

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

3rd April, 2024

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/Results of Postal Ballot and e-voting and Scrutinizer's Report

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

Dear Sir/Madam,

In accordance with the aforesaid provisions of the Listing Regulations, please find enclosed herewith the Postal Ballot e-voting results and the Scrutinizer's Report pertaining to the approval of the following resolutions, as set out in the Postal Ballot Notice dated 13th February, 2024.

Sr. No	Description of Resolutions	Type of Resolution
1	Re-appointment of Shri Giriraj Maheswari (DIN: 00796252) as an Independent Director of the Company for a second term of five consecutive years commencing with effect from 17 th April, 2024 up to 16 th April, 2029.	Special
2	Re-appointment of Shri Yazdi Piroj Dandiwala (DIN: 01055000) as an Independent Director of the Company for a second term of five consecutive years commencing with effect from 17 th April, 2024 up to 16 th April, 2029.	Special
3	Re-appointment of Smt. Vanita Bhargava (DIN: 07156852) as an Independent Director of the Company for a second term of five consecutive years commencing with effect from 10 th July, 2024 up to 9 th July, 2029.	Special

The aforesaid resolutions have been duly approved by the Shareholders with requisite majority and shall be deemed to have been passed on 1st April, 2024, being the last date specified for the remote e-voting.

The e-voting results along with the Scrutinizer's Report is also being made available on the Company's website www.pilaniinvestment.com and on the website of Central Depository Services (India) Limited with a copy being displayed at the Notice Board of the Company.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,

For **Pilani Investment and Industries Corporation Limited**

Company Secretary

Encl: As above

PILANI INVESTMENT AND INDUSTRIES CORPORATION LIMITED

FORMAT FOR VOTING RESULT

Particulars	Details
Date of Postal Ballot Notice	13.02.2024
Record Date	23-02-2024
Total number of share holders on cut off date (record date)	13550
No. of shareholders present in the meeting either in person or through proxy: Promoter and Promoter Group : Public :	Not Applicable
No. of shareholders attended the meeting through Video Conferencing : Promoter and Promoter Group : Public :	Not Applicable

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

Agenda No. 1 : 1. Re-appointment of Shri Giriraj Maheswari (DIN: 00796252) as an Independent Director of the Company for a second term of five consecutive years commencing with effect from 17th April, 2024 up to 16th April, 2029

Resolution required (Ordinary/Special)				Special				
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
	Ballot Forms		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	83180	61515	73.95	61515	0	100	0
	Ballot Forms		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		83180	61515	73.95	61515	0	100
Public - Non Institutions	E-Voting	4617510	266304	5.77	265444	860	99.68	0.32
	Ballot Forms		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4617510	266304	5.77	265444	860	99.68
Total		11072250	6699379	60.51	6698519	860	99.99	0.01

*Resolution passed



Agenda No. 2 : Re-appointment of Shri Yazdi Piroj Dandiwala (DIN: 01055000) as an Independent Director of the Company for a second term of five consecutive years commencing with effect from 17th April, 2024 up to 16th April, 2029

Resolution required (Ordinary/Special)				Special				
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
	Ballot Forms		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	83180	61515	73.95	61515	0	100	0
	Ballot Forms		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		83180	61515	73.95	61515	0	100
Public - Non Institutions	E-Voting	4617510	266304	5.77	265486	818	99.69	0.31
	Ballot Forms		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4617510	266304	5.77	265486	818	99.69
Total		11072250	6699379	60.51	6698561	818	99.99	0.01

*Resolution passed



Agenda No. 3 : Re-appointment of Smt. Vanita Bhargava (DIN: 07156852) as an Independent Director of the Company for a second term of five consecutive years commencing with effect from 10th July, 2024 up to 9th July, 2029

Resolution required (Ordinary/Special)				Special				
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
	Ballot Forms		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	83180	61515	73.95	61515	0	100	0
	Ballot Forms		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		83180	61515	73.95	61515	0	100
Public - Non Institutions	E-Voting	4617510	266304	5.77	265371	933	99.65	0.35
	Ballot Forms		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4617510	266304	5.77	265371	933	99.65
Total		11072250	6699379	60.51	6698446	933	99.99	0.01

*Resolution passed





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

Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot conducted pursuant to the provisions of Section 110 of the Companies Act, 2013 ("the Act"), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), as substituted by the Companies (Management and Administration) Amendment Rules, 2015.

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 and Associates have been appointed as a Scrutinizer by the Board of Directors of **PILANI INVESTMENT AND INDUSTRIES CORPORATION LIMITED** ("the company") held on 13th February, 2024 for the purpose of scrutinizing the Postal Ballot/ remote e-voting process and ascertaining the requisite majority in fair and transparent manner on Remote E-voting/ Postal ballot 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) in respect of the following Special Resolutions:

1. Re-appointment of Shri Giriraj Maheswari (DIN: 00796252) as an Independent Director of the Company for a second term of five consecutive years.
2. Re-appointment of Shri Yazdi Piroj Dandiwala (DIN: 01055000) as an Independent Director of the Company for a second term of five consecutive years.
3. Re-appointment of Smt. Vanita Bhargava (DIN: 07156852) as an Independent Director of the Company for a second term of five consecutive years.



pursuant to the Notice dated 13th February, 2024, issued under Section 108 and Section 110 and other applicable provisions of the Companies Act, 2013 ("the Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time ('Rules'), read with the Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 2/2021 dated January 13, 2021, Circular No. 10/2021 dated June 23, 2021, Circular No. 20/2021 dated December 08, 2021, Circular No. 03/2022 dated May 5, 2022, Circular No. 11/2022 dated December 28, 2022 and Circular No. 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs ('MCA') (hereinafter collectively referred to as 'MCA Circulars') and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ('SEBI Listing Regulations') and other applicable laws and regulations

The Postal Ballot Notice dated 13th February, 2024 was sent only by email to all the Members, whose names appear on the Register of Members/List of Beneficial Owners as received from National Securities Depository Limited ('NSDL') and Central Depository Services(India) Limited ('CDSL') as on Friday, 23rd February, 2024 (the 'cut-off date') and who have registered their email addresses in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings with the Company's Registrar and Share Transfer Agent, Niche Technologies Private Limited ("RTA").

The Postal Ballot Notice is also available on the website of the Company at www.pilaniinvestment.com and can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The Postal Ballot Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility) i.e. www.evotingindia.com.

The facility for appointment of Proxy by the Members was not available for this Postal Ballot and hence the Proxy Forms were not annexed with the Postal Ballot Notice.

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

- a) The voting period through Postal Ballot/ Remote E-voting (Electronically) was commenced at 9:00 a.m. (1ST) on 3rd March, 2024 and ended on 5:00 p.m. (1ST) on 1st April, 2024.
- b) The members of the company as on the cut-off date (record date for the purpose of remote e-voting i.e. Friday 23rd February, 2024) were entitled to vote on the Resolution (Item no. 1 to 3) as set out in the notice.
- c) The votes cast under Remote E-voting facilities/ Postal Ballots were thereafter unblocked and were counted.
- d) The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to the remote e-voting/ Postal Ballot on Special Resolution as mentioned hereinbefore.
- e) My responsibility as Scrutinizer for the Remote E-voting/ Postal Ballot is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolution.



I now submit my Scrutinizer Report on the results of the voting by postal ballot only through the remote e-voting process in respect of the said Special Resolutions as under:

Item No. 1 (Special Resolution)

Re-appointment of Shri Giriraj Maheswari (DIN: 00796252) as an Independent Director of the Company for a second term of five consecutive years commencing with effect from 17th April, 2024, up to 16th April, 2029.

i) Voted in favour of Resolution

No. of Folios casting votes	Total no. of Votes cast (shares)	% of total number of valid votes cast
95	6698519	99.99%

ii) Voted against Resolution

No. of Folios casting votes	Total no. of Votes cast (shares)	% of total number of valid votes cast
9	860	0.01%

iii) Invalid Votes

No. of Folios casting votes	Total no. of Votes cast (shares)	% of total number of valid votes cast
0	0	0

Item No. 2 (Special Resolution)

Re-appointment of Shri Yazdi Piroj Dandiwala (DIN: 01055000) as an Independent Director of the Company for a second term of five consecutive years commencing with effect from 17th April, 2024, up to 16th April, 2029.

i) Voted in favour of Resolution

No. of Folios casting votes	Total no. of Votes cast (shares)	% of total number of valid votes cast
97	6698561	99.99%

ii) Voted against Resolution

No. of Folios casting votes	Total no. of Votes cast (shares)	% of total number of valid votes cast
7	818	0.01%



iii) Invalid Votes

No. of Folios casting votes	Total no. of Votes cast (shares)	% of total number of valid votes cast
0	0	0

Item No. 3 (Special Resolution)

Re-appointment of Smt. Vanita Bhargava (DIN: 07156852) as an Independent Director of the Company for a second term of five consecutive years commencing with effect from 10th July, 2024, up to 9th July, 2029.

i) Voted in favour of Resolution

No. of Folios casting votes	Total no. of Votes cast (shares)	% of total number of valid votes cast
96	6698446	99.99%

ii) Voted against Resolution

No. of Folios casting votes	Total no. of Votes cast (shares)	% of total number of valid votes cast
8	933	0.01%


iii) Invalid Votes

No. of Folios casting votes	Total no. of Votes cast (shares)	% of total number of valid votes cast
0	0	0

Place: Kolkata
Date: 02.04.2024

For S. Dalmiya & Associates
Company Secretaries




Shweta Dalmiya
Proprietor
FCS 12046

COP No. 19603
UDIN: F012046F000013828
Peer Review Cer. No. 1969/2022