

PL/SEC/TGT/2024-25/006

Friday, 5th April 2024

The Manager, Listing Department National Stock Exchange of India Limited “Exchange Plaza’, C-1, Block G Bandra-Kurla Complex, Bandra (E), Mumbai - 400051	Corporate Relationship Department BSE Limited 1 st Floor, New Trading Ring Rotunda Building, P J Towers, Dalal Street, Fort, Mumbai 400 001
Script Code: PRICOLLTD	Script Code: 540293

Dear Sir,

Sub: Results of Postal Ballot & Scrutiniser Report

We wish to inform you that the members of the Company through Postal Ballot **have approved** the following business(es) mentioned in the Postal Ballot notice dated 1st February 2024.

1. **Re-appointment of Mr.K.Ilango, as an Independent Director** of the Company for a Second term of 5 (five) Consecutive years **with effect from 15th June 2024 to 14th June 2029** (both days inclusive), and whose office shall not be liable to retire by rotation.
2. **Appointment of Mr.Vijayraghunath, as an Independent Director** of the Company for a term of 5 (five) Consecutive years **with effect from 1st February 2024 to 31st January 2029** (both days inclusive), and whose office shall not be liable to retire by rotation.
3. **Re-appointment & Remuneration to Mrs.Vanitha Mohan, Chairman** of the Company for a further period of three years commencing from 1st April 2024 to 31st March 2027
4. **Re-appointment & Remuneration to Mr.P.M.Ganesh, Chief Executive Officer & Executive Director** of the Company for a period commencing from 1st April 2024 to 31st March 2027.

In this regard, we are enclosing the following:

- a) Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- b) Report of the Scrutiniser dated 4th April 2024, pursuant to sections 108 and 110 of the Companies Act, 2013 read with rule 20 and 22 of the Companies (Management and Administration) Rules, 2014.

We request you to take the same on record.

Thanking you

Yours faithfully,
For Pricol limited

T.G.Thamizhanban
Company Secretary
ICSI M.No: F7897

Encl. As above

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General information about company

Scrip code	540293
NSE Symbol	PRICOLLTD
MSEI Symbol	NOTLISTED
ISIN	INE726V01018
Name of the company	PRICOL LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	03-04-2024
Start time of the meeting	
End time of the meeting	

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Scrutinizer Details

Name of the Scrutinizer	P ESWARAMOOTHY
Firms Name	ESWARAMOORTHY AND COMPANY
Qualification	CS
Membership Number	6510
Date of Board Meeting in which appointed	01-02-2024
Date of Issuance of Report to the company	04-04-2024

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Voting results	
Record date	01-03-2024
Total number of shareholders on record date	126748
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	Add Notes

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				RE-APPOINTMENT OF MR.K. ILANGO, AS AN INDEPENDENT DIRECTOR				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		46934833	100.0000	46934833	0	100.0000	0.0000
	Poll	46934833						
	Postal Ballot (if applicable)							
	Total	46934833	46934833	100.0000	46934833	0	100.0000	0.0000
Public-Institutions	E-Voting		14538020	38.2267	14520278	17742	99.8780	0.1220
	Poll	38031097						
	Postal Ballot (if applicable)							
	Total	38031097	14538020	38.2267	14520278	17742	99.8780	0.1220
Public- Non Institutions	E-Voting		692490	1.8759	689391	3099	99.5525	0.4475
	Poll	36915568						
	Postal Ballot (if applicable)							
	Total	36915568	692490	1.8759	689391	3099	99.5525	0.4475
Total		121881498	62165343	51.0047	62144502	20841	99.9665	0.0335
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	9411111
Public - Non Insitutions	0

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Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPOINTMENT OF MR. VIJAYRAGHUNATH, AS AN INDEPENDENT DIRECTOR				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		46934833	100.0000	46934833	0	100.0000	0.0000
	Poll	46934833						
	Postal Ballot (if applicable)							
	Total	46934833	46934833	100.0000	46934833	0	100.0000	0.0000
Public-Institutions	E-Voting		14538020	38.2267	14537567	453	99.9969	0.0031
	Poll	38031097						
	Postal Ballot (if applicable)							
	Total	38031097	14538020	38.2267	14537567	453	99.9969	0.0031
Public- Non Institutions	E-Voting		692045	1.8747	680462	11583	98.3263	1.6737
	Poll	36915568						
	Postal Ballot (if applicable)							
	Total	36915568	692045	1.8747	680462	11583	98.3263	1.6737
Total		121881498	62164898	51.0044	62152862	12036	99.9806	0.0194
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	9411111
Public - Non Insitutions	0

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Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				RE-APPOINTMENT & REMUNERATION TO MRS.VANITHA MOHAN, CHAIRMAN				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		46934833	100.0000	46934833	0	100.0000	0.0000
	Poll	46934833						
	Postal Ballot (if applicable)							
	Total	46934833	46934833	100.0000	46934833	0	100.0000	0.0000
Public-Institutions	E-Voting		14538020	38.2267	9705287	4832733	66.7580	33.2420
	Poll	38031097						
	Postal Ballot (if applicable)							
	Total	38031097	14538020	38.2267	9705287	4832733	66.7580	33.2420
Public- Non Institutions	E-Voting		691038	1.8719	669366	21672	96.8638	3.1362
	Poll	36915568						
	Postal Ballot (if applicable)							
	Total	36915568	691038	1.8719	669366	21672	96.8638	3.1362
Total		121881498	62163891	51.0036	57309486	4854405	92.1910	7.8090
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	9411111
Public - Non Insitutions	0

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Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				RE-APPOINTMENT & REMUNERATION TO MR. P.M. GANESH, CHIEF EXECUTIVE OFFICER & EXECUTIVE DIRECTOR				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		46934833	100.0000	46934833	0	100.0000	0.0000
	Poll	46934833						
	Postal Ballot (if applicable)							
	Total	46934833	46934833	100.0000	46934833	0	100.0000	0.0000
Public-Institutions	E-Voting		14538020	38.2267	14538020	0	100.0000	0.0000
	Poll	38031097						
	Postal Ballot (if applicable)							
	Total	38031097	14538020	38.2267	14538020	0	100.0000	0.0000
Public- Non Institutions	E-Voting		691038	1.8719	685856	5182	99.2501	0.7499
	Poll	36915568						
	Postal Ballot (if applicable)							
	Total	36915568	691038	1.8719	685856	5182	99.2501	0.7499
Total		121881498	62163891	51.0036	62158709	5182	99.9917	0.0083
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	9411111
Public - Non Insitutions	0



P. Eswaramoorthy and Company

Company Secretaries

 P. Eswaramoorthy B.Sc. LLB., FCS.,

SCRUTINIZER'S REPORT ON POSTAL BALLOT

(Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014) as amended from time to time and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

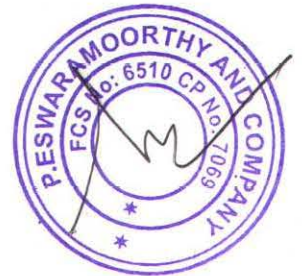
To

The Chairman
PRICOL LIMITED
CIN: L34200TZ2011PLC022194
Regd. Office: 109, Race Course
Coimbatore – 641018.

Dear Sir,

I, P. Eswaramoorthy, Proprietor, P. Eswaramoorthy and Company, Company Secretaries having office at 44 & 44/1, 5th Street, Ramalinga Jothi Nagar, Near Corporation Office, Nanjundapuram Road, Ramanathapuram, Coimbatore - 641 045, Tamil Nadu, India has been appointed by the Board of Directors of M/s. Pricol Limited, at their meeting held on 1st February 2024 as a Scrutinizer for the purpose of Scrutinizing the e-voting process on postal ballot in respect of the Resolutions mentioned in the Postal Ballot Notice dated 1st February 2024.

My responsibility as a Scrutinizer is to ensure that the voting process through electronic means is conducted in a fair and transparent manner and to furnish a Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman or authorised person based on the reports generated from the electronic means provided by National Securities Depository Limited (NSDL).



I submit my report as under: -

1. As per the General Circular Nos. 14/2020 dated 8th April 2020, 17/2020 dated 13th April 2020, 22/2020 dated 15th June 2020, 33/2020 dated 28th September 2020, 39/2020 dated 31st December 2020, 10/2021 dated 23rd June 2021, 20/2021 dated 08th December 2021, 03/2022 dated 5th May 2022, 11/2022 dated 28th December 2022 and 09/2023 dated 25th September 2023 issued by the Ministry of Corporate Affairs (MCA Circulars) as amended from time to time and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), the Company has sent the Postal Ballot Notice dated 1st February 2024 by electronic mail to all the shareholders whose names appeared on the Register of Members / list of Beneficial Owners as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CSDL) as at the close of business hours on 1st March 2024 and who have registered their email ID with Company / Depositories as at the close of business hours on 1st March 2024 (cut-off date).
2. As per MCA Circulars physical copies of the postal ballot forms and pre-paid Business Reply Envelopes were not dispatched to Members for this Postal Ballot. Accordingly, the communication of the assent or dissent of the members had taken place through the remote e-voting system only.
3. The Members of the Company holding equity shares, as on the "cut-off date" i.e. Friday 1st March 2024 were entitled to vote on the proposed resolutions as set out in the Notice of Postal Ballot dated 1st February 2024, through remote e-voting only.
4. The Company has appointed National Securities Depository Limited (NSDL) for facilitating e-voting to enable the Members to cast their votes electronically. The remote e-voting facility was kept open from 9.00 A.M. (IST) on Tuesday, 5th March 2024 till 5.00 P.M. (IST) on Wednesday, 3rd April 2024. The e-Voting facility was disabled forthwith thereafter.
5. The details containing, inter- alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e voting website of National Securities Depository Limited (NSDL) (www.evoting.nsdl.com).



6. Based on the data downloaded from the Official website of NSDL for the remote e-voting system and on the basis of the report furnished to me by them on the electronic voting system, the summary of remote e-Voting for the following resolutions are as under: -
7. Out of the total votes casted, certain votes were considered as invalid for non-receipt of authorisation resolutions / Power of Attorney / Authority Letter. Details of invalid votes are as below:

RESOLUTION NO.	TOTAL NUMBER OF MEMBERS VOTED	TOTAL NUMBER OF VOTES CASTED	NUMBER OF MEMBERS WHOSE VOTES WERE CONSIDERED INVALID	NUMBER OF VOTES HELD BY MEMBERS WHOSE VOTES WERE CONSIDERED INVALID
1.	662	7,15,76,454	9	94,11,111
2.	656	7,15,76,009	9	94,11,111
3.	659	7,15,75,002	9	94,11,111
4.	656	7,15,75,002	9	94,11,111



SPECIAL BUSINESS:

ITEM NO.1

SPECIAL RESOLUTION

RE-APPOINTMENT OF MR.K. ILANGO, AS AN INDEPENDENT DIRECTOR

VOTES CAST FOR THE RESOLUTION

PARTICULARS	NUMBER OF VALID VOTES		PERCENTAGE OF VOTES CAST
	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	
Assent	618	6,21,44,502	99.9665
Dissent	35	20,841	0.0335
Total	653	6,21,65,343	100.0000

Based on the aforesaid results, the Special Resolution as contained in the Postal Ballot Notice as Item No.1 has been passed with the requisite majority.



ITEM NO.2

SPECIAL RESOLUTION

APPOINTMENT OF MR. VIJAYRAGHUNATH, AS AN INDEPENDENT DIRECTOR

VOTES CAST FOR THE RESOLUTION

PARTICULARS	NUMBER OF VALID VOTES		PERCENTAGE OF VOTES CAST
	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	
Assent	618	6,21,52,862	99.9806
Dissent	29	12,036	0.0194
Total	647	6,21,64,898	100.0000

Based on the aforesaid results, the Special Resolution as contained in the Postal Ballot Notice as Item No.2 has been passed with the requisite majority.



ITEM NO.3

SPECIAL RESOLUTION

RE-APPOINTMENT & REMUNERATION TO MRS.VANITHA MOHAN, CHAIRMAN

VOTES CAST FOR THE RESOLUTION

PARTICULARS	NUMBER OF VALID VOTES		PERCENTAGE OF VOTES CAST
	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	
Assent	595	5,73,09,486	92.1910
Dissent	55	48,54,405	7.8090
Total	650	6,21,63,891	100.0000

Based on the aforesaid results, the Special Resolution as contained in the Postal Ballot Notice as Item No.3 has been passed with the requisite majority.



ITEM NO.4

SPECIAL RESOLUTION

RE-APPOINTMENT & REMUNERATION TO MR. P.M. GANESH, CHIEF EXECUTIVE OFFICER & EXECUTIVE DIRECTOR

VOTES CAST FOR THE RESOLUTION

PARTICULARS	NUMBER OF VALID VOTES		PERCENTAGE OF VOTES CAST
	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	
Assent	610	6,21,58,709	99.9917
Dissent	37	5,182	0.0083
Total	647	6,21,63,891	100.0000

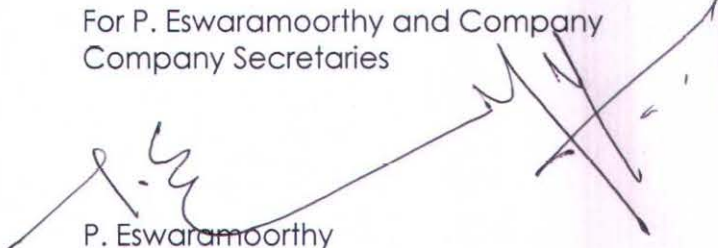
Based on the aforesaid results, the Special Resolution as contained in the Postal Ballot Notice as Item No.4 has been passed with the requisite majority.

All electronic data and relevant records of voting will be handed over to the Chairman for safe keeping.

Thanking You,

Yours faithfully,

For P. Eswaramoorthy and Company
Company Secretaries


P. Eswaramoorthy
Proprietor
FCS No. 6510, COP. 7069

Date: 04.04.2024
Place: Coimbatore

UDIN: F006510F000023945

