



PIONEER GROUP

Date : 26th August, 2019
Ref. : NSE/31/2019-2020.

To,
Mr. Hari K.
Manager
National Stock Exchange of India Limited
"Exchange Plaza", Bandra-Kurla Complex,
Bandra (East), Mumbai - 400 051.

Dear Sir,

Ref : COMPANY CODE : PIONEEREMB
Sub : PROCEEDING OF THE 27TH ANNUAL GENERAL MEETING HELD ON 26TH AUGUST, 2019

In terms of Regulation 30 read with Part A of Schedule III, of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("listing Regulation"), we have to inform you that the 27th Annual General Meeting of the Members of the Company was held on Monday, 26th August, 2019 at the Goregaon Sports Club, Ground Floor, East Banquet Hall, Link Road, Malad (West), Mumbai- 400064 at 10.00 a.m. and concluded at 11.00 a.m.

All the Directors and Chairman of Board Committees were present at the 27th Annual General Meeting (AGM). Mr. Sanjay Dholakia, Secretarial Auditor and Mr. Rahul Naredi of M/s. S K Naredi & CO, Statutory Auditors of the Company were present at the AGM. Total 68 Members were present in person including 02 representative of Body Corporate. No proxies were received by the Company.

Mr. Raj Kumar Sekhani took the Chair. The requisite quorum being present, the Chairman declared the Meeting in order. The Chairman briefed the Members about the relevant provisions of the Companies Act, 2013, the relevant Rules made thereunder, provisions of the Listing Regulations and the procedure of the AGM. He also informed that as per the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and other applicable provisions of the Companies Act, 2013 and Regulation 44 of the Listing Regulations, the Company has provided to its Members the facility to cast their votes by electronic means on all the resolutions as stated in the notice to the 27th AGM and e-voting was kept open from Friday, August 23, 2019 (9.00 a.m. IST) to Sunday, August 25, 2019 (5.00 p.m. IST). Mr. Sanjay Dholakia, Practising Company Secretary (FSC: 2655 and CP: 1798), was appointed as the Scrutinizer for e-voting.

PIONEER EMBROIDERIES LIMITED

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Corp. Off. : Unit No. 21 to 25, 2nd Floor, Orient House, 3-A Udyog Nagar, Off S. V. Road, Goregaon (West), Mumbai - 400 062
Tel. : 022-4223 2323 • Fax : 022-4223 2313 • Email : mumbai@pelhakoba.com • Website : www.pelhakoba.com

gd. Off. : 101-B, Abhishek Premises, Plot No. C 5-6, Dalia Industrial Estate, Off New Link Rd., Andheri (W), Mumbai - 400 058

CIN : L17291MH1991PLC063752

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With the consent of all the Members, Notice of the 27th AGM and the Secretarial Audit Report were taken as read. As there were no qualifications in the Audit Report and in view of Section 145 of the Companies Act, 2013 the same was taken as read. The objective and implications of all the Resolutions were briefly explained before they were put to vote at the meeting.

The Chairman also provided a fair opportunity to the Members of the Company who are entitled to vote to seek clarifications and/or offer comments related to the items of business and same were adequately addressed.

Since voting by show of hands was not permissible as per the provisions of the Companies Act, 2013 and listing Regulations, the Chairman ordered for a poll for the voting on all the resolutions as mentioned in the notice of the 27th AGM and voting was conducted by means of poll for the said resolutions in order to enable the Members to cast their vote who have not voted through e-voting.

Thereafter, the Chairman appointed Mr. Sanjay Dholakia, Practising Company Secretary (FSC: 2655 and CP: 1798), as Scrutinizer for poll. The poll was conducted as per the provisions of the Companies Act, 2013 and Rules made thereunder in a fair and transparent manner.

The Scrutinizer will issue a combined report on the Remote E-voting and the poll taken on all the resolution contained in the notice of the 27th AGM of the Company.

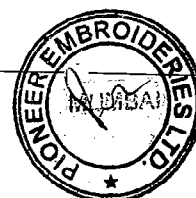
Mode of voting for all the resolution at the 27th AGM: Remote E-voting was conducted between Friday, August 23, 2019 and Sunday, August 25, 2019 and poll was taken at the AGM held on August 26, 2019.

As per the consolidated Report of the Scrutinizer, all the resolution as set out in the Notice of the 27th AGM have been approved by the members of the Company with requisite majority. The details of the resolutions passed at the 27th AGM are given in table below:

Resolution No.	Brief description of resolutions (kindly refer to the AGM notice for complete resolutions)	Outcome of voting
1.	Ordinary Resolution: To receive, consider and adopt the Audited Financial Statements (including the Consolidated Financial Statements) of the Company for the year ended 31 st March, 2019 and the Report of the Directors and the Auditors thereon.	Approved
2.	Ordinary Resolution: Re-Appointment of Mr. Gangadharan Kandam Rama Panicker (DIN: 07735379), as Director of the Company liable to retire by rotation.	Approved
3.	Special Resolution: Re-appointment of Mr. Joginder Kumar Baweja (DIN: 01660198), as an Independent Director of the Company.	Approved

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4.	Special Resolution: Re-appointment of Mr. Gopalkrishnan Sivaraman (DIN: 00457873), as an Independent Director of the Company.	Approved
5.	Ordinary Resolution: Re-appointment of M/s. Vipul Bhardwaj & Co., Cost Accountants and fixed their remuneration.	Approved
6.	Ordinary Resolution: Re-classification of authorised share capital of the Company	Approved
7.	Special Resolution: To approve "Pioneer Embroideries Limited Employee Stock Option Plan 2018".	Approved
8.	Special Resolution: To approve "Pioneer Embroideries Limited Employee Stock Option Plan 2018" - Holding Company and/or Subsidiary Company(ies) and in this Regard.	Approved

Aforesaid Voting Results were declared on August 27, 2019 and posted on website of the Company at www.pelhakoba.com and also at the website of Link Intime India Private Limited

Kindly take the above proceeding on your record and oblige.

Thanking you,

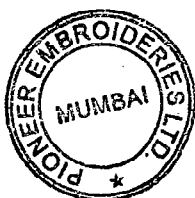
Yours faithfully,

For PIONEER EMBROIDERIES LIMITED

RAJ KUMAR SEKHANI

Chairman

DIN: 00102843



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