



PIIL:SEC:NSE/BSE:06:2024-25  
April 20, 2024

BSE Limited Corporate Relationship Deptt. PJ Towers, 25 <sup>th</sup> Floor, Dalal Street, Mumbai – 400 001 <b>Code No.523642</b>	National Stock Exchange of India Ltd. Exchange Plaza, Plot No.C/1, G-Block Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 <b>Code No. PIIND</b>
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**Sub: Submission of voting results under Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015 ('SEBI Listing Regulations, 2015')**

In continuation to our letter dated March 18, 2024, the Members of the Company on April 19, 2024, have approved the following special business through postal ballot:

Item No.	Particulars	Resolution type
1.	Appointment of Mr. Rafael Del Rio Donoso (DIN: 08105128) as a Non-Executive Non-Independent Director of the Company	Ordinary Resolution

Pursuant to Regulation 44 of the SEBI Listing Regulations, 2015, we hereby submit the results of the e-voting for the resolution as specified in the Postal Ballot Notice dated February 9, 2024. The e-voting for Postal Ballot commenced on Thursday, March 21, 2024, at 9.00 A.M. (IST) and concluded on Friday, April 19, 2024, at 5.00 P.M. (IST). The said resolution is passed with the requisite majority. The resolution is deemed to be passed on the last date of the e-voting, i.e., Friday, April 19, 2024. The Report of the Scrutinizer viz., Mr. Ashish K Friends, Company Secretary in Practice (FCS 5129 and CP No.4056), Proprietor, AK Friends & Co., Company Secretaries, Delhi is enclosed herewith.

We request you to kindly take this on record.

Thanking you,

**Yours faithfully,**  
**For PI Industries Limited**

**Sonal Tiwari**  
**Company Secretary**

Encl.: as above

**Scrutinizer's Report**

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

To,

**The Chairperson**  
**PI Industries Limited,**  
**CIN: L24211RJ1946PLC000469**  
**Udaisagar Road, Udaipur-313 001 (Rajasthan)**

Dear Sir,

**Sub: Scrutinizer's Report on postal ballot through remote e-voting in respect of passing of resolution set-out in the Postal Ballot Notice dated February 09, 2024**

I, Ashish Kumar Friends, Practicing Company Secretary, (FCS: 5129 and CP No.4056) have been appointed by the Board of Directors of PI Industries Limited ('Company') as a scrutinizer for the purpose of scrutinising the e-voting and ascertaining the requisite majority on voting carried out as per the provisions of Section 110 of the Companies Act, 2013, read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions contained in the Postal Ballot Notice dated February 9, 2024 ('resolution').

1. There were no postal ballot forms sent to the members in view of the guidelines prescribed by the Ministry of Corporate Affairs ('MCA') for holding general meetings/ conducting postal ballot process through e-voting, vide General Circulars issued from time to time ('MCA Circulars').
2. The notice dated February 9, 2024, seeking approval of members of the Company along with statement setting out material facts under Section 102(1) of the Companies Act, 2013 and other applicable provisions, was sent to the members in respect of the resolution to be passed, through postal ballot via remote electronic voting ('e-voting'). The Company had provided e-voting facility to the members to vote on the resolutions through the electronic voting platform provided by KFin Technologies Limited ('KFin').
3. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and such other applicable provisions relating to voting through postal ballot/ e-voting. My responsibility as a Scrutinizer for 'e-voting' is restricted to making a Scrutinizer's report of the votes cast in 'favour' or 'against' the resolution and 'abstained' votes, based on the reports. generated from the e-voting platform provided by KFin.



4. Further to the above, I submit my report as under:

- i. The Company completed dispatch of Postal Ballot Notice, electronically on Monday, March 18, 2024, to its members whose names appeared in the register of members/list of beneficial holders as on Friday, March 15, 2024, (End of the Day) to their registered email ID. The Company had also made arrangements for those shareholders who had not registered their email address to get the same registered.
- ii. The remote e-voting period remained open from Thursday, March 21, 2024, at 9.00 A.M. (IST) and ended on Friday, April 19, 2024, 5.00 P.M. (IST).
- iii. The members whose names appeared in the register of members as on the 'cut off' date i.e., Friday, March 15, 2024, (End of the Day) were entitled to vote on the resolutions as set out in the Postal Ballot Notice of the Company.
- iv. The remote e-voting facility was blocked on Friday, April 19, 2024 immediately after the completion of voting hours.

Thereafter considering votes through e-voting, the result of the voting is given below. The details containing, inter alia, total votes received, votes cast in 'favor' or 'against' or abstained on the resolution that was put to vote, were generated from the e-voting website of KFin i.e. <https://evoting.k:fintech.com> and my report is based on such reports generated.

**Resolution No.1 - Ordinary Resolution for appointment of Mr. Rafael Del Rio Donoso (DIN: 08105128) as a Non-Executive Non-Independent Director of the Company.**

S. No	Particulars of voting	Voted through e-voting (no. of shareholders)	Voted through e-voting (no. of shares)	% of total votes
1.	Total votes received*	1288	129,092,285	100.000
2.	Votes with Assent	1133	124,838,912	96.705
3.	Votes with Dissent	154	4,253,105	3.295
4.	Invalid Votes	7	268	-

Notes:

\*Total Votes are net off Less Voted shares.

\*\* The mismatch of total number of shareholders is due to voting by 6 (Six) shareholders in both manner i.e., assent and dissent.

Thanking You.

Yours faithfully,

**For A.K. FRIENDS & CO.**



Ashish Kumar Friends  
Practising Company Secretary  
C.P. No.-4056, Mem No.-FCS-5129

Place: Delhi

Dated: April 19, 2024

UDIN: F005129F000192800

Based on the foregoing, I hereby declare that the Resolutions have been passed with requisite majority.

**For PI Industries Limited**

**Narayan K Seshadri**  
**Chairperson**  
Date: April 20, 2024

## Resolution (1)

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Appointment of Mr. Rafael Del Rio Donoso (DIN: 08105128) as a Non-Executive Non-Independent Director of the Company					
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	69920474	69920474	100	69920474	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		69920474	69920474	100	69920474	0	100
Public-Institutions	E-Voting	65346410	57546867	88.0643	53307871	4238996	92.6338	7.3661
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		65346410	57546867	88.0643	53307871	4238996	92.6338
Public Non-Institutions	E-Voting	16451234	1624676	9.8757	1610567	14109	99.1315	0.8684
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		16451234	1624676	9.8757	1610567	14109	99.1315
Total		151718118	129092017	85.0868	124838912	4253105	96.7054	3.2946
Whether resolution is Pass or Not						Yes		
Disclosure of notes on resolution								