



Date: 16.04.2024

Corporate Relationship Department, <b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400001	<b>BSE Code: 526747</b>  <b>Scrip ID: PGFOILQ</b>
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### **Sub: Result of Postal Ballot by remote e-voting process**

In continuation to our letter dated March 11, 2024, titled 'Postal Ballot Notice' please find enclosed:

1. Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Report of Scrutinizer dated April 15, 2024.

The resolution as proposed in the postal ballot notice has been passed by the shareholders by remote e-voting process with requisite majority.

The voting results along with the scrutinizer's report will also be made available on the Company's website at [www.pgfoils.in](http://www.pgfoils.in)

This is for your information and records.

Thanking You,

For **P G FOILS LIMITED**

**Bhawana Songara**  
**(Company Secretary & Compliance Officer)**

Encl: As above



<b>(A) DETAILS OF THE VOTING RESULT BY POSTAL BALLOT PROCESS PURSUANT TO REGULATION 44(3) OF LISTING REGULATIONS</b>		
<b>Sr. No.</b>	<b>Particulars</b>	<b>Details</b>
1.	Date of the Notice of Postal Ballot	11.03.2024
2.	Total Number of shareholders as on record date	7403
3.	Special Resolution	Re-Appointment of Mr. Pankaj Raj Shah (DIN 00160558) as Managing Director.
4.	Mode of voting	Remote e-voting

<b>(B) RESULTS OF THE POSTAL BALLOT</b>				
<b>Sr. No.</b>	<b>Agenda</b>	<b>Resolution required</b>	<b>Mode of Voting</b>	<b>Remarks</b>
1.	Re-Appointment of Mr. Pankaj Raj Shah (DIN 00160558) as Managing Director.	Special	Remote e-voting	Passed with requisite majority

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the				Yes				
Description of resolution considered				Re-Appointment of Mr. Pankaj Raj Shah (DIN 00160558) as Managing 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							
	Poll	6013439	4750147	78.9922	4750147	0	100.0000	0.0000
	Postal Ballot (if ap							
	Total	6013439	4750147	78.9922	4750147	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	500						
	Postal Ballot (if ap							
	Total	500	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting							
	Poll	5781061	69568	1.2034	68459	1109	98.4059	1.5941
	Postal Ballot (if ap							
	Total	5781061	69568	1.2034	68459	1109	98.4059	1.5941
	Total	11795000	4819715	40.8624	4818606	1109	99.9770	0.0230
Whether resolution is Pass or Not.							Yes	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	104700

Scrutinizer's Report  
[Pursuant to Section 108 & 110 of the Companies Act, 2013 and  
Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014]

To,  
The Chairman  
P G FOILS LIMITED  
[CIN: L27203GJ1979PLC008050]  
6, Neptune Tower Ashram Road, Ahmedabad  
Gujarat - 380009, India

Sub.: Scrutinizer's Report on voting process through E-voting for Postal Ballot

Dear Sir,

I, Manish Sancheti Proprietor, M/s. M Sancheti & Associates, Practicing Company Secretaries have been appointed as a Scrutinizer by the Board of Directors of P G FOILS LIMITED for the purpose of conducting the Postal Ballot through remote e-voting process carried out by the Company as per Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020 and the General Circular No. 22/2020 dated June 15, 2020, the General Circular No. 33/2020 dated September 28, 2020, the General Circular No. 39/2020 dated December 31, 2020, the General Circular No. 10/2021 dated June 23, 2021 and the General Circular No. 20/2021 dated December 8, 2021, General Circular No. 03/2022 dated May 05, 2022, General Circular No. 11/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars"), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standards on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India on the resolution as mentioned in the Notice of Postal Ballot dated Monday, March 11, 2024 in a fair and transparent manner and do hereby submit the report as under:

1. The Notice of Postal Ballot ("Notice") was sent to the members of the Company vide e-mail on Monday, March 11, 2024.
2. The remote e-voting period commenced on Thursday, March 14, 2024 (9:00 a.m. IST) and ended on Saturday, April 13, 2024 (05:00 p.m. IST).
3. The remote e-voting facility was provided by Central Depository Services (India) Limited ("CDSL").
4. The Notice of Postal Ballot was sent in electronic form only to all the shareholders whose names appeared in the Register of Members / List of Beneficial Owners as received from Depositories i.e. National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") and whose e-mail addresses were registered with the Company/ Bigshare Services Private Limited /NSDL/CDSL.
5. The hard copies of the notice along with postal ballot forms and prepaid business envelope were not sent to the members for the postal ballot in accordance with the requirements specified under the MCA circular. Accordingly, the communication of the ascent or descent of the members to place through the remote e-voting system only.
6. The members of the Company holding shares as on the "cut-off" date i.e. Friday, March 8, 2024 were entitled to vote on the proposed resolution.

7. The result of the scrutiny of the above postal ballot through remote e-voting in respect of passing of resolution contained in the notice dated Monday, March 11, 2024 are enclosed in Annexure-A.
8. The register, in accordance with the rule 20(4)(xiv) and rule 22(10) of the Companies (Management & Administration) Rules 2014, has been maintained electronically to record the ascent received, mentioning the particulars of name, address folio number or client ID of the shareholders number of shares held by them. There was no share with differential voting right in the Company hence there is no requirement of maintaining of the list of shares with differential voting rights.
9. The related papers with respect to Postal Ballot will be handed over to the company for safe custody of the same after the Chairman or any person authorised by him, sign the report(s) of the Postal Ballot process.

Thanking you.

Yours Faithfully

**MANISH**  
**SANCHETI**

Digitally signed by MANISH SANCHETI  
DN: c=IN, o=Personal, email=4186,  
2.5.4.20=3286049475974618246961@bhar  
net011977923911312661065030033aacc  
1be, postalCode=300015, st=Rajasthan,  
serialNumber=848767910500888a0989258  
c#1902F50E8E8a2a32F53080660048005  
7b98f6c, cn=MANISH SANCHETI  
Date: 2024.04.15 13:34:09 +05'30'

Manish Sancheti  
M Sancheti & Associates  
FCS No.: 7972  
CP No.: 8997  
UDIN: F007972F000131150

Date: April 15, 2024

Place: Jaipur

For P G Foils Limited

**PANKAJ**  
**SHAH**

Digitally signed  
by PANKAJ SHAH  
Date: 2024.04.16  
15:32:47 +05'30'

Pankaj Raj Shah  
Managing Director  
DIN: 00160558  
(Chairman of the  
Meeting)

Date: April 16, 2024

Place: Pipalia Kalan (Pali)

**Annexure – A**

**Item 1: Special Resolution**

**Re-Appointment of Mr. Pankaj Raj Shah (DIN 00160558) as Managing Director;**

(i) Voted **in favour** of the resolution:

<b>Mode</b>	<b>Number of members voted</b>	<b>Number of votes cast in favour of the resolution</b>	<b>% of total number of valid votes cast</b>
Remote e-voting	414	48,18,606	99.98
Ballot Paper	N.A.	N.A.	N.A.
<b>Total votes in favour</b>	<b>414</b>	<b>48,18,606</b>	<b>99.98</b>

(ii) Voted **against** the resolution:

<b>Mode</b>	<b>Number of members voted</b>	<b>Number of votes cast against the resolution</b>	<b>% of total number of valid votes cast</b>
Remote e-voting	2	1,109	0.02
Ballot Paper	N.A.	N.A.	N.A.
<b>Total votes in favour</b>	<b>2</b>	<b>1,109</b>	<b>0.02</b>

(iii) **Invalid** votes:  
Due to lack of authorisation

<b>Number of members whose votes were declared invalid</b>	<b>Number of invalid votes cast by them</b>
8	1,04,700

**The resolution for item no. 1 has been passed by requisite majority**