

PGIL/SE/2023-24/85

Date: December 20, 2023

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: RESULT OF POSTAL BALLOT

Dear Sir/Madam,

With reference to our earlier letter dated November 17, 2023, informed about seeking approval of the Members of the Company on the resolutions as mentioned in the Postal Ballot Notice dated November 08, 2023. In this regard, we would like to inform that the following resolutions has been approved by the members with requisite majority.

1. To Approve Sub-Division/Split of Equity Shares from the face value of Rs.10/- to face value of Rs. 5/- Per Equity Share.
2. Approval for alteration of the capital clause of the Memorandum of Association of the company.
3. Authorization for raising capital through issue of Equity shares and/or other eligible securities.
4. To approve the revision in remuneration of Mr. Pallab Banerjee (DIN: 07193749) Managing Director for the purpose of exercise of stock options.

Further, please find enclosed details of Voting Results, pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, in the prescribed format along with Scrutinizer's Report.

You are requested to take the same on your records.

Thanking you,

Yours faithfully,
for Pearl Global Industries Limited

**Shilpa
Budhia**
Digitally signed
by Shilpa Budhia
Date: 2023.12.20
14:26:01 +05'30'

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

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, Paschimi Marg, Vasant Vihar, New Delhi - 110057

JAYANT SOOD & ASSOCIATES
COMPANY SECRETARIES

Office:

270A Tower B 1 Spaze ITech Park
Sector 49, Sohna Road, Gurugram
Haryana - 122018
Tel No 4277793
Email: bwlegal2@gmail.com

To,
The Chairman
The Pearl Global Industries Ltd
C-17/1, Paschimi Marg, Vasant Vihar, New Delhi-110 057.

SUB: Scrutinizer Report on Postal Ballot through E Voting

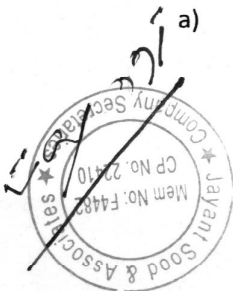
Dear Sir,

We are pleased to present the report on the Postal Ballot conducted by Pearl Global Industries Limited ("the Company") seeking consent of its Members for the resolution as contained in the Notice of Postal Ballot dated November 08, 2023.

- i. In terms of provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, we were appointed as the Scrutinizer by the Company on November 08, 2023 to conduct the Postal Ballot as contained in the Notice dated November 08, 2023.
- ii. In terms of Sections 110 and 108 of the Companies Act, 2013 (Act), and all other applicable provisions, if any, of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, General Circular No. 14/ 2020 dated 8th April, 2020, General Circular No. 17/ 2020 dated 13th April, 2020, read with other relevant circulars, including General Circular No. 9/2023 dated September 25, 2023, issued by the Ministry of Corporate Affairs, Government of India (collectively referred to as "MCA circulars") , in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID - 19" issued by the Ministry of Corporate Affairs, Government of India;

Members' approval was sought for the following:

- a) TO APPROVE SUB-DIVISION/SPLIT OF EQUITY SHARES FROM THE FACE VALUE OF RS.10/- TO FACE VALUE OF RS. 5/- PER EQUITY SHARE



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- b) APPROVAL FOR ALTERATION OF THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY
 - c) AUTHORIZATION FOR RAISING CAPITAL THROUGH ISSUE OF EQUITY SHARES AND/OR OTHER ELIGIBLE SECURITIES
 - d) TO APPROVE THE REVISION IN REMUNERATION OF MR. PALLAB BANERJEE (DIN: 07193749) MANAGING DIRECTOR FOR THE PURPOSE OF EXERCISE OF STOCK OPTIONS
- iii. The Company has informed that, the Company has sent this Postal Ballot Notice only through email to all the Members of the Company whose names appear in the Register of Members/ List of Beneficial Owners as received from the National Securities Depository Limited ("NSDL")/ Central Depository Services (India) Limited ("CDSL"), (collectively referred as "Depositories"), as on Friday, November 10, 2023 (the "Cut-off Date") and who have registered their e-mail address in respect of electronic holdings with the Depository through the concerned Depository Participants ("DP") and in respect of physical holdings with the Company's Registrar and Share Transfer Agent, M/s Link Intime India Private Limited ("RTA") or the Company.
- iv. In terms of the aforesaid notice, Members were required to convey their assent or dissent, through remote e-voting system, on e-voting platform provided by National Securities Depository Limited (NSDL) from Monday, November 20, 2023 at 10:00 AM (IST) to Tuesday, December 19, 2023 at 5:00 P.M. (IST).
- v. Members' demographic details, their voting rights and voting pattern were provided by NSDL through their evoting portal.
- vi. After the scrutiny of the remote e-voting result, we report that:
- **The Ordinary Resolution no 1** as contained in the Notice of Postal Ballot dated November 08, 2023, has been passed with requisite majority.



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- **The Ordinary Resolution no 2** as contained in the Notice of Postal Ballot dated November 08, 2023, has been passed with requisite majority.
- **The Special Resolution no 3** as contained in the Notice of Postal Ballot dated November 08, 2023, has been passed with requisite majority.
- **The Special Resolution no 4** as contained in the Notice of Postal Ballot dated November 08, 2023, has been passed with requisite majority.

For Jayant Sood and Associates
Company Secretaries


Jayantk Sood

Proprietor

UDIN: F004482E002985671

Membership No F 4482

Firm Regn no: 22410



Place: Gurugram

Date: 20th December, 2023

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COMPANY SECRETARIES

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Resolution 1: Ordinary Resolution

**APPROVAL OF SUB-DIVISION/SPLIT OF EQUITY SHARES FROM THE FACE VALUE OF RS.10/-
TO FACE VALUE OF RS. 5/- PER EQUITY SHARE**

(i) Voted in **favour** of the resolution: Total 161 members voted

Number of valid votes cast by them	% of total number of valid votes cast
1,44,87,751	99.99%

(ii) Voted **against** the resolution: Total 29 members voted

Number of valid votes cast by them	% of total number of valid votes cast
92	0.001%

(iii) **Invalid** votes:

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

29/08/21



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Resolution 2: Ordinary Resolution

**APPROVAL FOR ALTERATION OF THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF
THE COMPANY**

(i) Voted **in favour** of the resolution: Total 160 members voted

Number of valid votes cast by them	% of total number of valid votes cast
1,44,87,756	100% (Approx)

(ii) Voted **against** the resolution: Total 28 members voted

Number of valid votes cast by them	% of total number of valid votes cast
62	0.00% (Approx)

(iii) **Invalid** votes:

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

Jayant



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Resolution 3: Special Resolution

AUTHORIZATION FOR RAISING CAPITAL THROUGH ISSUE OF EQUITY SHARES AND/OR OTHER ELIGIBLE SECURITIES

(i) Voted **in favour** of the resolution: Total 159 members voted

Number of valid votes cast by them	% of total number of valid votes cast
1,44,87,633	99.99%

(ii) Voted **against** the resolution: Total 29 members voted

Number of valid votes cast by them	% of total number of valid votes cast
185	0.001%

(iii) **Invalid** votes:

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

Jayant



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Resolution 4: Special Resolution

**TO APPROVE THE REVISION IN REMUNERATION OF MR. PALLAB BANERJEE (DIN: 07193749)
MANAGING DIRECTOR FOR THE PURPOSE OF EXERCISE OF STOCK OPTIONS**

(i) Voted **in favour** of the resolution: Total 156 members voted

Number of valid votes cast by them	% of total number of valid votes cast
1,44,87,383	99.99%

(ii) Voted **against** the resolution: Total 32 members voted

Number of valid votes cast by them	% of total number of valid votes cast
435	0.003%

(iii) **Invalid** votes:

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

Jayant



JAYANT SOOD & ASSOCIATES
COMPANY SECRETARIES

Office:

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Email: bwlegal2@gmail.com

Based on the aforesaid result, we report that, the Resolutions as contained in the Notice of Postal Ballot dated November 08, 2023 has been passed with requisite majority on December 19, 2023.

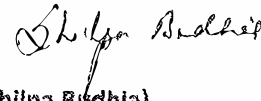
For Jayant Sood and Associates
Company Secretaries



Jayant Sood
Proprietor
UDIN: F004482E002985671
Membership No F 4482
Firm Regn no: 22410
Place: Gurugram
Date: 20th December 2023.



for Pearl Global Industries Ltd



(Shilpa Budhia)
Company Secretary
ICSI M. No.: ACS-23564

General information about company	
Scrip code	532808
NSE Symbol	PGIL
MSEI Symbol	NOTLISTED
ISIN	INE940H01014
Name of the company	Pearl Global Industries Limited
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	19-12-2023
Start time of the meeting	
End time of the meeting	

Scrutinizer Details	
Name of the Scrutinizer	Jayant Sood
Firms Name	Jayant Sood & Associates
Qualification	CS
Membership Number	4482
Date of Board Meeting in which appointed	08-11-2023
Date of Issuance of Report to the company	20-12-2023

Voting results	
Record date	10-11-2023
Total number of shareholders on record date	16583
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	4
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 APPROVE SUB-DIVISION/SPLIT OF EQUITY SHARES FROM THE FACE VALUE OF RS.10/- TO FACE VALUE OF RS. 5/- PER EQUITY SHARE				
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	14424909	14223401	98.6031	14223401	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	14424909	14223401	98.6031	14223401	0	100	0
Public-Institutions	E-Voting	1246401	211284	16.9515	211284	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	1246401	211284	16.9515	211284	0	100	0
Public- Non Institutions	E-Voting	6033427	53158	0.8811	53066	92	99.8269	0.1731
	Poll							
	Postal Ballot (if applicable)							
	Total	6033427	53158	0.8811	53066	92	99.8269	0.1731
Total		21704737	14487843	66.7497	14487751	92	99.9994	0.0006
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?				No				
Description of resolution considered				APPROVAL FOR ALTERATION OF THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION 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	14424909	14223401	98.6031	14223401	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	14424909	14223401	98.6031	14223401	0	100	0
Public-Institutions	E-Voting	1246401	211284	16.9515	211284	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	1246401	211284	16.9515	211284	0	100	0
Public- Non Institutions	E-Voting	6033427	53133	0.8806	53071	62	99.8833	0.1167
	Poll							
	Postal Ballot (if applicable)							
	Total	6033427	53133	0.8806	53071	62	99.8833	0.1167
Total		21704737	14487818	66.7496	14487756	62	99.9996	0.0004
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)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				AUTHORIZATION FOR RAISING CAPITAL THROUGH ISSUE OF EQUITY SHARES AND/OR OTHER ELIGIBLE SECURITIES				
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	14424909	14223401	98.6031	14223401	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	14424909	14223401	98.6031	14223401	0	100	0
Public-Institutions	E-Voting	1246401	211284	16.9515	211284	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	1246401	211284	16.9515	211284	0	100	0
Public- Non Institutions	E-Voting	6033427	53133	0.8806	52948	185	99.6518	0.3482
	Poll							
	Postal Ballot (if applicable)							
	Total	6033427	53133	0.8806	52948	185	99.6518	0.3482
Total		21704737	14487818	66.7496	14487633	185	99.9987	0.0013
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 APPROVE THE REVISION IN REMUNERATION OF MR. PALLAB BANERJEE (DIN: 07193749) MANAGING DIRECTOR FOR THE PURPOSE OF EXERCISE OF STOCK OPTIONS				
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	14424909	14223401	98.6031	14223401	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	14424909	14223401	98.6031	14223401	0	100	0
Public-Institutions	E-Voting	1246401	211284	16.9515	211284	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	1246401	211284	16.9515	211284	0	100	0
Public- Non Institutions	E-Voting	6033427	53133	0.8806	52698	435	99.1813	0.8187
	Poll							
	Postal Ballot (if applicable)							
	Total	6033427	53133	0.8806	52698	435	99.1813	0.8187
Total		21704737	14487818	66.7496	14487383	435	99.997	0.003
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	