

# piccadily

Date: 15.05.2024

To,

BSE Limited,  
25<sup>th</sup> Floor, PherozeJeejebhoy Towers,  
Dalal Street,  
Mumbai-400001

BSE Scrip Code: 530305

**Subject: Outcome of Board meeting held on 15.05.2024**

Dear Sir/Madam,

This is to inform you that the Board of Directors at their Board Meeting held on **15.05.2024** inter alia, has transacted and approved the following :-

- 1) **To raise capital by way of a Qualified Institutions Placement (QIP) to eligible investors through an issuance of equity shares and/or other eligible securities.**

The Board of Directors in its meeting hold on 22nd April,2024 approved the raising of further capital of the Company by way of issuance of fully paid-up Equity Shares and / or securities convertible into Equity Shares, and / or non-convertible debt instruments in accordance with applicable law, in one or more tranches, not exceeding Rs.1,000Crores (Rupees one Thousand Crores only).

- 2) **To approve the increase in the authorised share capital and consequent amendment to the Memorandum of Association.**

Approval of the members is sought through Postal Ballot for increasing the share capital of the company from Rs 101.00 Crores to Rs 110.00 Crores.

- 3) **Appointment of Mr. Rajan Talwar as Non Executive Independent additional Director**

Appointed Mr. Rajan Talwar (Din no 10620650) as an Additional Director (in the capacity of an Independent Director) of the Company based on the recommendation of the Nomination and Remuneration Committee ("NRC") for a term of five consecutive years commencing from 15th May 2024 up to 14th May 2029, subject to the approval of the shareholders.

**Piccadily Agro Industries Ltd.**

**CIN No. : L01115HR1994PLC032244**

**Registered Office :** Village Bhadson, Umri - Indri Road, Teh. Indri, Distt. Karnal, Haryana-132109 (India)

**Corporate Office :** SCO 51, 1st Floor, Sector 30-C, Near CSIO, Chandigarh-160030, Ph.: 0172-5083695

**Website :** www.picagro.com **Email :** piccadilygroup34@rediffmail.com



4) **Appointment of Ms. Heena Gera as Non Executive Independent Woman Director**

Appointed Ms. Heena Gera (Din no: 08644677) as an Independent Woman Director of the company based on the recommendation of the Nomination and Remuneration Committee ("NRC") for a term of five consecutive years commencing from 15th May 2024 up to 14th May 2029, subject to the approval of the shareholders.

Disclosures required pursuant to Regulation 30 read with Para A of Part A of Schedule III of SEBI Listing Regulations and **SEBI Master Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 July 13,2023** with respect to the appointments of Directors is enclosed as Annexure-A.

5) **Postal Ballot Notice :**

The Board of Directors of the company has approved the Draft Notice of the Postal Ballot for seeking consent of the members of the Company for the proposed resolution items in the notice.

6) **Appointment of E-voting Agency:**

The Appointment of National Securities Depository Limited (NSDL) as E-voting Agency for providing the e-voting facility to all its members in respect of Postal Ballot.

7) **Appointment of Scrutinizer**

The appointment of Mr. Prince Chadha of P.Chadha & Associates as the scrutinizer ("Scrutinizer"), a Practicing Company Secretary having Membership no. 32856 & CP no. 12409 to scrutinize the voting process of the Postal Ballot and to declare results thereafter in a fair and transparent manner.

Please note that the said meeting was commenced at **2.40 P.M.** and concluded at **3.15 P.M.**

The above information is also being made available on the website of the Company i.e. [www.picagro.com](http://www.picagro.com)

Kindly take the above on your records.

Thanking You,  
Yours faithfully,  
For Piccadily Agro Industries Limited

  
  
Niraj Kumar Sehgal  
Company Secretary & Compliance Officer  
A-8019

Annexure 1

Details with respect to the appointments of Directors Disclosures required pursuant to Regulation 30 read with Para A of Part A of Schedule III of SEBI Listing Regulations and SEBI Master Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 July 13,2023

S.NO	Disclosure Requirement	Mr. Rajan Talwar (Din No : 10620650)	Ms. Heena Gera (DIN no :08644670)
1.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;	Appointment as an Independent Director	Appointment as an Independent Women Director
2.	Date of appointment/ re-appointment/cessation (as applicable) & term of appointment/re-appointment	w.e.f. 15th May 2024  Term of appointment:- Appointed for a period of 5 years subject to approval of members.	w.e.f. 15th May 2024  Term of appointment:- Appointed for a period of 5 years subject to approval of members.
3.	Brief profile	As Enclosed as <b>Annexure 2</b>	As Enclosed as <b>Annexure 2</b>
4.	Disclosure of relationships between directors	He is not related to any of the directors or Key Managerial Personnel or any of their relatives.  He is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.	She is not related to any of the directors or Key Managerial Personnel or any of their relatives.  She is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.
5.	Shareholding in the company.	No Shareholding in the company.	No Shareholding in the company.

  




## Annexure2

### Brief Profiles:

#### Mr. Rajan Talwar (Din No : 10620650)

Mr. Rajan Talwar is a fellow member of the Institute of Chartered Accountants of India and is having more than 31 years as Chartered Accountant. During his years of practice, he has handled various professional assignments including Management Consultancy, Statutory Audits, Internal Audits, Finalization of Accounts, arranging of working Capital, Due Diligences, Taxation,.

Mr. Rajan Talwar has also confirmed that he is not disqualified from being appointed as Director, in terms of the provisions of Section 164 (2) of the Act and is not debarred to hold the office of a Director by virtue of any order passed by SEBI or any other authority and has given his consent to act as a Director of the Company. The Company has received a notice pursuant to Section 160 of the Act from a Member proposing his candidature for the office of a Director.

None of the Directors, Key Managerial Personnel, or their relatives (except Mr. Rajan Talwar being the appointee himself and his relatives (to the extent of the shareholding held by them in the Company, if any) are interested, financially or otherwise, in the Resolution as set out in this Notice.

#### Ms.Heena Gera (DIN no :08644670)

Ms. Heena Gera is a Commerce Graduate from Delhi University & MBA from Swami Vivekanand Subharti University, Meerut, (UP) having more than 4 years' experience in our company. Ms. Heena Gera has been steering the company by guiding in accounts, finance & marketing. Ms. Heena Gera excels in the field of business strategy, planning, innovation & marketing She has been instrumental in promoting the INDRI single malt .whisky, which has been adjudged as best single malt whisky in the world.

The Board is of the opinion that Ms. Heena Gera is a person of integrity and possesses relevant expertise and experience (including the proficiency) and will be able to provide the commitment of time and efforts required. Considering the substantial contribution made by Ms. Heena Gera during her tenure as an Independent Director of the Company, the performance evaluation during the first term of five years and based on the rich experience and expertise of Ms. Heena Gera in the field of business strategy, innovation, marketing .Additional details as required by Regulation 36(3) of the Listing Regulations out in Annexure 1 to this Notice.

None of the Directors, Key Managerial Personnel, or their relatives (except Ms. Heena Gera being the appointee herself and her relatives (to the extent of the shareholdings held in the Company, if any) are interested, financially or otherwise, in the Resolution as set out in this Notice.

