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

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
Mem No: F4482
CP No. 22410
Company Secretaries

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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
Mem No: F4482
CP No. 22410
Company Secretaries

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

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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

Jayant Sood & Associates ★ Company Secretaries ★
Mem No: F4482
CP No. 22410

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

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Company Secretaries

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

Jayant Sood & Associates ★ Company Secretaries ★ Mem No: F4482 CP No. 22410

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**