

PGIL/SE/2024-25/38

Date: July 26, 2024

THE GENERAL MANAGER,
DEPARTMENT OF CORPORATE SERVICES -
CRD
BSE LIMITED
1ST FLOOR, NEW TRADING RING
ROTUNDA BUILDING, P. J. TOWERS
DALAL STREET, FORT,
MUMBAI – 400 001

THE GENERAL MANAGER,
LISTING DEPARTMENT
NATIONAL STOCK EXCHANGE OF INDIA
LTD.
“EXCHANGE PLAZA”, PLOT NO. C- 1,
G- BLOCK,
BANDRA - KURLA COMPLEX, BANDRA (E),
MUMBAI - 400 051

Reg: Scrip Code: BSE-532808; NSE - PGIL

Sub: Submission of Voting Results under regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Scrutinizer Report

Dear Sir/Madam,

We hereby inform that the 35th Annual General Meeting (“35th AGM”) of the members of the Company was held on Thursday, July 25, 2024 at 5:00 PM through Video Conferencing (“VC”) / Other Audio Visual Mean (“OAVM”)

Pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the facility of remote e-voting was provided to the Members for the 35th AGM of the Company.

The remote e-voting started from Monday, July 22, 2024 at 10:00 AM and ended on Wednesday, July 24, 2024 at 5:00 PM to enable the members to cast their votes through remote e-voting facility.

The e-voting facility was also provided at the 35th AGM to enable those members who attended the meeting and did not vote through remote e-voting.

Mr. Jayant Sood (FCS-4482), Practicing Company Secretary was appointed as Scrutinizer for the remote e-voting process and e-voting at the 35th AGM.

All the businesses mentioned in the Notice of the 35th AGM have been transacted and based on the report of the Scrutinizer all the businesses were passed with the requisite majority through remote e-voting and e-voting at the 35th AGM.

Pearl Global Industries Limited

Corp. Office: Pearl Tower, Plot No. 51, Sector-32, Gurugram – 122001, Haryana (India)

T: +91-124-4651000 | E: info@pearlglobal.com

CIN: L74899DL1989PLC036849

Regd. Office: C-17/1, Paschim Marg, Vasant Vihar, New Delhi - 110057

Mr. Deepak Kumar Seth, Chairman of the meeting has authorised me for declaration of voting results of 35th AGM.

In this regard, please find enclosed herewith Voting Results in the format prescribed under Listing Regulations along with Report of the Scrutinizer.

You are requested to kindly take the same on record and oblige.

Thanking you,

Yours faithfully,
for **Pearl Global Industries Limited**

(Shilpa Budhia)
Company Secretary & Compliance Officer
ICSI M. No. ACS-23564

Encl: As above

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Jayant Sood & Associates (Company Secretaries)

270A, 2nd Floor, Tower B 1, Spaze Itch Park, Sector 49, Gurgaon – 122018 - India
Telephone : 0124 4277793, 9354890082, Email: jayantksood@benchwalklaw.com



To,
The Chairman
Pearl Global Industries Limited
Registered Office: C-17/1
Paschimi Marg, Vasant Vihar,
New Delhi-110 057

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) for the 35th Annual General Meeting of Pearl Global Industries Limited held on Thursday, July 25, 2024 at 5:00 p.m. (IST) through video conferencing ('VC') / other audio visual means ('OAVM').

I, Jayantk Sood, of Jayant Sood & Associates, Practising Company Secretaries, have been appointed as the Scrutinizer by the Board of Directors of Pearl Global Industries Limited pursuant to Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 35th Annual General Meeting ('AGM') of Pearl Global Industries Limited held on Thursday, July 25, 2024 at 5:00 p.m. (IST) through VC/OAVM.

I am also appointed as Scrutinizer to scrutinize the remote e-voting process during the said AGM.

The notice dated May 20, 2024, convening the AGM along with the 35th Annual Accounts 2023-24, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose e-mail addresses are registered with the Company/Registrar and Transfer Agent/Depositories/ Depository Participants in compliance with the MCA Circular No. Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, followed by General Circular Nos. 20/2020 dated May 5, 2020, and subsequent circulars issued in this regard, the latest being 10/2022 dated December 28, 2022 (collectively referred to as 'MCA Circulars') and Securities and Exchange Board of India ('SEBI') Circulars dated May 12, 2020, January 15, 2021, May 13, 2022 and January 5, 2023 (collectively referred to as 'SEBI Circulars').



Jayant Sood & Associates (Company Secretaries)

270A, 2nd Floor, Tower B 1, Spaze Itech Park, Sector 49, Gurgaon – 122018 - India

Telephone : 0124 4277793, 9354890082, Email: jayantksood@benchwalklaw.com

The Company has appointed NSDL, as the agency for conducting remote e-voting by the Shareholders of the Company prior to the Meeting.

The voting period for remote e-voting prior to the AGM commenced on Monday, July 22, 2024 (10:00 a.m. IST) and ended on Wednesday, July 24, 2024 (5:00 p.m. IST).

The Company had also provided remote e-voting facility during the AGM to those shareholders who were present at the AGM through VC/OAVM and who had not cast their vote(s) earlier.

The shareholders of the Company holding shares as on the 'cut-off' date of Thursday, July 18, 2024 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of remote e-voting at the AGM, the report on remote voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.

I have scrutinized and reviewed the remote e-voting prior to and during the AGM and votes cast therein based on the data downloaded from the e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I would like to mention that the voting rights of Members were in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e. Thursday, July 18, 2024 and as per the Register of Members of the Company.

Further, I would also like to mention that Shareholders who have split their votes into 'Assent' as well as 'Dissent' in respect of each DP ID/Client ID or Folio No., while their votes are taken as cast, they have been counted only once for the purpose of their presence, which has been mentioned under the head 'Assent'.

I now submit my consolidated report as under on the result of the remote e-voting prior to the AGM in respect of the said resolutions.



Jayant Sood & Associates (Company Secretaries)270A, 2nd Floor, Tower B 1, Spaze Itech Park, Sector 49, Gurgaon – 122018 - IndiaTelephone : 0124 4277793, 9354890082, Email: jayantksood@benchwalklaw.com**Resolution 1: Ordinary Resolution**

To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2024, including the Reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
182	31150485	100.00 (Rounded off)

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
22	58	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil



Jayant Sood & Associates (Company Secretaries)270A, 2nd Floor, Tower B 1, Spaze Itch Park, Sector 49, Gurgaon – 122018 - IndiaTelephone : 0124 4277793, 9354890082, Email: jayantksood@benchwalklaw.com**Resolution 2: Ordinary Resolution**

To appoint a Director in place of Mr. Deepak Kumar Seth (DIN 00003021), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
148	30834207	98.97 (Round off)

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
57	319316	1.03

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil



Resolution 3: Ordinary Resolution

To appoint a Director in place of Mr. Pulkit Seth (DIN 00003044), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
180	31116323	99.88

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
25	37200	0.12

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil



Resolution 4: Special Resolution

To consider and approve increase in remuneration of Mr. Pallab Banerjee (DIN 07193749), Managing Director of the Company.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
179	31151963	99.99 (Rounded off)

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
26	1560	0.01

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil



Resolution 5: Ordinary Resolution

Approval for related Party Transactions between Pearl Global (HK) Limited and Prudent Fashions Limited

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
176	2303702	99.99 (Rounded off)

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
23	63	0.01

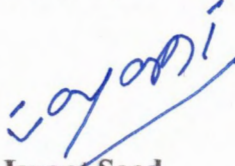
(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil



Thanking
you,
Yours faithfully,

**For Jayant Sood & Associates
Company Secretaries**



**Jayant Sood
Practicing Company Secretary (Scrutinizer)
FCS: F 4482
CP No.: 22410
UDIN: F004482F000826523
Dated: 26/07/2024**

Place: Gurugram

General information about company	
Scrip code	532808
NSE Symbol	PGIL
MSEI Symbol	NOTLISTED
ISIN	INE940H01022
Name of the company	Pearl Global Industries Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	25-07-2024
Start time of the meeting	05:00 PM
End time of the meeting	05:54 PM

Scrutinizer Details	
Name of the Scrutinizer	Jayant Sood
Firms Name	Jayant Sood and Associates
Qualification	CS
Membership Number	4482
Date of Board Meeting in which appointed	20-05-2024
Date of Issuance of Report to the company	26-07-2024

Voting results	
Record date	18-07-2024
Total number of shareholders on record date	21786
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	2
b) Public	101
No. of resolution passed in the meeting	5
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2024, including the Reports of the Board of Directors and Auditors thereon.				
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	28849818	28849758	99.9998	28849758	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	28849818	28849758	99.9998	28849758	0	100	0
Public- Institutions	E-Voting	2700810	2052437	75.9934	2052437	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	2700810	2052437	75.9934	2052437	0	100	0
Public- Non Institutions	E-Voting	12046596	248348	2.0616	248290	58	99.9766	0.0234
	Poll							
	Postal Ballot (if applicable)							
	Total	12046596	248348	2.0616	248290	58	99.9766	0.0234
Total		43597224	31150543	71.4507	31150485	58	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a Director in place of Mr. Deepak Kumar Seth (DIN 00003021), who retires by rotation and being eligible, offers himself for re-appointment.				
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	28849818	28849758	99.9998	28849758	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	28849818	28849758	99.9998	28849758	0	100	0
Public- Institutions	E-Voting	2700810	2055417	76.1037	1736192	319225	84.4691	15.5309
	Poll							
	Postal Ballot (if applicable)							
	Total	2700810	2055417	76.1037	1736192	319225	84.4691	15.5309
Public- Non Institutions	E-Voting	12046596	248348	2.0616	248257	91	99.9634	0.0366
	Poll							
	Postal Ballot (if applicable)							
	Total	12046596	248348	2.0616	248257	91	99.9634	0.0366
Total		43597224	31153523	71.4576	30834207	319316	98.975	1.025
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a Director in place of Mr. Pulkit Seth (DIN 00003044), who retires by rotation and being eligible, offers himself for re-appointment.				
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	28849818	28849758	99.9998	28849758	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	28849818	28849758	99.9998	28849758	0	100	0
Public- Institutions	E-Voting	2700810	2055417	76.1037	2018308	37109	98.1946	1.8054
	Poll							
	Postal Ballot (if applicable)							
	Total	2700810	2055417	76.1037	2018308	37109	98.1946	1.8054
Public- Non Institutions	E-Voting	12046596	248348	2.0616	248257	91	99.9634	0.0366
	Poll							
	Postal Ballot (if applicable)							
	Total	12046596	248348	2.0616	248257	91	99.9634	0.0366
Total		43597224	31153523	71.4576	31116323	37200	99.8806	0.1194
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve increase in remuneration of Mr. Pallab Banerjee (DIN 07193749), Managing 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	28849818	28849758	99.9998	28849758	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	28849818	28849758	99.9998	28849758	0	100	0
Public- Institutions	E-Voting	2700810	2055417	76.1037	2055417	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	2700810	2055417	76.1037	2055417	0	100	0
Public- Non Institutions	E-Voting	12046596	248348	2.0616	246788	1560	99.3718	0.6282
	Poll							
	Postal Ballot (if applicable)							
	Total	12046596	248348	2.0616	246788	1560	99.3718	0.6282
Total		43597224	31153523	71.4576	31151963	1560	99.995	0.005
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval for related party transactions between Pearl Global (HK) Limited and Prudent Fashions Limited				
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	28849818	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	28849818	0	0	0	0	0	0
Public- Institutions	E-Voting	2700810	2055417	76.1037	2055417	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	2700810	2055417	76.1037	2055417	0	100	0
Public- Non Institutions	E-Voting	12046596	248348	2.0616	248285	63	99.9746	0.0254
	Poll							
	Postal Ballot (if applicable)							
	Total	12046596	248348	2.0616	248285	63	99.9746	0.0254
Total		43597224	2303765	5.2842	2303702	63	99.9973	0.0027
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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