

17<sup>th</sup> April 2024

To,

BSE Limited,  
Phiroze Jeejeebhoy towers,  
Dalal Street,  
**Mumbai-400001**

**Sub: Voting result of Postal Ballot under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015**

**Ref: Security Code: 523483**

**Dear Sir,**

In continuation to our letter dated 15<sup>th</sup> March 2024, and pursuant to Sections 108 and 110 of the Companies Act, 2013 read with the Rules made there under and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations 2015, the approval of the Members of the Company by way of special resolution was sought by Postal Ballot Process through remote e-voting mode vide notice dated 15<sup>th</sup> March 2024 for Appointment of Mrs. Nehal Mehta (DIN: 10491136) as an Independent Director of the Company for the term of 5 years w.e.f. 08<sup>th</sup> February, 2024 and Appointment of Ms. Rekha Kumari Suthar (DIN: 10491135) as an Independent Director of the Company for the term of 5 years w.e.f. 08<sup>th</sup> February, 2024

Shri Ronak Jhuthawat (Certificate of Practice No.-12094) of M/s Ronak Jhuthawat & Co., Company Secretary, who was appointed as the Scrutinizer for the aforesaid Postal Ballot Process has submitted their Report on 17<sup>th</sup> April 2024. In accordance with the said Report, the members of the Company have approved the Special Resolution as set out in the Postal ballot Notice dated 15<sup>th</sup> March 2024 with requisite majority.

We are enclosing herewith the results of Postal ballot in prescribed format along with the Report of Scrutinizer. We request you to take the above on record and do the needful.

Thanking you  
Yours Faithfully

**For Pacific Industries Limited**

Sachin Shah  
Company Secretary

Encl : as above

**VOTING RESULTS OF POSTALL BALLOT**

Company Name	PACIFIC INDUSTRIES LIMITED
DATE OF POSTALL BALLOT NOTICE	15.03.2024
Total number of Shareholders on record date	17433
No. of Shareholders present in the meeting either in person or through proxy:  Promoters and promoter Group:  Public:	NA.
No. of shareholders attended the meeting through Video Conferencing  Promoters and promoter Group:  Public:	NA

CIN: L14101KA1989PLC062041

REGISTERED OFFICE:

Survey No. 13, N.H. 48, Kempalinganahalli Village, Nelamangala Taluk, Bangalore (R) 562123 Karnataka, INDIA

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Resolution Required :Special			1 - Appointment of Mrs. Nehal Mehta (DIN: 10491136) as an Independent Director of the Company.					
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	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	4628895	3714473	80.2454	3714473	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3714473</b>	<b>80.2454</b>	<b>3714473</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	4570	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	2259185	67311	2.9794	65719	1592	97.6349	2.3651
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>67311</b>	<b>2.9794</b>	<b>65719</b>	<b>1592</b>	<b>97.6349</b>	<b>2.3651</b>
<b>Total</b>		<b>6892650</b>	<b>3781784</b>	<b>54.8669</b>	<b>3780192</b>	<b>1592</b>	<b>99.9579</b>	<b>0.0421</b>

Resolution Required :Special			2 - Appointment of Ms. Rekha Kumari Suthar (DIN: 10491135) as an Independent Director of the Company.					
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	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	4628895	3714473	80.2454	3714473	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3714473</b>	<b>80.2454</b>	<b>3714473</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	4570	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	2259185	67311	2.9794	65719	1592	97.6349	2.3651
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>67311</b>	<b>2.9794</b>	<b>65719</b>	<b>1592</b>	<b>97.6349</b>	<b>2.3651</b>
<b>Total</b>		<b>6892650</b>	<b>3781784</b>	<b>54.8669</b>	<b>3780192</b>	<b>1592</b>	<b>99.9579</b>	<b>0.0421</b>





**RONAK JHUTHAWAT & CO.**

Practicing Company Secretaries & Trademark Agent

**SCRUTINIZER'S REPORT**

**[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended]**

To,  
The Board of directors,  
**PACIFIC INDUSTRIES LIMITED**  
SURVEY No.13, N.H.48, KEMPALINGANHALLI,  
NELAMANGALA TALUKA, BANGALORE,  
KARNATAKA, INDIA, 562123

**Sub: Scrutinizer's Report on postal ballot (by way of Remote E-Voting) conducted in terms of Section 110 and 108 of the Companies Act, 2013 read with Rule 22 and Rule 20 of the Companies (Management and Administration) Rules, 2014, in respect of passing of the resolution through Postal Ballot Notice dated 15<sup>th</sup> March, 2024.**

Dear Sir/Ma'am,

I, Ronak Jhuthawat of M/s Ronak Jhuthawat & Co., Company Secretary in practice (Certificate of Practice no. 12094), have been appointed as Scrutinizer by the Board of Directors of M/s Pacific Industries Limited ("the Company") for the purpose of scrutinizing the Postal Ballot voting conducted by way of e-voting process ("e-voting") in a fair and transparent manner in respect of resolution contained in the postal ballot notice dated 15<sup>th</sup> March, 2024 ("Notice") issued pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, Regulation 17(1C), 25 and 44 of SEBI (Listing Regulations & Disclosure Requirements) Regulations, 2015 ("LODR"), Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India and in accordance with the guidelines prescribed by Ministry of Corporate Affairs ("MCA") vide its General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 8, 2021 and General Circular No. 03/2022 dated May 5, 2022, General Circular No. 10/2022 dated December 28, 2022 the latest being 09/2023 dated September 25, 2023 (collectively referred to as "Applicable Circulars") allowing the companies to hold general meetings/conduct the Postal Ballot process through electronic means ("e-voting") only, in view of the Covid-19 pandemic, Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), and other applicable laws and regulations (including any statutory modification or re-enactment thereof for the time being in force) that the following Special businesses set out below proposed to be passed by the Members of Pacific Industries Limited, through Postal Ballot by electronic means (remote e-voting) only.

The said appointment as Scrutinizer is under the provisions of Section 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended {"the Rules"}. As the Scrutinizer, I have to scrutinize the process of e-voting conducted for the postal ballot, using an electronic voting system on the dates referred to in the Notice.





## 1. Management's Responsibility

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolution contained in the Notice. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

## 2. Scrutinizer's Responsibility

My responsibility as a scrutinizer for e-voting process is restricted to making a Scrutinizer's report of the votes cast "**in favour**" or "**against**" by the members in respect of the resolutions contained in the Notice. My report is based on verification of data and reports generated from the voting system provided by National Securities Depository Limited (NSDL), the Agency authorized under the Rules and engaged by the Company to provide remote e-voting facility and papers/ documents furnished to me electronically till the time fixed for closing of the e-voting process i.e. **Monday, April 15, 2024 till 5:00 PM (IST)**. The shareholders holding shares as on the cut-off date i.e., **Friday, March 08, 2024** were entitled to vote on the proposed resolution as set out in the Notice and as mentioned below:

**1. Special Resolution for appointment of Mrs. Nehal Mehta (DIN: 10491136) as an Independent Director of the Company.**

**2. Special Resolution for appointment of Ms. Rekha Kumari Suthar (DIN: 10491135) as an Independent Director of the company.**

The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting e-voting by shareholders of the Company.

I submit my report as under:

i) The Company completed the dispatch of postal ballot notice (for the process of remote e-voting) on Friday, March 15, 2024 only through electronic mode to member(s) whose e-mail ID(s) was/were registered with the Company and whose name(s) appeared on the register of members/List of Beneficial Owners as on the cut-off date i.e. Friday, March 08, 2024. For this purpose, we have relied upon the email exchanged by NSDL with the Company for confirming that the email - communication has been sent to all the members as mentioned above.

ii) The requisite advertisements pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014, as amended and in compliance with MCA Circulars; were published in "The Financial Express" (English Language - New Delhi Edition) and "Kannada Prabha" (Kannada Language - Bangalore Edition) on March 16, 2024 regarding dispatch of Postal Ballot along with Remote E-voting information and containing all the matters required under Companies Act, 2013 and relevant rules thereon.

iii) The shareholders have cast their votes through e-voting facility on the designated website URL: <https://www.evoting.nsdl.com/>.





iv) The cut-off date for determining the eligibility of the members to vote by remote e-voting is Friday, March 08, 2024. As on "Cut-off" date i.e. Friday, March 08, 2024 there were 17433 (Seventeen Thousand Four Hundred and Thirty Three) shareholders.

v) The remote e-voting for postal ballot process commenced from 9.00 A.M. (IST) on Sunday, March 17, 2024 and ended on 5.00 P.M. (IST) on Monday, April 15, 2024.

vi) All the votes received up to 5.00 P.M. (IST) on Monday, April 15, 2024, being the last date and time fixed by the Company for remote e-voting, were considered for my scrutiny. The e-voting was disabled immediately thereafter.

vii) A total number of 37 shareholders have cast their vote on the e-voting platform for resolution number 1 and 2 respectively.

viii) The results of remote e-voting were unblocked by me by accessing the data downloaded by me from the website www.evoting.nSDL.com of NSDL. The votes were unblocked by me at 12:40 P.M. on 16<sup>th</sup> April, 2024, in the presence of two witnesses who are not in the employment of the Company.

ix) The Postal Ballot electronic votes, as downloaded from the NSDL website, were duly scrutinized.

x) The particulars of postal ballot received from members in electronic voting report generated from NSDL have been entered in a separate Register maintained for the purpose.

xi) The report on results of the remote e-voting for postal ballot process is as under:

**1. Special Resolution for appointment of Mrs. Nehal Mehta (DIN: 10491136) as an Independent Director of the Company.**

➤ **Voted in 'favour' of the Resolution**

Number of Members voted	Number of valid Votes cast by them (Shares)	% of total number of valid Votes cast
34	37,80,192	99.96

➤ **Voted 'against' the Resolution**

Number of Members voted	Number of valid Votes cast by them (Shares)	% of total number of valid Votes cast
3	1,592	0.04





**2. Special Resolution for appointment of Ms. Rekha Kumari Suthar (DIN: 10491135) as an Independent Director of the Company.**

➤ **Voted in 'favour' of the Resolution**

<b>Number of Members voted</b>	<b>Number of valid Votes cast by them (Shares)</b>	<b>% of total number of valid Votes cast</b>
34	37,80,192	99.96

➤ **Voted 'against' the Resolution**

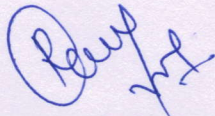
<b>Number of Members voted</b>	<b>Number of valid Votes cast by them (Shares)</b>	<b>% of total number of valid Votes cast</b>
3	1,592	0.04

xi) Based on the aforesaid result, I report that the all Resolutions as contained in the Postal Ballot Notice dated 15<sup>th</sup> March, 2024 has been passed with the requisite majority. You may accordingly declare the result of remote e-voting for postal ballot process.

Thanking you,

Yours faithfully,

**For Ronak Jhuthawat & Co.  
Company Secretaries**



**Dr. Ronak Jhuthawat  
Proprietor  
Membership No. FCS 9738 (COP No. 12094)  
Peer Review No.: 1270/2021  
UDIN- F009738F000136678**



Place: Udaipur  
Date: 17.04.2024

Counter signed by  
**FOR PACIFIC INDUSTRIES LIMITED**

**(SACHIN SHAH)**  
Company Secretary  
Authorised Person