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: 3057 3700 / 3041 0900, Website : www. pilaniinvestment.com

16.09.2016

The Manager,
Listing Department,
National Stock Exchange of India Ltd,
Exchange Plaza,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400051

Sub: 69th Annual General Meeting- Voting Results

Dear Sir,

Further to our letter dated 15th September, 2016 please find attached herewith voting results pursuant to Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 alongwith Scrutinizer's Report.

This is for your information and record.

Thanking you,

Yours faithfully,
For Pilani Investment and Industries
Corporation Ltd.,

Company Secretary

PILANI INVESTMENT AND INDUSTRIES CORPORATION LIMITED

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

CIN: L24101WB1946PLC095902 TELEPHONE: 3057 3700 / 3041 0900 Email-pilaniinvestment1@gmail.com website-www.pilaniinvestment.com

FORMAT FOR VOTING RESULT

Date of the AGM	15.09.2016
Total number of share holders on record date	5834
No. of shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter Group :	10
Public :	51
No. of shareholders attended the meeting through Video Conferencing :	
Promoter and Promoter Group :	NIL
Public :	NIL

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

Ordinary Business:

Agenda No. 1 : Adoption of Audited Financial Statements (including Audited Consolidated Financial Statements) for the year ended 31st March, 2016 , the Report of the Board of Directors and Auditors thereon.

Resolution required (Ordinary/Special)				Ordinary				
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	E-Voting	4551416	4542616	99.80665358	4542616	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Group	Total	4551416	4542616	99.80665358	4542616	0	100	0
Public Institutions	E-Voting	19800	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	19800	0	0	0	0	0	0
Public - Non Institutions	E-Voting	3265615	258573	8	258543	30	99.98839786	0
	Poll	71919	71919	100	71919	0	100	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	3337534	330492	10	330462	0	100	0
Total		**7908750**	**4873108**	**62**	**4873078**	**30**	**100**	**0**

Agenda No. 2 : Declaration of Dividend on Equity Shares for the financial year ended 31st March, 2016

Resolution required (Ordinary/Special)				Ordinary				
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	E-Voting	4551416	4542616	99.80665358	4542616	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Group	Total	4551416	4542616	99.80665358	4542616	0	100	0
Public Institutions	E-Voting	19800	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	19800	0	0	0	0	0	0
Public - Non Institutions	E-Voting	3265615	258573	8	258543	30	99.98839786	0
	Poll	71919	71919	100	71919	0	100	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	3337534	330492	10	330462	0	100	0
Total		**7908750**	**4873108**	**62**	**4873078**	**30**	**100**	**0**

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CIN: L24[illegible]PL[illegible] TELEPHONE: 3057 3700 / 3041 0900 Email-pilanilnvestment1@gmail.com website-www.pilanilnvestment.com

Agenda No. 3 : Re-appointment of Shri B. K. Birla (DIN 00055856) who retires by rotation and being eligible offers himself for re-appointment.

Resolution required (Ordinary/Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
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	E-Voting	4551416	4542616	99.80665358	4542616	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Group	Total	4551416	4542616	99.80665358	4542616	0	100	0
Public Institutions	E-Voting	19800	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	19800	0	0	0	0	0	0
Public - Non Institutions	E-Voting	3265615	258573	8	258543	30	99.98839786	0
	Poll	71919	71919	100	71919	0	100	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	3337534	330492	10	330462	0	100	0
Total		**7908750**	**4873108**	**62**	**4873078**	**30**	**100**	**0**

Agenda No. 4 : Appointment of Messrs S R Batliboi & Co. LLP, Charetered Accountants as Auditors and fixing their remuneration.

Resolution required (Ordinary/Special)				Ordinary				
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	E-Voting	4551416	4542616	99.80665358	4542616	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Group	Total	4551416	4542616	99.80665358	4542616	0	100	0
Public Institutions	E-Voting	19800	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	19800	0	0	0	0	0	0
Public - Non Institutions	E-Voting	3265615	258573	8	258543	30	99.98839786	0
	Poll	71919	71919	100	71918	1	100	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	3337534	330492	10	330461	0	100	0
Total		**7908750**	**4873108**	**62**	**4873077**	**31**	**100**	**0**

PILANI INVESTMENT AND INDUSTRIES CORPORATION LIMITED

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TELEPHONE: 3057 3700 / 3041 0900

Special Business:

Agenda No. 5 : Appointment of Smt. Surbhi Singhi (DIN: 03275338) as an Independent Director for a period of five years

Resolution required (Ordinary/Special)				Ordinary				
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	E-Voting	4551416	4542616	99.80665358	4542616	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Group	Total	4551416	4542616	99.80665358	4542616	0	100	0
Public Institutions	E-Voting	19800	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	19800	0	0	0	0	0	0
Public - Non Institutions	E-Voting	3265615	258573	8	258543	30	99.98839786	0
	Poll	71919	71919	100	71918	1	100	0
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	3337534	330492	10	330461	0	100	0
Total		**7908750**	**4873108**	**62**	**4873077**	**31**	**100**	**0**

Furthermore attached please find the copy of Scrutinizer Report for your information.

Thanking You

Yours faithfully
For Pilani Investment and Industries Corporation Limited

Company Secretary

Pilani Investment and Industries Corpn. Ltd. Kolkata

K. C. DHANUKA & CO.

COMPANY SECRETARIES

419, CENTRE POINT,
21 HEMANTA BASU SARANI,
KOLKATA - 700 001
& : 2248-5806, 3022-5806,
Mobile : 98300 53619,
E-mail : dhanuka419@yahoo.co.in

Report of Scrutinizer

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

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

Dear Sir,

Sub: Scrutinizer's Report on E-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

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"), vide resolution dated May 30, 2016, pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 to conduct the E-voting process in respect of the below mentioned resolutions passed at the 69th Annual General Meeting ("AGM") of the Company, held on Thursday, the 15th September, 2016 at 03.00 P.M. at Birla Building, 9/1, R.N. Mukherjee Road, Kolkata-700001.

The Company had also provided the facility of voting through ballot paper to the members present at the AGM and who had not cast their vote earlier through remote e-voting.

The Company has engaged Central Depository Services Limited ("CDSL") as the authorized agency to provide secured system for remote e-voting process.

The compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to voting through electronic means (remote e-voting) and voting by using ballots by the shareholders on the resolutions proposed in the Notice of the 69th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process through the electronic means and by use of ballot at the meeting are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by the Central Depository Services Limited(CDSL) and the report generated by use of ballot papers.

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Further to the above, I submit my report as under:-

i) The e-voting period remained open from 12th September, 2016 (9:00 am) to 14th September, 2016 (5:00 pm)

ii) The Members of the Company as on the "cut-off" date (record date for the purpose of e-voting, i.e. 08th September, 2016) were entitled to vote on the resolutions (item no. 1 to 5 as set out in the Notice dated July 20th, 2016 of 69th AGM of the Company).

iii) After the close of period for remote e-voting and before the start of the general meeting, the details of the members who had cast their votes through remote e-voting, such as their names, folios, number of shares held etc., were downloaded from the e-voting module of CDSL, to ensure that members who have cast their votes through remote e-voting do not vote again at the AGM.

iv) At the 69th AGM, after declaration to cast the vote by ballot paper by the Chairman, ballot box kept for polling was locked in my presence.

v) The locked ballot boxes were subsequently opened in my presence along with two witnesses, Ms Devika Priyadarsini and Mr. Sukumar Kundu, who are not in employment of the Company.

vi) The ballot papers which were incomplete and/or wrongly filled and/or otherwise found defective have been treated as invalid and kept separately and not considered for the purpose of this report.

vii) After counting the votes cast by members and shareholders present at the 69th AGM through ballot papers, the votes cast through remote e-voting were unblocked on 15th September, 2016 at 03:46 pm in the presence of two witnesses, Ms Devika Priyadarsini and Mr. Sukumar Kundu, who are not in employment of the Company. Thereafter, the details containing inter alia, list of Equity Shareholders, who voted "for"/"against" each of the resolutions that were put to vote, were generated from the e-voting website of CDSL.

viii) Based on the reports generated from the CDSL e-voting website and the voting through ballot paper at the 69th AGM, the consolidated 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:

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A. ORDINARY BUSINESS

1. Resolution 1

As an Ordinary Resolution

Consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) for the financial year ended on 31st March, 2016, Reports of the Board of Directors and Auditors.

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

Mode of Voting	*No. of Folios casting Votes*	*Total No. of Votes cast (Shares)*	*% of Total No. of valid Votes cast*
E-voting	28	4801159	98.52%
Voting through Ballot Forms	15	71919	1.48%
Total	**43**	**4873078**	**100%***

ii. Voted **against** the resolution:

Mode of Voting	*No. of Folios casting Votes*	*Total No. of Votes cast (Shares)*	*% of Total No. of valid Votes cast*
E-voting	2	30	0.00%
Voting through Ballot Forms	NIL	NIL	0.00%
Total	**2**	**30**	**0.00%**

iii. **Invalid** votes:

Mode of Voting	*No. of Folios casting Votes*	*Total No. of Votes cast (Shares)*
E-voting	2	6702
Voting through Ballot Forms	3	3510
Total	**5**	**10212**

***Round Off**

2. Resolution 2

As an Ordinary Resolution

Declaration of Dividend on Equity Shares for the financial year ended 31st March, 2016.

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

Mode of Voting	*No. of Folios casting Votes*	*Total No. of Votes cast (Shares)*	*% of Total No. of valid Votes cast*
E-voting	28	4801159	98.52%
Voting through Ballot Forms	15	71919	1.48%
Total	**43**	**4873078**	**100%***

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ii. Voted **against** the resolution:

Mode of Voting	*No. of Folios casting Votes*	*Total No. of Votes cast (Shares)*	*% of Total No. of valid Votes cast*
E-voting	2	30	0.00%
Voting through Ballot Forms	NIL	NIL	0.00%
Total	**2**	**30**	**0.00%**

iii. **Invalid** votes:

Mode of Voting	*No. of Folios casting Votes*	*Total No. of Votes cast (Shares)*
E-voting	2	6702
Voting through Ballot Forms	3	3510
Total	**5**	**10212**

***Round Off**

3. Resolution 3

As an Ordinary Resolution

Re-appointment of Shri B.K. Birla (DIN: 00055856), who retires by rotation and being eligible, offers himself for re-appointment.

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

Mode of Voting	*No. of Folios casting Votes*	*Total No. of Votes cast (Shares)*	*% of Total No. of valid Votes cast*
E-voting	28	4801159	98.52%
Voting through Ballot Forms	15	71919	1.48%
Total	**43**	**4873078**	**100%***

ii. Voted **against** the resolution:

Mode of Voting	*No. of Folios casting Votes*	*Total No. of Votes cast (Shares)*	*% of Total No. of valid Votes cast*
E-voting	2	30	0.00%
Voting through Ballot Forms	NIL	NIL	0.00%
Total	**2**	**30**	**0.00%**

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iii. **Invalid** votes:

Mode of Voting	*No. of Folios casting Votes*	*Total No. of Votes cast (Shares)*
E-voting	2	6702
Voting through Ballot Forms	3	3510
Total	**5**	**10212**

***Round Off**

4. Resolution 4

As an Ordinary Resolution

Appointment of Messrs. S.R. Batlibol & Co. LLP, Chartered Accountants as Auditors and fixing their remuneration.

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

Mode of Voting	*No. of Folios casting Votes*	*Total No. of Votes cast (Shares)*	*% of Total No. of valid Votes cast*
E-voting	28	4801159	98.52%
Voting through Ballot Forms	14	71918	1.48%
Total	**42**	**4873077**	**100%***

ii. Voted **against** the resolution:

Mode of Voting	*No. of Folios casting Votes*	*Total No. of Votes cast (Shares)*	*% of Total No. of valid Votes cast*
E-voting	2	30	0.00%
Voting through Ballot Forms	1	1	0.00%
Total	**3**	**31**	**0.00%**

iii. **Invalid** votes:

Mode of Voting	*No. of Folios casting Votes*	*Total No. of Votes cast (Shares)*
E-voting	2	6702
Voting through Ballot Forms	3	3510
Total	**5**	**10212**

***Round Off**

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K. C. DHANUKA & CO.

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5. **Resolution 5**

As an Ordinary Resolution

Appointment of Smt. Surbhi Singhi (DIN: 03275338) be and is hereby appointed as an Independent Director of the Company for a period of five years.

iv. Voted **in favour** of the resolution:

Mode of Voting	*No. of Folios casting Votes*	*Total No. of Votes cast (Shares)*	*% of Total No. of valid Votes cast*
E-voting	28	4801159	98.52%
Voting through Ballot Forms	14	71918	1.48%
Total	**42**	**4873077**	**100%***

v. Voted **against** the resolution:

Mode of Voting	*No. of Folios casting Votes*	*Total No. of Votes cast (Shares)*	*% of Total No. of valid Votes cast*
E-voting	2	30	0.00%
Voting through Ballot Forms	1	1	0.00%
Total	**3**	**31**	**0.00%**

vi. **Invalid** votes:

Mode of Voting	*No. of Folios casting Votes*	*Total No. of Votes cast (Shares)*
E-voting	2	6702
Voting through Ballot Forms	3	3510
Total	**5**	**10212**

***Round Off**

The Registers, all other papers and relevant records relating to e-voting and ballot papers shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company.

Thanking you,

Yours faithfully,
K. C. DHANUKA & CO.
Company Secretaries

K. C. DHANUKA 16/09/2016
Proprietor
FCS-2204, CP-1247

Place: **Kolkata**
Dated: 16/09/2016