

PILANI INVESTMENT AND INDUSTRIES CORPORATION LIMITED

CIN : L24131WB1948PLC095302

REGD. OFFICE : BIRLA BUILDING, 9/1, R.N.MUKHERJEE ROAD, KOLKATA-700 001

Email : pilaniinvestment1@gmail.com, TELEPHONE: 3057 3700 / 3041 0900. Website : www.pilaniinvestment.com

25th August, 2017

**The Manager,
Listing Department,**
National Stock Exchange of India Ltd.,
"Exchange Plaza", Bandra-Kurla Complex,
Bandra (East) Mumbai - 400051

**BSE Limited,
Corporate Relationship Department,**
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400001

Sub: 70th Annual General Meeting - Voting Results

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

Dear Sir,

We would like to inform you that all the resolutions have been passed with requisite majority at the 70th Annual General Meeting of the company as set out in the AGM Notice.

In compliance of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the voting results in the prescribed format along with the Scrutinizer's Report.

This is for your information and records.

Thanking you,

Yours faithfully,
For Pilani Investment and Industries
Corporation Ltd.,


Company Secretary

Enclosure: As above.

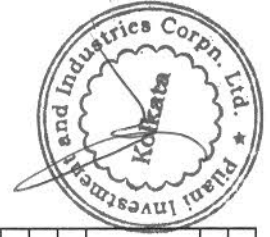
FORMAT FOR VOTING RESULT

Date of the AGM	24.08.2017
Total number of share holders on record date	6369
No. of shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter Group :	10
Public :	57
No. of shareholders attended the meeting through Video Conferencing :	
Promoter and Promoter Group :	NIL
Public :	NIL

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

Agenda No. 1 : Adoption of Audited Financial Statements (including Audited Consolidated Financial Statements) for the year ended 31st March, 2017 , together with the Report of the Board of Directors and Auditors thereon.

Category	Mode of Voting	No. of Shares held	No. of votes polled	No. of Votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7) - [(5)/(2)]*100	Resolution required (Ordinary/Special)	
									Whether promoter/promoter group are interested in the agenda/resolution?	Ordinary No
Promoter and Promoter Group	E-Voting	(1) 4551416	(2) 4551116	(3) = [(2)/(1)]*100 99.99340864	(4) 4551116	(5) 0	(6)=[(4)/(2)]*100 100	(7) - [(5)/(2)]*100 0		
	Poll	0	0	0	0	0	0	0		
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
Public Institutions	Total	4551416	4551116	99.99340864	4551116	0	100	0		
	E-Voting	19823	0	0	0	0	0	0		
	Poll	0	0	0	0	0	0	0		
Public - Non Institutions	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	19823	0	0	0	0	0	0		
	E-Voting	3265346	253585	8	253575	10	99.99605655	0		
Total	Poll	72165	72165	100	72165	0	100	0		
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	3337511	325750	10	325740	0	100	0		
Total		7908750	4876866	62	4876856	10	100	0		



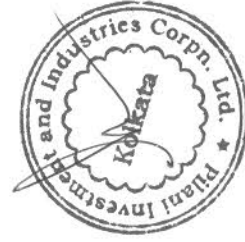
Agenda No. 2 : Declaration of Dividend on Equity Shares for the financial year ended 31st March, 2017

Resolution required (Ordinary/Special)		Ordinary										
Whether promoter/promoter group are interested in the agenda/resolution?		No										
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% 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	4551416	4551116	99.99340864	4551116	0	100	0				
	Poll	0	0	0	0	0	0	0				
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.				N.A.
Public Institutions	Total	4551416	4551116	99.99340864	4551116	0	100	0				0
	E-Voting	19823	0	0	0	0	0	0				0
	Poll	0	0	0	0	0	0	0				0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.				N.A.
Public - Non Institutions	Total	19823	0	0	0	0	0	0				0
	E-Voting	3265346	253585	8	253575	10	99.99605655	0				0
	Poll	72165	72165	100	72165	0	100	0				0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.				N.A.
Total	Total	3337511	325750	10	325740	0	100	0				0
		7908750	4876866	62	4876856	10	100	0				0



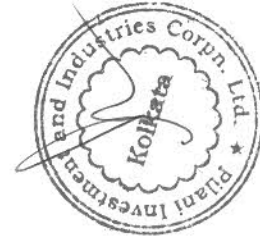
Agenda No. 3 : Re-appointment of Shri A. V. Jalan (DIN 01455782) who retires by rotation and being eligible offers himself for re-appointment.

Resolution required (Ordinary/Special)		Ordinary									
Whether promoter/promoter group are interested in the agenda/resolution?		Yes									
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes polled on outstanding shares (3) = $[(2)/(1)] * 100$	No. of Votes - in favour	No. of Votes - against	% 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	4551416	4551116	99.99340864	4551116	0	100	0			
	Poll	0	0	0	0	0	0	0			
Public Institutions	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.			
	Total	4551416	4551116	99.99340864	4551116	0	100	0			
	E-Voting	19823	0	0	0	0	0	0			
	Poll	0	0	0	0	0	0	0			
Public - Non Institutions	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.			
	Total	19823	0	0	0	0	0	0			
	E-Voting	3265346	253585	8	253575	10	99.99605655	0			
	Poll	72165	72165	100	72165	0	100	0			
Total	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.			
	Total	3337511	325750	10	325740	0	100	0			
		7908750	4876866	62	4876856	10	100	0			



Agenda No. 4 : Appointment of M/s Vidyarthi & Sons, Chartered Accountants (ICAI Firm Registration No. 000112C) as Statutory Auditors and fixing their remuneration.

Category	Mode of Voting	No. of Shares held	No. of votes polled	Whether promoter/promoter group are interested in the agenda/resolution?		No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
				Ordinary	No				
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7) - [(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	4551416	4551116	99.99340864	4551116	0	100	0	
	Poll	0	0	0	0	0	0	0	
Public Institutions	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	4551416	4551116	99.99340864	4551116	0	100	0	
Public - Non Institutions	E-Voting	19823	0	0	0	0	0	0	
	Poll	0	0	0	0	0	0	0	
Public - Non Institutions	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	19823	0	0	0	0	0	0	
Total	E-Voting	3265346	253585	8	252230	1355	99.4656624	0	
	Poll	72165	72165	100	72165	0	100	0	
Total	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total	3337511	325750	10	324395	0	100	0	
		7908750	4876866	62	4875511	1355	100	0	



Special Business:

Agenda No. 5 : Appointment of Shri A. K. Kothari (DIN: 00051900) as an Independent Director for a period of five years

Resolution required (Ordinary/Special)		Ordinary									
Whether promoter/promoter group are interested in the agenda/resolution?		No									
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes polled on outstanding shares (3) = $\frac{[(2)/(1)] * 100}{99.99340864}$	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = $\frac{[(4)/(2)] * 100}{100}$	% of Votes against on votes polled (7) = $\frac{[(5)/(2)] * 100}{0}$			
Promoter and Promoter Group	E-Voting	4551416	4551116								
	Poll	0	0	0	0	0	0	0			
Public Institutions	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.			
	Total	4551416	4551116	99.99340864	4551116	0	100	0			
Public - Non Institutions	E-Voting	19823	0	0	0	0	0	0			
	Poll	0	0	0	0	0	0	0			
Public - Non Institutions	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.			
	Total	19823	0	0	0	0	0	0			
Public - Non Institutions	E-Voting	3265346	253585	8	253575	10	99.99605655	0			
	Poll	72165	72165	100	72165	0	100	0			
Total	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.			
	Total	3337511	325750	10	325740	0	100	0			
		7908750	4876866	62	4876856	10	100	0			





K. C. DHANUKA & CO.

COMPANY SECRETARIES

419, CENTRE POINT,
21, HEMANTA BASU SARANI,
KOLKATA - 700 001.
☎ : 2248-5806, 3022-5806.
Mobile : 98300 53619.
E-mail : dhanuka419@yahoo.co.in

Report of Scrutinizer

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the
Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Pilani Investment and Industries Corporation Limited
Birla Building, 9/1, R.N. Mukherjee Road,
Kolkata-700001

Dear Sir,

Sub: Scrutinizer's Report on E-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

I, Kailash Chandra Dhanuka, Practicing Company Secretary (FCS-2204/ CP-1247) and proprietor of M/s. K. C. Dhanuka & Co., Company Secretaries, Kolkata had been appointed, as the Scrutinizer by the Board of Directors of Pilani Investment and Industries Corporation Limited ("Company"), vide resolution dated May 30th, 2017. pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 to conduct the E-voting process in respect of the below mentioned resolutions passed at the 70th Annual General Meeting ("AGM") of the Company, held on Thursday, the 24th August 2017, at 03.00 P.M. at Birla Building, 9/1, R.N. Mukherjee Road, Kolkata-700001.

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 remote e-voting.

The Company has engaged Central Depository Services Limited ("CDSL") as the authorized agency to provide secured system for remote e-voting process.

The compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to voting through electronic means (remote e-voting) and voting by using ballots by the shareholders on the resolutions proposed in the Notice of the 70th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process through the electronic means and by use of ballot at the meeting 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) and the report generated by use of ballot papers.





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Further to the above, I submit my report as under:-

- i) The e-voting period remained open from 21st August, 2017 (9:00 am) to 23rd August, 2017 (5:00 pm)
- ii) The Members of the Company as on the "cut-off" date (record date for the purpose of e-voting, i.e. 17th August, 2017) were entitled to vote on the resolutions (item no. 1 to 5 as set out in the Notice dated June 30th, 2017 of 70th AGM of the Company).
- iii) After the close of period for remote e-voting and before the start of the general meeting, the details of the members who had cast their votes through remote e-voting, such as their names, folios, number 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 70th AGM, after declaration to cast the vote by ballot paper by the Chairman, ballot box kept for polling was locked in my presence.
- v) The locked ballot boxes were subsequently opened in my presence along with two witnesses, Mrs. Mitali Bose and Miss. Madhuri Pandey, who are not in employment of the Company.
- vi) The ballot papers which were incomplete and/or wrongly filled and/or otherwise found defective have been treated as invalid and kept separately and not considered for the purpose of this report.
- vii) After counting the votes cast by members and shareholders present at the 70th AGM through ballot papers, the votes cast through remote e-voting were unblocked on 24th August, 2017 at 04:00 pm in the presence of two witnesses, Mrs Mitali Bose and Miss Madhuri Pandey, who are not in employment of the Company. Thereafter, the details containing inter alia, list of Equity 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 ballot paper at the 70th AGM, the consolidated report on the voting on each resolution, pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Amendment Rules, 2015, is as under:





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A. ORDINARY BUSINESS

1. Resolution 1

As an Ordinary Resolution

Consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) for the financial year ended on 31st March, 2017, together with the Reports of the Board of Directors and Auditors.

i. Voted in favour of the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	37	4804691	98.52
Voting through Ballot Forms	22	72165	1.48
Total	59	4876856	100

ii. Voted against the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	1	10	0
Voting through Ballot Forms	0	0	0
Total	1	10	0

iii. Invalid votes:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>
E-voting	0	0
Voting through Ballot Forms	1	10
Total	1	10

2. Resolution 2

As an Ordinary Resolution

Declaration of Dividend on Equity Shares for the financial year ended 31st March, 2017.

i. Voted in favour of the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	37	4804691	98.52
Voting through Ballot Forms	22	72165	1.48
Total	59	4876856	100





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ii. Voted against the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	1	10	0
Voting through Ballot Forms	0	0	0
Total	1	10	0

iii. Invalid votes:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>
E-voting	0	0
Voting through Ballot Forms	1	10
Total	1	10

3. Resolution 3

As an Ordinary Resolution

Re-appointment of Shri A. V. Jalan (DIN: 01455782), who retires by rotation and being eligible, offers himself for re-appointment.

i. Voted in favour of the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	37	4804691	98.52
Voting through Ballot Forms	22	72165	1.48
Total	59	4876856	100

ii. Voted against the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	1	10	0
Voting through Ballot Forms	0	0	0
Total	1	10	0





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iii. Invalid votes:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>
E-voting	0	0
Voting through Ballot Forms	1	10
Total	1	10

4. Resolution 4

As an Ordinary Resolution

Appointment of M/s Vidyarthi & Sons, Chartered Accountants (ICAI Firm Registration No: 000112C) as the Statutory Auditors of the Company.

i. Voted in favour of the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	34	4803346	98.49
Voting through Ballot Forms	22	72165	1.48
Total	56	4875511	99.97

ii. Voted against the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	4	1355	0.03
Voting through Ballot Forms	0	0	0.00
Total	4	1355	0.03

iii. Invalid votes:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>
E-voting	0	0
Voting through Ballot Forms	1	10
Total	1	10





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B. SPECIAL BUSINESS

5. Resolution 5

As an Ordinary Resolution

Appointment of Shri A. K. Kothari (DIN: 00051900) be and is hereby appointed as an Independent Director of the Company for a period of five years with effect from 25.07.2016.

iv. Voted in favour of the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	37	4804691	98.52
Voting through Ballot Forms	22	72165	1.48
Total	59	4876856	100

v. Voted against the resolution:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>	<i>% of Total No. of valid Votes cast</i>
E-voting	1	10	0
Voting through Ballot Forms	0	0	0
Total	1	10	0

vi. Invalid votes:

<i>Mode of Voting</i>	<i>No. of Folios casting Votes</i>	<i>Total No. of Votes cast (Shares)</i>
E-voting	0	0
Voting through Ballot Forms	1	10
Total	1	10

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.

Thanking you,

Place: Kolkata

Dated: 25/08/2017

Yours faithfully,
K. C. DHANUKA & CO.
Company Secretaries

K. C. Dhanuka
K. C. DHANUKA 25/08/2017
Proprietor
FCS-2204, CP-1247

