Inspired by Science

September 09, 2019

BSE Limited, Corporate Relations Deptt. 1st 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: Proceedings and Voting Results of the 72 Annual General Meeting (AGM) of PI Industries Ltd. held on 09 September, 2019

The 72nd AGM of the Company was held on September 09, 2019, at 11:00 a.m. at P.P. Singhal Memorial Hall, Udaipur Chamber of Commerce & Industry, Chamber Bhawan, Chamber Marg, Madri Industrial Area, Udaipur – 313001, Rajasthan, to transact the business as stated in the Notice dated 24 July, 2019, convening the AGM.

In this regard, please find enclosed the following:

1) Summary of the proceedings of the AGM of the Company as required under Regulation 30, Para A of Schedule - III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('the Listing Regulations') - **Annexure A.**

2) Voting results of the business transacted at the AGM, as required under Regulation 44(3) of the Listing Regulations - **Annexure B.**

3) Report of the Scrutinizer dated September 09, 2019, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 **Annexure C.**

The Meeting concluded at 12:30 noon (1ST).

The Voting Results along with the Scrutinizer's Report dated September 09, 2019 has been made available on the Company's website at www.piindustries.com

This is for your information and records.

Thanking you,
Yours faithfully,
PI Industries Ltd.

PI INDUSTRIES LIMITED GURGAON

Naresh Kapoor
Company Secretary

PI Industries Ltd.
Two Horizon Center, 2B-1601, 16th Floor, Golf Course Road, DLF Phase-V, Sector - 43, Gurugram - 122002, Haryana (India), Tel.: +91 124 6790200, Fax : +91 124 6790099
Regd. Off.: Udaisagar Road, Udaipur - 313001, Rajasthan (India), Tel.: +91 294 2492451-55, Fax: + 91 294 2491946, 2491384
Email: info@piind.com, www.piindustries.com, CIN: L24211RJ1946PLC000469

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Annexure A

Summary of proceedings of the 72nd Annual General Meeting

The 72nd Annual General Meeting was held on September 09, 2019, at 11.00 A.M. at P.P. Singhal Memorial Hall, Udaipur Chamber of Commerce & Industry, Chamber Bhawan, Chamber Marg, Madri Industrial Area, Udaipur – 313001, Rajasthan.

Mr. Narayan K. Seshadri, chaired the Meeting. The requisite quorum being present, the Chairman called the meeting to order. The Proxy Register and other Registers and documents as required under various laws were available for inspection of the Members at the Meeting.

All Directors attended the Meeting including Mr. Narayan K. Seshadri, Chairperson of Audit Committee, Ms. Ramni Nirula, Chairperson of Nomination & Remuneration Committee and Mr. Pravin K Laheri, Chairperson of Stakeholders' Relationship Committee. The representatives of M/s Price Waterhouse Chartered Accountants, LLP, Statutory Auditors, were also present at the Meeting.

With the consent of the Members, the Notice of the Meeting was taken as read. The Members were informed that the Statutory Auditors' Report and Secretarial Audit Report do not contain any qualifications.

The Chairman made his opening remarks covering Company's Performance review, financial performance during FY 2018-19, Industry outlook, EHS, CSR and future outlook.

The Chairman informed the members present that the Company had provided its members the facility to cast their vote electronically through the National Securities Depository Limited ('NSDL') system. Further, Mr. Mr. Narayan K. Seshadri, informed the Members that the facility of tablet voting has been provided at the AGM venue for the benefit of Members who were present at the Meeting and had not cast their votes through remote e-voting.

The Chairman informed that Mr. Ashish Kumar Friends, Company Secretary – A. K. Friends & Co., Practicing Company Secretaries (Membership No. FCS 5129/ CP No. 4056) was the Scrutinizer appointed by the Board to scrutinize the remote e-voting and electronic voting at the AGM in a fair and transparent manner.

PI INDUSTRIES LIMITED GURGAON *

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Tablet voting exercise was undertaken enabling members to caste their vote on following resolutions who have not voted in remote e-voting process:

S. No	Details of agenda	Resolution required (Ordinary / Special)	Mode of voting
1.	To receive, consider and adopt the Audited Financial Statements (both Standalone and Consolidated) of the Company for the financial year ended March 31, 2019 and the Report of Directors and Auditor thereon.	Ordinary Resolution	Remote e-voting & Tablet voting at AGM
2.	To confirm the payment of Interim dividend and to declare Final dividend on equity shares for the financial year ended March 31, 2019.	Ordinary Resolution	Remote e-voting & Tablet voting at AGM
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	Remote e-voting & Tablet voting at AGM
4.	Elevation of the position held by Mr. Mayank Singhal (DIN: 00006651) from Managing Director & CEO to Vice Chairman & Managing Director of the Company w.e.f. September 09, 2019.	Special Resolution	Remote e-voting & Tablet voting at AGM
5.	Appointment of Dr. Raman Ramachandran (DIN: 00200297) as Director of the Company.	Ordinary Resolution	Remote e-voting & Tablet voting at AGM
6.	Appointment of Dr. Raman Ramachandran (DIN: 00200297) as Managing Director & CEO of the Company w.e.f. September 09, 2019.	Special Resolution	Remote e-voting & Tablet voting at AGM
7.	Payment of Commission to Non-Executive Directors of the Company.	Special Resolution	Remote e-voting & Tablet voting at AGM
8.	Approval for holding the office by Mr. Pravin K. Laheri (DIN: 00499080) as Non-Executive Independent Director on attaining the age of 75 years.	Special Resolution	Remote e-voting & Tablet voting at AGM
9.	Ratification of Cost Auditors Remuneration.	Ordinary Resolution	Remote e-voting & Tablet voting at AGM
10.	Approval of adoption of new set of Articles of Association of the Company.	Special Resolution	Remote e-voting & Tablet voting at AGM
11.	Amendment in the Capital Clause of the Memorandum of Association of the Company.	Special Resolution	Remote e-voting & Tablet voting at AGM
12.	Amendment in the Objects Clause of the Memorandum of Association of the Company.	Special Resolution	Remote e-voting & Tablet voting at AGM

PI INDUSTRIES LIMITED GURGAON

PI Industries Ltd.
Two Horizon Center, 2B-1601, 16th Floor, Golf Course Road, DLF Phase-V, Sector - 43, Gurugram - 122002, Haryana (India), Tel.: +91 124 6790200, Fax : +91 124 6790099
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The Chairman then invited the members to express their views, ask questions and seek clarifications on the operations and financial performance of the Company and the resolutions proposed. After giving sufficient time to all Members who wished to speak, the Chairman alongwith the Managing Director & CEO appropriately responded to the queries raised by them.

Mr. Naresh Kapoor, Company Secretary was authorised to declare the consolidated voting results. The Chairman informed the Members that the combined results of the remote e-voting and Tablet voting at the AGM venue would be announced on September 09, 2019 and the results along-with the Scrutinizer's Report would be intimated to the Stock Exchanges in terms of the Listing Regulations and would be placed on the website of the Company as well as website of National Securities Depository Limited, and would also be displayed at the Registered Office of the Company.

The Chairman then thanked the Members for their continued support and for attending and participating in the Meeting.

The Scrutinizer's Report was received after conclusion of the Meeting on September 09, 2019. All the Resolutions were declared as passed with the requisite majority.

This is for your information and records.

Thanking you,

Yours faithfully,
For PI Industries Ltd.

Naresh

Naresh Kapoor
Company Secretary

PI INDUSTRIES LIMITED
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PI Industries Ltd.
Two Horizon Center, 2B-1601, 16th Floor, Golf Course Road, DLF Phase-V, Sector - 43, Gurugram - 122002, Haryana (India), Tel.: +91 124 6790200, Fax : +91 124 6790099
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ANNEXURE-B

Voting Results of 72nd 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, 2019
Total no. of Shareholders on record date	46663
No. of Sharholders present in the meeting either in person or through proxy	
Promoters and Promoter Group:	1
Public :	85
No. of Shareholders attending the meeting through Video Conferencing	NOT APPLICABLE
Promoters and Promoter Group:	
Public:	

Agenda wise Disclosure

ITEM NO. 1 To receive, consider and adopt the Audited Financial Statements (both Standalone and Consolidated) of the Company for the financial year ended March 31, 2019 and the Report of Directors and Auditor thereon.

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	38895290	54.84	38895290	0.00	100.00	0.00
	Poll- Tablet Voting		32024820	45.16	32024820	0.00	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		70920110	100.00	70920110	0.00	100.00	0.00
Public Institutions	E- Voting	50983569	37285441	73.13	37285441	0.00	100.00	0.00
	Poll- Tablet Voting		0	0.00	0	0.00	0.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		37285441	73.13	37285441	0.00	100.00	0.00
Non- Public Institutions	E- Voting	16126972	4369370	27.09	4369370	0.00	100.00	0.00
	Poll- Tablet Voting		1243887	7.71	1243887	0.00	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		5613257	34.81	5613257	0.00	100.00	0.00
Total		138030651	113818808	82.46	113818808	0.00	100.00	0.00

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ITEM NO. 2 To confirm the payment of Interim dividend and to declare Final dividend on equity shares for the financial year ended March 31, 2019.

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
Resolution Required : (Ordinary/Special)			ORDINARY RESOLUTION					
Whether Promoter/ Promoter Group are interested in the Agenda/ Resolution?			NOT APPLICABLE					
Promoter and Promoter Group	E- Voting	70920110	38895290	54.84	38895290	0.00	100.00	0.00
	Poll- Tablet Voting		32024820	45.16	32024820	0.00	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		70920110	100.00	70920110	0.00	100.00	0.00
Public Institutions	E- Voting		37421611	73.40	37421611	0	100.00	0.00
	Poll- Tablet Voting		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	50983569	37421611	73.40	37421611	0	100	0
Non- Public Institutions	E- Voting		4384443	27.19	4384162	281	99.99	0.01
	Poll- Tablet Voting		1243887	7.71	1243887		100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	16126972	5628330	34.90	5628049.00	281.00	99.99	0.00
Total		**138030651**	**113970051**	**82.57**	**113969770.00**	**281.00**	**99.99**	**0.01**

ITEM NO. 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.

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
Resolution Required : (Ordinary/Special)			ORDINARY RESOLUTION					
Whether Promoter/ Promoter Group are interested in the Agenda/ Resolution?			NOT APPLICABLE					
Promoter and Promoter Group	E- Voting	70920110	38895290	54.84	38895290	0.00	100.00	0.00
	Poll- Tablet Voting		32024820	45.16	32024820	0.00	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		70920110	100.00	70920110	0.00	100.00	0.00
Public Institutions	E- Voting		35960139	70.53	25881325	10078814	71.97	28.03
	Poll- Tablet Voting		0	0	0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	50983569	35960139	70.53	25881325	10078814	71.97	28.03
Non- Public Institutions	E- Voting		4384438	27.19	4384438	0	100.00	0.00
	Poll- Tablet Voting		1243887	7.71	1243887	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	16126972	5628325	34.90	5628325	0	100.00	0.00
Total		**138030651**	**112508574**	**81.51**	**102429760**	**10078814.00**	**91.04**	**8.96**

PI INDUSTRIES LIMITED
GURGAON

ITEM NO. 4 Elevation of the position held by Mr. Mayank Singhal (DIN: 00006651) from Managing Director & CEO to Vice Chairman & Managing Director of the Company w.e.f September 09, 2019.

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
Resolution Required : (Ordinary/Special)			SPECIAL RESOLUTION					
Whether Promoter/ Promoter Group are interested in the Agenda/ Resolution?			NOT APPLICABLE					
Promoter and Promoter Group	E- Voting	70920110	38895290	54.84	38895290	0.00	100.00	0.00
	Poll- Tablet Voting		32024820	45.16	32024820	0.00	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		70920110	100.00	70920110	0.00	100.00	0.00
Public Institutions	E- Voting		36019002	70.65	36019002	0	100.00	0.00
	Poll- Tablet Voting		0	0	0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	50983569	36019002	70.65	36019002	0	100.00	0.00
Non- Public Institutions	E- Voting		4384438	27.19	4362929	21509	99.51	0.49
	Poll- Tablet Voting		1243887	7.71	1243887	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	16126972	5628325	34.90	5606816	21509	99.62	0.38
Total		138030651	112567437	81.55	112545928	21509.00	99.98	0.02

ITEM NO. 5 Appointment of Dr. Raman Ramachandran (DIN: 00200297) as Director of the Company.

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
Resolution Required : (Ordinary/Special)			ORDINARY RESOLUTION					
Whether Promoter/ Promoter Group are interested in the Agenda/ Resolution?			NOT APPLICABLE					
Promoter and Promoter Group	E- Voting	70920110	38895290	54.84	38895290	0.00	100.00	0.00
	Poll- Tablet Voting		32024820	45.16	32024820	0.00	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		70920110	100.00	70920110	0.00	100.00	0.00
Public Institutions	E- Voting		36019002	70.65	35857516	161486	99.55	0.45
	Poll- Tablet Voting		0	0	0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	50983569	36019002	70.65	35857516	161486	99.55	0.45
Non- Public Institutions	E- Voting		4384438	27.19	4384174	264	99.99	0.01
	Poll- Tablet Voting		1243887	7.71	1243887	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	16126972	5628325	34.90	5628061	264	99.99	0.00
Total		138030651	112567437	81.55	112405687	161750.00	99.86	0.14

PI INDUSTRIES LIMITED GURGAON

ITEM NO. 6 Appointment of Dr. Raman Ramachandran (DIN: 00200297) as Managing Director & CEO of the Company w.e.f September 09, 2019.

Resolution Required : (Ordinary/Special)			SPECIAL 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	38895290	54.84	38895290	0.00	100.00	0.00
	Poll- Tablet Voting		32024820	45.16	32024820	0.00	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		70920110	100.00	70920110	0.00	100.00	0.00
Public Institutions	E- Voting		35999994	70.61	26753629	9246365	74.32	25.68
	Poll- Tablet Voting		0	0	0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	50983569	35999994	70.61	26753629	9246365	74.32	25.68
Non- Public Institutions	E- Voting		4384438	27.19	4384174	264	99.99	0.01
	Poll- Tablet Voting		1243887	7.71	1243887	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	16126972	5628325	34.90	5628061	264	99.99	0.00
Total		138030651	112548429	81.54	103301800	9246629.00	91.78	8.22

ITEM NO. 7 Payment of Commission to Non-Executive Directors of the Company.

Resolution Required : (Ordinary/Special)			SPECIAL 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	38895290	54.84	38895290	0.00	100.00	0.00
	Poll- Tablet Voting		32024820	45.16	32024820	0.00	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		70920110	100.00	70920110	0.00	100.00	0.00
Public Institutions	E- Voting		34017739	66.72	33998962	18777	99.94	0.06
	Poll- Tablet Voting		0	0	0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	50983569	34017739	66.72	33998962	18777	99.94	0.06
Non- Public Institutions	E- Voting		3436417	21.31	3433372	3045	99.91	0.09
	Poll- Tablet Voting		1243887	7.71	1243887	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	16126972	4680304	29.02	4677259	3045	99.93	0.07
Total		138030651	109618153	79.42	109596331	21822.00	99.98	0.02

PI INDUSTRIES LIMITED GURGAON

ITEM NO. 8 Approval for holding the office by Mr. Pravin K. Laheri (DIN: 00499080) as Non-Executive Independent Director on attaining the age of 75 years.

Resolution Required : (Ordinary/Special)			SPECIAL 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	38895290	54.84	38895290	0.00	100.00	0.00
	Poll- Tablet Voting		32024820	45.16	32024820	0.00	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		70920110	100.00	70920110	0.00	100.00	0.00
Public Institutions	E- Voting		34017739	66.72	26242769	7774970	77.14	22.86
	Poll- Tablet Voting		0	0	0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	50983569	34017739	66.72	26242769	7774970	77.14	22.86
Non- Public Institutions	E- Voting		3436417	21.31	3414834	21583	99.37	0.63
	Poll- Tablet Voting		1243887	7.71	1243887	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	16126972	4680304	29.02	4658721	21583	99.54	0.46
Total		**138030651**	**109618153**	**79.42**	**101821600**	**7796553.00**	**92.89**	**7.11**

ITEM NO. 9 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	38895290	54.84	38895290	0.00	100.00	0.00
	Poll- Tablet Voting		32024820	45.16	32024820	0.00	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		70920110	100.00	70920110	0.00	100.00	0.00
Public Institutions	E- Voting		37421611	73.40	37421611	0	100.00	0.00
	Poll- Tablet Voting		0	0	0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	50983569	37421611	73.40	37421611	0	100.00	0.00
Non- Public Institutions	E- Voting		4384438	27.19	4384157	281	99.99	0.01
	Poll- Tablet Voting		1243887	7.71	1243887	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	16126972	5628325	34.90	5628044	281	99.99	0.00
Total		**138030651**	**113970046**	**82.57**	**113969765**	**281.00**	**100.00**	**0.00**

PI INDUSTRIES LIMITED GURGAON

ITEM NO. 10 Approval of adoption of new set of Articles of Association of the Company.

Resolution Required : (Ordinary/Special)			SPECIAL 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 (4)	No. of Votes Against (5)	% of Votes in favour on votes polled	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E- Voting	70920110	38895290	54.84	38895290	0.00	100.00	0.00
	Poll- Tablet Voting		32024820	45.16	32024820	0.00	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		70920110	100.00	70920110	0.00	100.00	0.00
Public Institutions	E- Voting		33818882	66.33	23765230	10053652	70.27	29.73
	Poll- Tablet Voting		0	0	0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	50983569	33818882	66.33	23765230	10053652	70.27	29.73
Non- Public Institutions	E- Voting		4384438	27.19	3413627	970811	77.86	22.14
	Poll- Tablet Voting		1243887	7.71	1243887	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	16126972	5628325	34.90	4657514	970811	82.75	17.25
Total		138030651	110367317	79.96	99342854	11024463.00	90.01	9.99

ITEM NO. 11 Amendment in the Capital Clause of the Memorandum of Association of the Company.

Resolution Required : (Ordinary/Special)			SPECIAL 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 (4)	No. of Votes Against (5)	% of Votes in favour on votes polled	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E- Voting	70920110	38895290	54.84	38895290	0.00	100.00	0.00
	Poll- Tablet Voting		32024820	45.16	32024820	0.00	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		70920110	100.00	70920110	0.00	100.00	0.00
Public Institutions	E- Voting		37421611	73.40	37421611	0	100.00	0.00
	Poll- Tablet Voting		0	0	0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	50983569	37421611	73.40	37421611	0	100.00	0.00
Non- Public Institutions	E- Voting		4384438	27.19	4384438	0	100.00	0.00
	Poll- Tablet Voting		1243887	7.71	1243887	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	16126972	5628325	34.90	5628325	0	100.00	0.00
Total		138030651	113970046	82.57	113970046	0.00	100.00	0.00

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ITEM NO. 12 **Amendment in the Objects Clause of the Memorandum of Association of the Company.**

Resolution Required : (Ordinary/Special)	**SPECIAL 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 (4)	No. of Votes Against (5)	% of Votes in favour on votes polled	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	**E- Voting**	**70920110**	38895290	54.84	38895290	0.00	100.00	0.00
	Poll- Tablet Voting		32024820	45.16	32024820	0.00	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		70920110	100.00	70920110	0.00	100.00	0.00
Public Institutions	**E- Voting**		37421611	73.40	37421611	0	100.00	0.00
	Poll- Tablet Voting		0	0	0	0	0	0
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	**50983569**	37421611	73.40	37421611	0	100.00	0.00
Non- Public Institutions	**E- Voting**		4384438	27.19	4384438	0	100.00	0.00
	Poll- Tablet Voting		1243887	7.71	1243887	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	**16126972**	5628325	34.90	5628325	0	100.00	0.00
Total		**138030651**	**113970046**	**82.57**	**113970046**	**0.00**	**100.00**	**0.00**

Yours faithfully
For PI Industries Ltd.

Naresh Kapoor
Company Secretary

ANNEXURE-C

A. K. FRIENDS & CO.
Company Secretaries
E-38, 2nd Floor, Behind Hira Sweets, Laxmi Nagar,
Delhi -110092, INDIA, Tel.: (0) +91-11-43601839
Mob. : +91-92120 00759,99110 00759
E-mail: akfriends38@yahoo.co.in

Consolidated Scrutiniser's Report

Pursuant to Section 108 of the companies Act, 2013 and Rule 20 read with Rule 21 of the Companies (Management and Administration) Rules,2014 as amended from time to time

To,
The Chairman of the meeting,
PI Industries Limited,
(CIN : L24211RJ1946PLC000469)
Udaisagar Road, Udaipur Rajasthan- 313001

Re:- Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting through tablet voting system at the 72ndAnnual General Meeting of the equity shareholders of PI Industries Limited, held on Monday, 09th September, 2019 at 11:00 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 72ndAnnual 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 through tablet voting system 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 02nd, 2019, were entitled to vote on the Resolutions as contained in the Notice of the AGM.

The voting period for the e-voting commenced on Wednesday, September 04, 2019 at 9.00 a.m. (IST) and ended on Sunday, September 08th, 2019 at 5.00 p.m. (IST) and the NSDL e-voting platform was blocked thereafter.

A.K. FRIENDS & CO. CP No. : 4056 Delhi COMPANY SECRETARIES

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

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company.

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

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and the voting conducted through tablet voting system at the meeting on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and the tablet voting conducted through electronic voting system at the meeting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

For A.K. FRIENDS & CO.

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

Place: Udaipur
Dated: September 09, 2019

INDUSTRIES LIMITED GURGAON

Narayan K Seshadri
Chairman
DIN: 00053563

Consolidated Results

I now submit my Consolidated Scrutinizer Report taking in to account the results of the voting through electronic means (remote e-voting as well as Tablet e-voting at the venue of the Annual General Meeting) in respect of the resolutions contained in AGM Notice dated July 24, 2019:

Resolution No:-1 Ordinary Resolution: To receive, consider and adopt the Audited Financial Statements (both Standalone and Consolidated) of the Company for the financial year ended March 31, 2019 and the Report of Directors and Auditor 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	245	80550101	100	-	-	-	-	-
Voting at the AGM	75	33268707	100	-	-	-	-	-
Total	**320**	**113818808**	**100**	-	-	-	-	-

Resolution No:-2 Ordinary Resolution: To confirm the payment of Interim dividend and to declare Final dividend on equity shares for the financial year ended March 31, 2019.

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	251	80701063	99.99	1	281	0.01	-	-
Voting at the AGM	75	33268707	100.00	0	0	0.00	-	-
Total	**326**	**113969770**	**99.99**	**1**	**281**	**0.01**	-	-

A.K. FRIENDS & CO. COMPANY SECRETARIES CP No.: 4056 Delhi

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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 re-appointment.

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	161	69161053	87.28	85	10078814	12.72	-	-
Voting at the AGM	75	33268707	100.00	-	-	-	-	-
Total	**236**	**102429760**	**91.04**	**85**	**10078814**	**8.96**	-	-

Resolution No:-4 Special Resolution: Elevation of the position held by Mr. Mayank Singhal (DIN: 00006651) from Managing Director & CEO to Vice Chairman & Managing Director of the Company w.e.f. September 09, 2019.

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	245	79277221	99.98	3	21509	0.02	-	-
Voting at the AGM	75	33268707	100.00	-	-	-	-	-
Total	**320**	**112545928**	**99.99**	**3**	**21509**	**0.02**	-	-

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A.K. FRIENDS & CO. COMPANY SECRETARIES CP No.: 4056 Delhi

Resolution No:-5 Ordinary Resolution: Appointment of Dr. Raman Ramachandran (DIN: 00200297) as Director of the Company.

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	245	79136980	99.80	3	161750	00.20	-	-
Voting at the AGM	75	33268707	100.00	-	-	-	-	-
Total	**320**	**112405687**	**99.86**	**3**	**161750**	**00.14**	-	-

Resolution No:-6 Special Resolution: Appointment of Dr. Raman Ramachandran (DIN: 00200297) as Managing Director & CEO of the Company w.e.f September 09, 2019.

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	162	70033093	88.34	85	9246629	11.66	-	-
Voting at the AGM	75	33268707	100.00	-	-	-	-	-
Total	**237**	**103301800**	**91.78**	**85**	**9246629**	**8.22**	-	-

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Resolution No:-7 Special Resolution: Payment of Commission to Non-Executive Directors of the Company.

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	230	76327624	99.97	12	21822	0.03	-	-
Voting at the AGM	75	33268707	100.00	-	-	-	-	-
Total	**305**	**109596331**	**99.98**	**12**	**21822**	**0.02**	-	-

Resolution No:-8 Special Resolution: Approval for holding the office by Mr. Pravin K. Laheri (DIN: 00499080) as Non-Executive Independent Director on attaining the age of 75 years.

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	155	68552893	89.79	87	7796553	10.21	-	-
Voting at the AGM	75	33268707	100.00	-	-	-	-	-
Total	**230**	**101821600**	**92.89**	**87**	**7796553**	**7.11**	-	-

PI INDUSTRIES LIMITED GURGAON

A.K. FRIENDS & CO. COMPANY SECRETARIES CP No.: 4056 Delhi

Resolution No:-9 Ordinary Resolution: Ratification of Cost Auditors 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	250	80701058	99.99	1	281	00.01	-	-
Voting at the AGM	75	33268707	100.00	-	-	-	-	-
Total	**325**	**113969765**	**99.99**	**1**	**281**	**00.01**	-	-

Resolution No:-10 Special Resolution: Approval of adoption of new set of Articles of Association of the Company.

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	144	66074147	85.70	92	11024463	14.30	-	-
Voting at the AGM	75	33268707	100.00	-	-	-	-	-
Total	**219**	**99342854**	**90.01**	**92**	**11024463**	**9.99**	-	-

A.K. FRIENDS & CO. COMPANY SECRETARIES CP No. : 4056 Delhi

PI INDUSTRIES LIMITED GURGAON

Resolution No:-11 Special Resolution: Amendment in the Capital Clause of the Memorandum of Association of the Company.

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	251	80701339	100.00	-	-	-	-	-
Voting at the AGM	75	33268707	100.00	-	-	-	-	-
Total	**326**	**113970046**	**100.00**	-	-	-	-	-

Resolution No:-12 Special Resolution: Amendment in the Objects Clause of the Memorandum of Association of the Company.

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	251	80701339	100.00	-	-	-	-	-
Voting at the AGM	75	33268707	100.00	-	-	-	-	-
Total	**326**	**113970046**	**100.00**	-	-	-	-	-

The consolidated results of the aforesaid e-voting for the Resolution No. 1 to 12 as set out in the Notice dated July 24, 2019 may accordingly be declared by the Chairman of the meeting.

Thanking You.

Place: Udaipur
Dated: September 09, 2019

For A.K. FRIENDS & CO.

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

INDUSTRIES LIMITED GURGAON

Narayan K Seshadri
Chairman
DIN: 00053563