

Date: 02/08/2025

To,  
The Listing Compliance Department,  
BSE Limited,  
P. J. Tower, Dalal Street,  
Mumbai – 400001  
**Scrip Code: 534809**

To,  
The Listing Compliance Department,  
National Stock Exchange of India Limited,  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai – 400051  
**Symbol: PCJEWELLER**

**Sub.: Corrigendum to Postal Ballot Notice dated July 10, 2025**

**Ref.: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir / Ma'am,

This is with reference to our earlier communication dated July 11, 2025 regarding Postal Ballot Notice dated July 10, 2025 (“**Postal Ballot Notice**”).

A Corrigendum is being issued to inform Members of the Company regarding modifications / alterations in the Explanatory Statement of Special Resolutions pertaining to Item Nos. 2 and 3 forming part of Postal Ballot Notice, as briefed hereunder:

- i) Point No. 2 of Explanatory Statement titled as ‘Utilization of gross proceeds’; and
- ii) Point No. 21 of Explanatory Statement titled as ‘The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price’.

Except as referred above and detailed in the Corrigendum, all other contents of Postal Ballot Notice shall remain unchanged.

Accordingly, Corrigendum dated August 01, 2025 to Postal Ballot Notice is enclosed for your information. This Corrigendum shall form an integral part of Postal Ballot Notice sent to Members of the Company on July 11, 2025. The same is also being uploaded on the website of the Company [www.pcjeweller.com](http://www.pcjeweller.com) and the website of KFin Technologies Limited [www.evoting.kfintech.com](http://www.evoting.kfintech.com).

Kindly take the information on record.

Thanking you,  
For **PC Jeweller Limited**

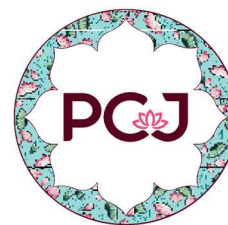
(VIJAY PANWAR)  
**Company Secretary**

Encl.: As above

**PC Jeweller Limited**

Regd. Office : 2713, 3<sup>rd</sup> Floor, Bank Street, Karol Bagh, New Delhi-110005 Ph. : 011 - 49714971 Fax : 011 – 49714972

info@pcjeweller.com • www.pcjeweller.com • CIN : L36911DL2005PLC134929



## PC Jeweller Limited

CIN: L36911DL2005PLC134929

Registered Office: 2713, 3<sup>rd</sup> Floor, Bank Street, Karol Bagh, New Delhi - 110005

Phone: 011 – 49714971, E-mail: info@pcjeweller.com, Website: www.pcjeweller.com

### CORRIGENDUM TO POSTAL BALLOT NOTICE DATED JULY 10, 2025

PC Jeweller Limited (the “Company”) had issued a Postal Ballot Notice dated July 10, 2025 (“**Postal Ballot Notice**”) to its Members seeking their approval on the special businesses specified therein. Members can vote on Postal Ballot Notice only by e-voting and the e-voting facility for the same is available from 9:00 A.M. on Saturday, July 12, 2025 to 5:00 P.M. on Sunday, August 10, 2025.

Postal Ballot Notice was dispatched to Members of the Company via e-mail on July 11, 2025, in due compliance with the provisions of the Companies Act, 2013 and the rules made thereunder, read with the applicable circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India, respectively and other applicable laws.

The Board of Directors of the Company at its meeting held on August 01, 2025 in exercise of its powers to settle any question, difficulty or doubt that may arise in respect to the preferential issues of Fully Convertible Warrants and equity shares proposed for Members approval by means of Postal Ballot Notice and pursuant to instructions from National Stock Exchange of India Limited regarding the Company’s application for In-Principle Approval for the above said issues, approved certain modifications / alterations in the Explanatory Statement of Special Resolutions pertaining to Item Nos. 2 and 3 forming part of Postal Ballot Notice.

Now, through this Corrigendum, Members of the Company are being informed about the following modifications / alterations in the Explanatory Statement of Special Resolutions pertaining to Item Nos. 2 and 3 forming part of Postal Ballot Notice:

#### **I) POINT NO. 2 OF EXPLANATORY STATEMENT OF SPECIAL RESOLUTIONS PERTAINING TO ITEM NOS. 2 AND 3 IS REPLACED WITH THE FOLLOWING:**

##### **2. Utilization of gross proceeds**

The intended use of the gross proceeds of the preferential issues is as under: -

Sr. No.	Particulars	Total estimated amount to be utilized* (₹ in Crore)	Tentative timeline for utilization of funds
1	Repayment of banker’s outstanding debts including interest thereon <sup>#</sup>	434.27 <sup>^</sup>	By September 30, 2026
2	Working capital requirement	65.33	By March 31, 2027
3	Issue related expenses	0.40	By March 31, 2027
<b>Total</b>		<b>500.00</b>	

*\*considering 100% conversion of Warrants into Equity Shares within the stipulated time as well as full allotment of proposed equity shares.*

<sup>#</sup> The details of intended repayment of banker’s outstanding debts including interest thereon are as under:

Sr. No.	Name of the Bank	Nature of debts	Estimated amount to be utilized (₹ in Crore)	Tentative timeline for utilization of funds
1	State Bank of India	Working Capital	148.35	By September 30, 2026
2	Union Bank of India	Facilities	69.70	

3	Punjab National Bank		58.76	
4	Indian Bank		29.18	
5	Bank of India		24.97	
6	Indian Overseas Bank		24.49	
7	Canara Bank		23.49	
8	Kotak Mahindra Bank		13.55	
9	IDBI Bank Limited		11.64	
10	Axis Bank Limited		7.86	
11	IDFC First Bank Limited		7.30	
12	Bank of Baroda		8.51	
13	Karur Vysya Bank Limited		3.65	
14	IndusInd Bank Limited		2.82	
<b>Total</b>			<b>434.27</b>	

^ This forms part of the total bank dues, comprising a settled amount of ₹ 2,270 crore and interest of approximately ₹ 187 crore (subject to adherence to the stipulated repayment schedule) aggregating to ₹ 2,457 crore, of which ₹ 2,022.73 crore is being repaid from the proceeds of the earlier preferential issue of Fully Convertible Warrants pursuant to Members' approval dated August 08, 2024 and ₹ 434.27 crore is proposed to be paid from the proceeds of the current preferential issues and any increase / decrease in the amount shall be met through internal accruals, Promoter support or realization from assets, if any, as may be approved by the Board of the Company from time to time, although with the scale-up in operations, internal accruals are primarily being deployed towards working capital needs.

**Note:** In terms of BSE Notice No. 20221213-47 dated December 13, 2022 and NSE Circular No. NSE/CML/2022/56 dated December 13, 2022, the amount specified for the above-mentioned Objects may deviate +/- 10% depending upon the future circumstances given that the Objects are based on management estimates and other commercial and technical factors. Accordingly, the same is dependent on a variety of factors such as financial, market and sectoral conditions, business performance and strategy, competition and other external factors, which may not be within the control of the Company and may result in modifications to the proposed schedule for utilization of the issue proceeds at the discretion of the Board / Committee constituted by the Board, subject to compliance with applicable laws. If the issue proceeds are not utilised (in full or in part) for the Objects during the period stated above due to any such factors, the remaining issue proceeds shall be utilised in subsequent periods in such manner as may be determined by the Board / Committee constituted by the Board, in accordance with applicable laws. This may entail rescheduling and revising the planned expenditure and funding requirements and increasing or decreasing the expenditure for a particular purpose from the planned expenditure as may be determined by the Board / Committee constituted by the Board, subject to compliance with applicable laws.

## **II) POINT NO. 21 OF EXPLANATORY STATEMENT OF SPECIAL RESOLUTIONS PERTAINING TO ITEM NOS. 2 AND 3 IS REPLACED WITH THE FOLLOWING:**

### **21. The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price:**

No other allotment of securities on a preferential basis was made during the financial year 2025-26 by the Company except conversion of Fully Convertible Warrants into equity shares pursuant to Members' approval dated August 08, 2024, as detailed herein below:

<b>Allotment of equity shares of ₹ 1/- each consequent to conversion of Fully Convertible Warrants</b>				
<b>No. of Warrants</b>	<b>Equity Shares Allotted on Conversion*</b>	<b>Date of Allotment</b>	<b>No. of Allottees</b>	<b>Issue Price*</b>
1,89,25,000	18,92,50,000	April 29, 2025	14	₹ 5.62 each
30,84,240	3,08,42,400	May 29, 2025	1	₹ 5.62 each

\* adjusted pursuant to sub-division / split of face value of equity shares of the Company from 1 equity share of ₹ 10/- each to 10 equity shares of ₹ 1/- each.

**All other contents of Postal Ballot Notice, save and except as modified / altered by this Corrigendum, shall remain unchanged.**

As the above modifications / alterations were approved by the Board subsequent to the issuance of Postal Ballot Notice, this necessitates issuance of Corrigendum to Postal Ballot Notice.

We would like to inform all those Members, who have already casted their votes in the ongoing Postal Ballot i.e. after the start of e-voting towards the Postal Ballot but prior to receiving this Corrigendum to Postal Ballot Notice, and if they wish to modify their votes in light of the information provided in the Corrigendum, they can do so by writing an e-mail from their registered e-mail address to the Scrutinizer at the e-mail address [rss.scrutinizer@gmail.com](mailto:rss.scrutinizer@gmail.com) on or before 5:00 P.M. on August 10, 2025. The Scrutinizer will ensure that any modifications to the votes are duly recorded and taken into consideration while preparing their report.

This Corrigendum to Postal Ballot Notice shall form an integral part of the said Notice, which has already been circulated to Members of the Company, and on and from the date hereof, the Postal Ballot Notice shall always be read in conjunction with this Corrigendum. Accordingly, all concerned Members, Stock Exchanges, Depositories, Registrar and Share Transfer Agent, Agency appointed for e-voting, other Authorities, regulators, and all other concerned persons are requested to take note of the above modifications / alterations.

This Corrigendum is being uploaded on the website of the Company <https://www.pcjeweller.com>, websites of BSE Limited and National Stock Exchange of India Limited at <https://www.bseindia.com> and <https://www.nseindia.com> respectively and on the website of KFintech at <https://evoting.kfintech.com>.

By Order of the Board of Directors  
For **PC Jeweller Limited**

Place: New Delhi  
Date: August 01, 2025

Sd/-  
(RAMESH KUMAR SHARMA)  
**Executive Director**  
DIN: 01980542