

# PILANI INVESTMENT AND INDUSTRIES CORPORATION LIMITED

CIN : L24131WB1948PLC095302

REGD. OFFICE : BIRLA BUILDING, 9/1, R.N.MUKHERJEE ROAD, KOLKATA-700 001

Email : pilaniinvestment1@gmail.com, TELEPHONE: 033 4082 3700 / 2220 0600, Website : www.pilaniinvestment.com

21<sup>st</sup> December, 2020

The Manager,  
Listing Department  
National Stock Exchange of India Ltd.  
"Exchange Plaza", Plot No. C/1, G Block  
Bandra Kurla Complex, Bandra (East)  
Mumbai – 400 051

Manager (Listing)  
BSE Ltd.  
Phiroze Jeejeebhoy Towers  
Dalal Street,  
Mumbai-400 001

**Sub: Regulation 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") - Outcome/Results of Postal Ballot and e-voting**

**Ref: Scrip Code: NSE: PILANIINVS :: BSE: 539883:: ISIN: INE417C01014**

Dear Sir,

In accordance with the aforesaid provisions of the Listing Regulations, please find enclosed the Postal Ballot e-voting results and the Scrutinizer's Report for the resolutions for Increase in the Authorized Share Capital and consequent amendment to Memorandum of Association of the Company and Issue of Bonus Shares, as set out in the Postal Ballot Notice dated 10<sup>th</sup> November, 2020.

The aforesaid resolutions have been duly approved by the Shareholders with requisite majority, and shall be deemed to have been passed on 20<sup>th</sup> December, 2020, being the last date specified for the remote e-voting.

Consequent to the aforesaid approval, the Company's Authorized Share Capital stands increased from Rs. 9,00,00,000/- (Rupees Nine Crores) only divided into 90,00,000 (Ninety Lakhs) Equity Shares of Rs 10/- each to Rs. 25,00,00,000/- (Rupees Twenty Five Crores) only divided into 2,50,00,000 (Two Crores Fifty Lakhs) Equity Shares of Rs. 10/- each.

The e-voting results alongwith the Scrutinizer's Report is also being made available on the Company's website [www.pilaniinvestment.com](http://www.pilaniinvestment.com).

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,

For Pilani Investment and Industries Corporation Limited

  
Company Secretary

Encl: As above



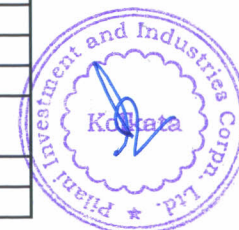
PILANI INVESTMENT AND INDUSTRIES CORPORATION LIMITED

POSTAL BALLOT VOTING RESULTS

Date of the Postal Ballot Notice	10th November, 2020
Voting	
Start Date	21st November, 2020
End Date	20th December, 2020
Total number of share holders on record date (cut off date for voting purposes)	6764
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoter and Promoter Group :	-
Public :	-
No. of shareholders attended the meeting through Video Conferencing :	Not Applicable
Promoter and Promoter Group :	-
Public :	-

Agenda-wise disclosure (to be disclosed separately for each agenda item)

Resolution required (Ordinary/Special)				ORDINARY- Increase in the Authorized Share capital and consequent amendment to Memorandum of Association of the Company				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7) - [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4551416	4551416	100.00	4551416	0	100	0
	Ballot Forms	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	<b>Total</b>	<b>4551416</b>	<b>4551416</b>	<b>100.00</b>	<b>4551416</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting	121600	106400	87.50	106400	0	100	0
	Ballot Forms	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	<b>Total</b>	<b>121600</b>	<b>106400</b>	<b>87.50</b>	<b>106400</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public - Non Institutions	E-Voting	3235734	248389	7.68	242223	6166	97.52	2.48
	Ballot Forms	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	<b>Total</b>	<b>3235734</b>	<b>248389</b>	<b>7.68</b>	<b>242223</b>	<b>6166</b>	<b>97.52</b>	<b>2.48</b>
<b>Total</b>		<b>7908750</b>	<b>4906205</b>	<b>62.04</b>	<b>4900039</b>	<b>6166</b>	<b>99.87</b>	<b>0.13</b>



Resolution required (Ordinary/Special)				ORDINARY- Issue of Bonus Shares				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7) - [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4551416	4551416	100.00	4551416	0	100	0
	Ballot Forms	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	<b>Total</b>	<b>4551416</b>	<b>4551416</b>	<b>100.00</b>	<b>4551416</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting	121600	106400	87.50	106400	0	100	0
	Ballot Forms	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	<b>Total</b>	<b>121600</b>	<b>106400</b>	<b>87.50</b>	<b>106400</b>	<b>0</b>	<b>100</b>	<b>0</b>
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	Ballot Forms	0	0	0	0	0	0	0
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	<b>Total</b>	<b>3235734</b>	<b>248389</b>	<b>7.68</b>	<b>242223</b>	<b>6166</b>	<b>97.52</b>	<b>2.48</b>
<b>Total</b>		<b>7908750</b>	<b>4906205</b>	<b>62.04</b>	<b>4900039</b>	<b>6166</b>	<b>99.87</b>	<b>0.13</b>







# K.C. DHANUKA & CO

COMPANY SECRETARIES

419, CENTRE POINT  
21 HEMANTA BASU SARANI,  
KOLKATA 700 001  
Mobile : 98300 53619,  
E-mail : dhanuka419@yahoo.co.in

## SCRUTINIZER'S REPORT

*(Pursuant to section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management & Administration) Rules, 2014).*

To,  
The Chairman  
Pilani Investment and Industries Corporation Limited  
Birla Building, 9/1, R.N. Mukherjee Road,  
Kolkata-700001

Dear Sir,

I, Kailash Chandra Dhanuka, Practicing Company Secretary (FCS-2204/ CP-1247) and proprietor of M/s. K. C. Dhanuka & Co., Company Secretaries, Kolkata had been appointed, as the Scrutinizer by the Board of Directors of Pilani Investment and Industries Corporation Limited ("Company"), for the purpose of scrutinizing the Postal Ballot Process in a fair and transparent manner in respect of the resolutions stated in the notice of the Postal Ballot dated 10<sup>th</sup> November 2020 issued under Section 110 and other applicable provisions of the Companies Act, 2013 ("the Act") read with the Companies (Management and Administration) Rules, 2014, as amended from time to time read with the Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 33/2020 dated September 28, 2020, issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "MCA Circulars").

The management of the Company is responsible for ensuring the compliance with the requirements of the Companies Act, 2013 and Rules relating to the voting through Postal Ballot by electronic means on the above resolutions contained in the said Postal Ballot Notice.

My responsibility as the Scrutinizer for the voting process is restricted to make a scrutinizer report of the votes cast "in favour" or "against" the resolutions, based on the votes cast through electronic means by the shareholders of the Company and on the reports generated from the system provided by Central Depository Services Limited ("CDSL"), the authorized service provider, for extending the facility of electronic voting to the shareholders of the Company.

**Accordingly, we submit our report as under:**

1. As informed to us, the Company had completed the dispatch of the said postal Ballot Notice on 19<sup>th</sup> November, 2020 to members whose name(s) appeared on the Register of Members /records of Depositories i.e. List of Beneficiaries as on 13<sup>th</sup> November, 2020 (Cut-off date).
2. The Company issued advertisements in Financial Express Newspaper (in English) and Aajkaal Newspaper (in Bengali) Kolkata Edition, on 20<sup>th</sup> November, 2020, informing about the completion of dispatch of the postal Ballot to the shareholders along with other related matters mentioned therein.
3. The Company engaged Central Depository Services Limited ("CDSL"), via [www.evotingindia.com](http://www.evotingindia.com), for facilitating e-voting to the members to cast their votes electronically ('Remote e-voting'). The e-voting commenced on Saturday, 21<sup>st</sup> November, 2020 at 9.00 a.m. and ended on Sunday





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20<sup>th</sup> December, 2020 at 5.00 p.m. The votes received electronically from the Shareholders till Sunday, 20<sup>th</sup> December, 2020 at 5.00 p.m., being the last date and time fixed by the Company for postal ballot were considered for my scrutiny.

4. Particulars of all electronic votes received from the Members have been entered in an electronic register separately maintained for the purpose.
5. We have downloaded the data of e-voting after the E-voting Module was disabled by CDSL. The votes were unblocked at Kolkata on Sunday, 20<sup>th</sup> December, 2020 at 8.24 p.m. in the presence of two witnesses, Mr. Sukumar Kundu and Mr. Pradip Kumar Ghosh, who are not in the employment of the Company.
6. The votes were duly scrutinized and the shareholding was matched /confirmed with the Register of members of the Company / List of Beneficiaries as on the 'Cut-off date' provided by Nice Technologies Pvt. Ltd., the Registrar and Share Transfer Agent of the Company.
7. The list of equity shareholders who voted "FOR" and "AGAINST" and those whose votes were declared Invalid/Abstain/Less voted for resolutions were also shared with the Company.
8. Based on the reports generated from the CDSL e-voting website, the report on the voting on each resolution, pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Amendment Rules, 2015, is as under:

**Item No. 1: As an Ordinary Resolution**

Increase in Authorized Share Capital and consequent amendment to Memorandum of Association of the Company'.

i. Voted **in favour** of the Resolution:

Postal Ballot Voting	Number of members voted	Number of votes casted by them	%of total numbers of valid votes cast
Remote E-voting	51	49,00,039	99.87%
<b>Total</b>	<b>51</b>	<b>49,00,039</b>	<b>99.87%</b>

ii. Voted **against** the Resolution:

Postal Ballot Voting	Number of members voted	Number of votes casted by them	%of total numbers of valid votes cast
Remote E-voting	5	6,166	0.13%
<b>Total</b>	<b>5</b>	<b>6,166</b>	<b>0.13%</b>

iii. **Invalid** votes:

Postal Ballot Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	2	886
<b>Total</b>	<b>2</b>	<b>886</b>







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## Item No. 2: As an Ordinary Resolution

Issue of Bonus shares

### i. Voted in favour of the Resolution:

Postal Ballot Voting	Number of members voted	Number of votes casted by them	%of total numbers of valid votes cast
Remote E-voting	51	49,00,039	99.87%
<b>Total</b>	<b>51</b>	<b>49,00,039</b>	<b>99.87%</b>

### ii. Voted against the Resolution:

Postal Ballot Voting	Number of members voted	Number of votes casted by them	%of total numbers of valid votes cast
Remote E-voting	5	6,166	0.13%
<b>Total</b>	<b>5</b>	<b>6,166</b>	<b>0.13%</b>

### iii. Invalid votes:

Postal Ballot Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	2	886
<b>Total</b>	<b>2</b>	<b>886</b>

9. All electronic data and relevant records of voting will remain in my custody until the Chairman/ Managing Director/ Company secretary considers, approves the aforesaid Postal Ballot and the Chairman signs the minutes thereof and the same shall be handed over thereafter to the Company Secretary for safe keeping.

10. You may accordingly declare the result of the voting by postal Ballot e-voting.

Thanking you,

Yours faithfully.

Place : Kolkata

Date : 21<sup>st</sup> December, 2020.



K. C. DHANUKA & CO.  
Company Secretaries

*K. C. Dhanuka*  
21/12/2020

K. C. DHANUKA  
Proprietor  
FCS-2204, CP-1247  
UDIN:F002204B001579648