizer's Report on remote E-Voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act"), read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), as substituted by the Companies (Management and Administration) Amendment Rules, 2015 and E-voting at the 76th Annual General Meeting (AGM) of Pilani Investment and Industries Corporation Limited held on Tuesday, 5th September, 2023 at 4:00 P.M. through video conferencing (VC)/ other audio visual means ('OAVM').

I, Shweta Dalmiya, Practising Company Secretary (Membership No. FCS 12046/ CP No. 19603), 76, Ashutosh Mukherjee Road, Kolkata- 700025, proprietor of M/s S. Dalmiya & Associates have been appointed as a Scrutinizer by the Board of Directors of **PILANI INVESTMENT AND INDUSTRIES CORPORATION LIMITED** ("the company") held on 29th May, 2023 for the purpose of scrutinizing the remote e-voting process and voting through Electronic Voting System (E-Voting) during the Annual General Meeting (AGM) and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of The Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014(as amended), and in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") as amended by General Circular No. 14/2020 dated 8th April 2020; General Circular No.17/2020 dated 13th April 2020; General Circular No. 20/ 2020 dated 5th May 2020; General Circular No.02/2021 dated 13th January 2021; General Circular No. 19/2021 dated 8th December 2021; General Circular No. 21/2021 dated 14th December 2021; General Circular No. 10/2022 dated 28th December 2022 and General Circular No. 2/2022 dated 5th May 2022; issued by the Ministry of Corporate Affairs ("MCA") and SEBI Circular No. SEBI/HO/CFD/CMDI/CIR/P/2020/79 dated 12th May 2020; SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January 2021; SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January 2023 issued by the Securities and Exchange Board of India ("SEBI") commonly referred to as

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Email: sdalmiyaassociates@gmail.com, Website: www.sdalmiyaassociates.com



"MCA & SEBI Circulars", providing relaxation for the manner in which the AGM will be held and conducted. The MCA & SEBI Circulars provide for relaxation in the manner in which the AGM will be held including the manner of sending the Notices and Annual Report to the shareholders and the manner of voting at the meeting. The below mentioned resolutions passed at the 76th Annual General Meeting of the Company held at 04:00 PM on Tuesday 5th September, 2023 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the business as set out in the Notice.

The notice dated 29th May, 2023, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA circulars dated 5th May, 2020 and 13th January, 2021 read with circulars dated 8th April, 2020 and 13th April, 2020 (collectively referred to as "MCA Circulars") and SEBI Circulars dated 12th May, 2020 and 15th January, 2021.

The Company had also provided e-voting facility to the shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier.

The Company had engaged Central Depository Services Limited ("CDSL") as the authorized agency to provide secured system for conducting remote e-voting by the shareholders of the company and e-voting at the said AGM.

The compliance with the provisions of the Companies Act, 2013 and the rules made thereunder relating to Remote E-voting process (Remote E-voting) and Voting through Electronic Voting System (E-voting) during the AGM, on the resolutions proposed in the Notice of the 76th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the Remote E-voting process (Remote E-voting) and voting through Electronic Voting System (E-Voting) during the AGM, are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by the Central Depository Services Limited (CDSL).

Further to the above, I submit my report on the results of the voting as under:

- a) The remote e-voting period remained opened from Friday, 1st September, 2023 (9.00 AM) to Monday, 4th September, 2023 (5.00 PM).
- b) The members of the company as on the cut-off date (record date for the purpose of remote e-voting i.e. Tuesday 29th August, 2023) were entitled to vote on the Resolution (Item no. 1 to 3) as set out in the notice of the Annual General Meeting of the Company.
- c) The names of the shareholders who has voted by remote e-voting through the facility provided by CDSL has been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
- d) After the conclusion of the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of CDSL. 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.
- e) Based on the reports generated from the CDSL e-voting website, the consolidated report on voting on each resolution is as under:



ORDINARY BUSINESS

Item No. 1 (Ordinary Resolution)

To receive, consider and adopt the Audited Financial Statements of the Company (including Audited Consolidated Financial Statements) for the financial year ended 31st March, 2023 together with the Reports of the Board of Directors' and Auditors' thereon.

i) Voted in favour of Resolution

Mode of Voting	No. of Folios casting votes	Total no. of Votes cast (shares)	% of total number of valid votes cast
Remote E-voting	81	6772619	100%
E-Voting at the AGM	1	1	100%
Total	82	6772620	100%

ii) Voted against Resolution

Mode of Voting	No. of Folios casting votes	Total no. of Votes cast (shares)	% of total number of valid votes cast
Remote E-voting	3	147	100%
E-Voting at the AGM	0	0	0%
Total	3	147	100%

iii) Invalid Votes

Mode of Voting	No. of Folios casting votes	Total no. of Votes cast (shares)	% of total number of valid votes cast
Remote E-voting	0	0	0
E-Voting at the AGM	0	0	0
Total	0	0	0

Item No. 2 (Ordinary Resolution)

Declaration of Dividend on Equity Shares for the financial year ended 31st March, 2023.

i) Voted in favour of Resolution

Mode of Voting	No. of Folios casting votes	Total no. of Votes cast (shares)	% of total number of valid votes cast
Remote E-voting	84	6772675	100%
E-Voting at the AGM	1	1	100%
Total	85	6772676	100%

ii) Voted against Resolution

Mode of Voting	No. of Folios casting votes	Total no. of Votes cast (shares)	% of total number of valid votes cast
Remote E-voting	2	146	100%
E-Voting at the AGM	0	0	0
Total	2	146	100%



iii) Invalid Votes

Mode of Voting	No. of Folios casting votes	Total no. of Votes cast (shares)	% of total number of valid votes cast
Remote E-voting	0	0	0
E-Voting at the AGM	0	0	0
Total	0	0	0

Item No. 3 (Ordinary Resolution)

To appoint a Director in place of Shri D. K. Mantri (DIN: 00075664), who retires from office by rotation, but being eligible, offer himself for re-appointment.

i) Voted in favour of Resolution

Mode of Voting	No. of Folios casting votes	Total no. of Votes cast (shares)	% of total number of valid votes cast
Remote E-voting	81	6772002	100%
E-Voting at the AGM	1	1	100%
Total	82	6772003	100%

ii) Voted against Resolution

Mode of Voting	No. of Folios casting votes	Total no. of Votes cast (shares)	% of total number of valid votes cast
Remote E-voting	5	819	100%
E-Voting at the AGM	0	0	0
Total	5	819	100%

iii) Invalid Votes

Mode of Voting	No. of Folios casting votes	Total no. of Votes cast (shares)	% of total number of valid votes cast
Remote E-voting	0	0	0
E-Voting at the AGM	0	0	0
Total	0	0	0

The Registers, all other papers and relevant records relating to e-voting and ballot papers shall remain in our safe custody until the chairman considers, approves and signs the Minutes of the aforesaid Annual general Meeting and thereafter the same will be handed over to the Company.

For S. Dalmiya & Associates
Company Secretaries

Place: Kolkata
Date: 06.09.2023



Shweta Dalmiya
Shweta Dalmiya
Proprietor
FCS 12046

COP No. 19603
UDIN: F012046E000959091
Peer Review Cer. No. 1969/2022

PILANI INVESTMENT AND INDUSTRIES CORPORATION LIMITED

FORMAT FOR VOTING RESULT

Date of the Annual General Meeting	05.09.2023
Total number of share holders on record date (Record Date- 29.08.2023)	13749
No. of shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter Group :	0
Public :	0
No. of shareholders attended the meeting through Video Conferencing :	
Promoter and Promoter Group :	5
Public :	41

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

Ordinary Business:

Agenda No. 1 : To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) for the year ended 31st March, 2023 , together with the Report of the Board of Directors and Auditors thereon.

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 Promoter Group	E-Voting	6371560	6371560	100.00	6371560	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		6371560	6371560	100.00	6371560	0	100
Public Institutions	E-Voting	86580	59000	68.15	59000	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		86580	59000	68.15	59000	0	100
Public - Non Institutions	E-Voting	4614110	342207	7.42	342060	147	99.96	0.04
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		4614110	342207	7.42	342060	147	99.96
Total		11072250	6772767	61.17	6772620	147	100.00	0.00

*Resolution passed



Agenda No. 2 : Declaration of Dividend on Equity Shares for the financial year ended 31st March, 2023

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 Promoter Group	E-Voting	6371560	6371560	100.00	6371560	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		6371560	6371560	100.00	6371560	0	100
Public Institutions	E-Voting	86580	59000	68.15	59000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		86580	59000	68.15	59000	0	100
Public - Non Institutions	E-Voting	4614110	342262	7.42	342116	146	99.96	0.04
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4614110	342262	7.42	342116	146	99.96
Total		11072250	6772822	61.17	6772676	146	100.00	0.00

*Resolution passed



Agenda No. 3 : Re-appointment of Shri D. K. Mantri (DIN:00075664) as Director, who retires from office by rotation, but being eligible, offer himself for re-appointment.

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 Promoter Group	E-Voting	6371560	6371560	100.00	6371560	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		6371560	6371560	100.00	6371560	0	100
Public Institutions	E-Voting	86580	59000	68.15	59000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		86580	59000	68.15	59000	0	100
Public - Non Institutions	E-Voting	4614110	342262	7.42	341443	819	99.76	0.24
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4614110	342262	7.42	341443	819	99.76
Total		11072250	6772822	61.17	6772003	819	99.99	0.01

*Resolution passed

