

September 9, 2016

BSE Limited,
Corporate Relations Deptt.
25th Floor, New Trading Ring
Rotunda Building
P.J. Towers, Dalal Street,
MUMBAI - 400 001

Code No.523642

National Stock Exchange of India Ltd.,
Exchange Plaza, Plot No.C/1, G-Block,
Bandra Kurla Complex, Bandra (East)
MUMBAI – 400 051

Code No.PIIND

Dear Sir,

Sub: 69th Annual General Meeting of PI Industries Ltd. – Submission of Proceedings & voting Results under SEBI (LODR) Regulation, 2015

This is to notify that the 69th Annual General Meeting of PI Industries Ltd. was held at Udaipur on September 09, 2016.

In this regard, we are now pleased to enclose the following:

1. Proceedings of the meeting duly signed pursuant to Clause A(13) of Part A of schedule III of Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015.
2. The Consolidated Voting Results on the Agenda of the AGM in the prescribed format pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the SEBI Circular No. CIR/CFD/CMD/8/2015 dated 04th November 2015. This includes the aggregate of Remote E-Voting held between September 02, 2016 to September 05, 2016 and Voting held at the meeting, as certified by the Scrutinizer vide their report dated September 09, 2016.
3. Consolidated Scrutinizers' Report.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully

For PI Industries Ltd.

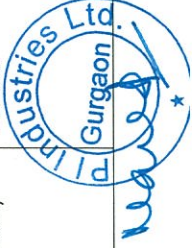

Naresh Kapoor
Company Secretary *

Encl: As Above

Summary of Proceedings of 69th Annual General Meeting

Pursuant to the provisions of Regulation 30 read with Para A of Part A of Schedule III to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we would like to inform you that the following businesses were transacted at the 69th Annual General Meeting (AGM) of the Company held on September 09, 2016 at 10:00 A.M. at P.P Singhal Memorial Hall, Udaipur Chamber of Commerce & Industry, Chamber Bhawan, Chamber Marg, Madri Industrial Area, Udaipur – 313001

S.NO.	PARTICULARS	RESOLUTION REQUIRED	MODE OF VOTING	REMARKS	TOTAL VOTES CASTE	VOTES IN FAVOUR OF THE RESOLUTION		VOTES AGAINST THE RESOLUTION	
						No.	%	No.	%
1	To receive, consider and adopt the Audited Financial Statements (both standalone and consolidated financial statements) of the Company for the financial year ended March 31, 2016 and the Reports of Directors and Auditors thereon.	Ordinary Resolution	By Remote E-voting /Tablet Voting at the AGM.	Passed with Requisite Majority	115993976	115993976	(100%)	0	NIL
2	To confirm the two Interim dividends aggregating to Rs.3.10 already paid on equity shares for the Financial Year ended March 31, 2016.	Ordinary Resolution	By Remote E-voting /Tablet Voting at the AGM.	Passed with Requisite Majority	116021996	116021996	(100%)	0	NIL
3	To appoint a Director in place of Mr. Rajnish Sarna, (DIN: 06429468), who retires by rotation and being eligible offers himself for re-appointment.	Ordinary Resolution	By Remote E-voting /Tablet Voting at the AGM.	Passed with Requisite Majority	116021986	93804298	(80.85%)	22217688	(19.15%)
4	To appoint M/s. S.S. Kothari Mehta & Co., Chartered Accountants (FRN.000756N) as Statutory Auditors of the Company and authorize Board to fix their remuneration.	Ordinary Resolution	By Remote E-voting /Tablet Voting at the AGM.	Passed with Requisite Majority	116021946	104526804	(90.09%)	11495142	(9.91%)
5	Appointment of Mr. Ravi Narain (DIN: 00062596) as an Independent Director of the Company.	Ordinary Resolution	By Remote E-voting /Tablet Voting at the AGM.	Passed with Requisite Majority	116021985	116018985	(99.99%)	3000	(0.001%)
6	Ratification of Cost Auditor's Remuneration.	Ordinary Resolution	By Remote E-voting /Tablet Voting at the AGM.	Passed with Requisite Majority	116021824	116005142	(99.99%)	16682	(0.01%)

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Annexure II

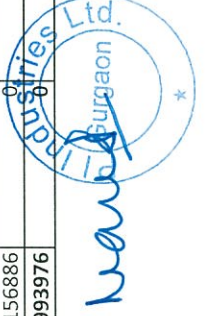
Voting Results of 69th Annual General Meeting of PI Industries Ltd. Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of AGM	September 09, 2016
Total no. of Shareholders on record date	22340
No. of Shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group:	1
Public :	83
No. of Shareholders attending the meeting through Video Conferencing	
Promoters and Promoter Group:	NOT APPLICABLE
Public:	

Agenda wise Disclosure

ITEM NO. 1 To receive, consider and adopt the Audited Financial Statements (both standalone and consolidated financial statements) of the Company for the financial year ended March 31, 2016 and the Reports of Directors and Auditors thereon.

ORDINARY RESOLUTION															
NOT APPLICABLE															
Resolution Required : (Ordinary/Special)	Whether Promoter/ Promoter Group are interested in the Agenda/ Resolution?														
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			70478463		99.38		70478463		0		100		0	
	Poll- Tablet Voting		70920110	441647		0.62		441647		0		100		0	
	Total			70920110		100.00		70920110		0		100			
				40916980		84.22		40916980		0		100		0	
Public Institutions	E- Voting			0		0.00		0		0		0		0	
	Poll- Tablet Voting			40916980		84.22		40916980		0		100		0	
	Total		48583112	184260		1.05		184260		0		100		0	
				3972626		22.54		3972626		0		100		0	
Non- Public Institutions	E- Voting			4156886		23.59		4156886		0		100		0	
	Poll- Tablet Voting		17624000	115993976		84.59		115993976		0		100		0	
	Total		137127222									100		0	

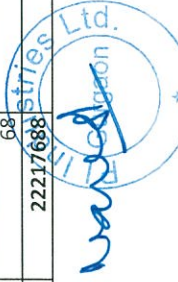


ITEM NO. 2 To confirm the two Interim dividends aggregating to Rs.3.10 already paid on equity shares for the Financial Year ended March 31, 2016.

ORDINARY RESOLUTION								
NOT APPLICABLE								
Resolution Required : (Ordinary/Special)	Whether Promoter/ Promoter Group are interested in the Agenda/ Resolution?							
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	70920110	70478463	99.38	70478463	0	100.00	0.00
	Poll- Tablet Voting		441647	0.62	441647	0	100.00	0.00
	Total		70920110	100.00	70920110	0	100.00	0.00
Public Institutions	E- Voting		40313897	82.98	40313897	0	100.00	0.00
	Poll- Tablet Voting		0	0.00	0	0	0.00	0.00
	Total		40313897	82.98	40313897	0	100.00	0.00
Non- Public Institutions	E- Voting	17624000	815363	4.63	815363	0	100.00	0.00
	Poll- Tablet Voting		3972626	22.54	3972626	0	100.00	0.00
	Total		4787989	27.17	4787989	0	100.00	0.00
Total		137127222	116021996	84.61	116021996	0	100.00	0.00

ITEM NO. 3 To appoint a Director in place of Mr. Rainish Sarna, (DIN: 06429468), who retires by rotation and being eligible offers himself for re-appointment.

ORDINARY RESOLUTION								
Whether Promoter/ Promoter Group are interested in the Agenda/ Resolution?								
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	70920110	70478463	99.38	70478463	0	100.00	0.00
	Poll- Tablet Voting		441647	0.62	441647	0	100.00	0.00
	Total		70920110	100.00	70920110	0	100.00	0.00
Public Institutions	E- Voting	48583112	41094527	84.59	18876839	22217620	45.94	54.06
	Poll- Tablet Voting		0	0.00	0	0	0.00	0.00
	Total		41094527	84.59	18876839	22217620	45.94	54.06
Non- Public Institutions	E- Voting	17624000	34723	0.20	34723	68	100.00	0.20
	Poll- Tablet Voting		3972626	22.54	3972626	0	100.00	0.00
	Total		4007349	22.74	4007349	68	100.00	0.00
Total		137127222	116021986	84.61	93804298	22217688	80.85	19.15



ITEM NO. 4 To appoint M/s. S.S. Kothari Mehta & Co., Chartered Accountants (FRN.000756N) as Statutory Auditors of the Company and authorize Board to fix their remuneration.
Resolution Required : (Ordinary/Special)

Resolution Required : [Ordinary/Special]			ORDINARY RESOLUTION					
Whether Promoter/ Promoter Group are interested in the Agenda/ Resolution?			NOT APPLICABLE					
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	70920110	70478463	99.38	70478463	0	100.00	0.00
	Poll- Tablet Voting		441647	0.62	441647	0	100.00	0.00
	Total		70920110	100.00	70920110	0	100.00	0.00
Public Institutions	E- Voting	48583112	40945240	84.28	29450098	11495142	71.93	28.07
	Poll- Tablet Voting		0	0.00	0	0	0.00	0.00
	Total		40945240	84.28	29450098	11495142	71.93	28.07
Non- Public Institutions	E- Voting	17624000	183970	1.04	183970	0	100.00	0.00
	Poll- Tablet Voting		3972626	22.54	3972626	0	100.00	0.00
	Total		4156596	23.58	4156596	0	100.00	0.00
Total		137127222	116021946	84.61	104526804	11495142	90.09	9.91

ITEM NO. 5 Appointment of Mr. Ravi Narain (DIN: 00062596) as an Independent Director of the Company.
Resolution Required : (Ordinary/Special)

ORDINARY RESOLUTION								
Whether Promoter/ Promoter Group are interested in the Agenda/ Resolution?								
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
NOT APPLICABLE								
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E- Voting	70920110	70478463	99.38	70478463	0	100.00	0.00
	Poll- Tablet Voting		441647	0.62	441647	0	100.00	0.00
	Total		70920110	100.00	70920110	0	100.00	0.00
Public Institutions	E- Voting	48583112	40948000	84.28	40948000	0	100.00	0.00
	Poll- Tablet Voting		0	0.00	0	0	0.00	0.00
	Total		40948000	84.28	40948000	0	100.00	0.00
Non- Public Institutions	E- Voting	17624000	181249	1.03	178249	3000	98.34	1.66
	Poll- Tablet Voting		3972626	22.54	3972626	0	100.00	0.00
	Total		4153875	23.57	4150875	3000	99.93	0.07
Total		137127222	116021985	84.61	116018985	3000	100.00	0.00



ITEM NO. 6 Ratification of Cost Auditor's Remuneration.

Resolution Required : (Ordinary/Special)		ORDINARY RESOLUTION						
Whether Promoter/ Promoter Group are interested in the Agenda/ Resolution?		NOT APPLICABLE						
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	70920110	70478463	99.38	70478463	0	100.00	0.00
	Poll- Tablet Voting		441647	0.62	441647	0	100.00	0.00
	Total		70920110	100.00	70920110	0	100.00	0.00
Public Institutions	E- Voting	48583112	39452108	81.21	39435538	16570	99.96	0.04
	Poll- Tablet Voting		0	0.00	0	0	0.00	0.00
	Total		39452108	81.21	39435538	16570	99.96	0.04
Non- Public Institutions	E- Voting	17624000	1676980	9.52	1676958	22	100.00	0.00
	Poll- Tablet Voting		3972626	22.54	3972536	90	100.00	0.00
	Total		5649606	32.06	5649494	112	100.00	0.00
Total		137127222	116021824	84.61	116005142	16682	99.99	0.01

As per the Consolidated Scrutiniser's report dated September 09, 2016 , all Resolutions as set out in the Notice dated July 26, 2016 convening the Annual General Meeting, were passed by the members of the company with the requisite majority.



A. K. FRIENDS & Co.
Practicing Company Secretaries

E-38, 2ND FLOOR BEHIND HIRA SWEETS,
LAXMI NAGAR, DELHI - 110092
PHONE : (O) 43601839
(M) : 9212000759, 9911000759
e-mail : csakf1975@gmail.com

FORM NO.-MGT-13
Report of Scrutinizer(s)

Pursuant to Rule 20 of the Companies (Management and Administration) Rules, 2014 amended from time to time

To,
The Chairman of the meeting,
PI Industries Limited,
Udaisagar Road, Udaipur Rajasthan- 313001

69th Annual General Meeting of the equity shareholders of PI Industries Limited, was held on Friday, 09th September, 2016 at 10.00 A. M. at P.P. Singhal Memorial Hall, Udaipur Chamber of Commerce & Industry, Chamber Bhawan, Chamber Marg, Madri Industrial Area, Udaipur-313001

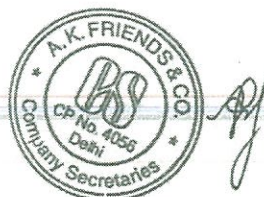
Dear Sir,

I, Ashish Kumar Friends, Practicing Company Secretary, appointed as the scrutinizer by the Board of Directors of M/s PI Industries Limited (CIN : L24211RJ1946PLC000469) 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 from time to time to scrutinize the e-voting process (remote e-voting) and Tablet e-voting in respect of the below mentioned resolutions contained in the notice of the 69th Annual General Meeting.

The Company had availed the e-voting facility offered by National Securities Depositories Limited (NSDL) for conducting e-voting by the Shareholder of the Company.

The Company had also provided voting facility to the Shareholders present at the AGM and who had not cast their vote earlier through e-voting facility. The Shareholders of the Company holding shares as on the "cut off" date of September 02, 2016, were entitled to vote on the Resolutions as contained in the Notice of the AGM.

The voting period for the e-voting commenced on Monday, September 05, 2016 at 9.00 a.m.(IST) and ended on Thursday, September, 08, 2016 at 5.00 p.m. (IST) and the NSDL e-voting platform was blocked thereafter .



After the closure of the voting at the AGM, the report on voting done at the meeting was generated in my presence and the same was diligently scrutinized.

The votes cast under e-voting facility were there after unblocked in the presence of two witnesses who were not in the employment of the Company and after the conclusion of the voting at the AGM the vote cast there under were counted.

I have scrutinised and reviewed the e-voting and tablet e-voting based on the data downloaded from the NSDL system.

I enclose herewith my report on the result of the e-voting and tablet e-voting in respect of the said resolutions.

Thanking you.

Yours sincerely,

Place-Udaipur

Dated:-September, 09, 2016

For A.K. FRIENDS & CO.

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



Consolidated Results

I now submit my Report as under on the Result of the voting through electronic means (remote e-voting as well as e-voting at the venue of the Annual General Meeting) in respect of the said Resolution:

Resolution No:-1 Ordinary Resolution: To receive, consider and adopt the Audited Financial Statement (both Standalone and Consolidated Financial Statements) of the Company for the Financial year ended March 31,2016 and the Reports of Directors and Auditors thereon.

Type of Voting	Votes in favour of the Resolution			Votes against the resolution			Invalid Votes	
	No. of share-holders	No. of shares / e-Votes	%age of shares / e-Votes	No. of share-holders	No. of shares / e-Votes	%age of shares / e-Votes	No. of share-holders	No. of shares / e-Votes
Remote e-Voting	201	111579703	100.00	-	-	-	-	-
Voting at the AGM	84	4414273	100.00	-	-	-	-	-
Total	285	115993976	100.00	-	-	-	-	-

Resolution No:-2 Ordinary Resolution: To confirm the two Interim dividends aggregating to Rs. 3.10 already paid on equity shares for the financial year ended March 31,2016.

Type of Voting	Votes in favour of the Resolution			Votes against the resolution			Invalid Votes	
	No. of share-holders	No. of shares / e-Votes	%age of shares / e-Votes	No. of share-holders	No. of shares / e-Votes	%age of shares / e-Votes	No. of share-holders	No. of shares / e-Votes
Remote e-Voting	203	111607723	100.00	-	-	-	-	-
Voting at the AGM	84	4414273	100.00	-	-	-	-	-
Total	287	116021996	100.00	-	-	-	-	-

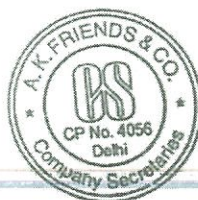


Resolution No:-3 Ordinary Resolution: To appoint a Director in place of Mr. Rajnish Sarna, (DIN: 06429468), who retires by rotation and being eligible, offers himself for reappointment.

Type of Voting	Votes in favour of the Resolution			Votes against the resolution			Invalid Votes	
	No. of share-holders	No. of shares / e-Votes	%age of shares / e-Votes	No. of share-holders	No. of shares / e-Votes	%age of shares / e-Votes	No. of share-holders	No. of shares / e-Votes
Remote e-Voting	135	89390025	80.09	67	22217688	19.91	-	-
Voting at the AGM	84	4414273	100.00	-	-	-	-	-
Total	219	93804298	80.85	67	22217688	19.15	-	-

Resolution No:-4 Ordinary Resolution: To Appoint M/s S. S. Kothari Mehta & Co. Chartered Accountants (ICAI Registration No. 000756N), as Statutory Auditors of the Company, to hold office from the conclusion of this Annual general Meeting till the conclusion of the next Annual General Meeting of the Company and Board of Directors be and is hereby authorized to fix the remuneration payable to them as determined by the Audit Committee in consultation with the said Auditors.

Type of Voting	Votes in favour of the Resolution			Votes against the resolution			Invalid Votes	
	No. of share-holders	No. of shares / e-Votes	%age of shares / e-Votes	No. of share-holders	No. of shares / e-Votes	%age of shares / e-Votes	No. of share-holders	No. of shares / e-Votes
Remote e-Voting	168	100112531	89.70	34	11495142	10.30	-	-
Voting at the AGM	84	4414273	100.00	-	-	-	-	-
Total	252	104526804	90.09	34	11495142	9.91	-	-



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Resolution No:-5 Ordinary Resolution: To appoint Mr. Ravi Narain (DIN:00062596) as an Independent Director of the Company for a period of 3 years with effect from September 09,2016 and the term shall not be subject to retirement by rotation.

Type of Voting	Votes in favour of the Resolution			Votes against the resolution			Invalid Votes	
	No. of share-holders	No. of shares / e-Votes	%age of shares / e-Votes	No. of share-holders	No. of shares / e-Votes	%age of shares / e-Votes	No. of share-holders	No. of shares / e-Votes
Remote e-Voting	201	111604712	99.99	1	3000	00.01	-	-
Voting at the AGM	84	4414273	100.00	-	-	-	-	-
Total	285	116018985	99.99	1	3000	00.01	-	-

Resolution No:-6 Ordinary Resolution: Ratification of cost Auditor's Remuneration.

Type of Voting	Votes in favour of the Resolution			Votes against the resolution			Invalid Votes	
	No. of share-holders	No. of shares / e-Votes	%age of shares / e-Votes	No. of share-holders	No. of shares / e-Votes	%age of shares / e-Votes	No. of share-holders	No. of shares / e-Votes
Remote e-Voting	200	111590959	99.99	2	16592	00.01	-	-
Voting at the AGM	83	4414183	99.99	1	90	00.01	-	-
Total	283	116005142	99.99	3	16682	00.01	-	-

The results of the aforesaid e-voting for the Resolution No. 1 to 6 as set out in the Notice dated July 26, 2016 may accordingly be declared by the Company.

Thanking You.

Place: Udaipur

Dated: September 09, 2016

For A.K. FRIENDS & CO.

Ashish Kumar Friends
Ashish Kumar Friends
Practising Company Secretary
C.P. No.-4056, Mem No.-FCS-2/16

