



Date: August 18, 2025

To,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400001  
**Scrip Code: 544256**

To,  
National Stock Exchange of India Limited,  
Exchange Plaza, C-1, Block-G, BKC,  
Bandra (East), Mumbai – 400051  
**Symbol: PNGJL**

**Subject: Proceedings of the 12<sup>th</sup> Annual General Meeting (AGM) of the Company held on August 18, 2025.**

Dear Sir/ Madam,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulation**”) please find enclosed the summary of proceedings of the 12<sup>th</sup> Annual General Meeting of the Company held today i.e., Monday, August 18, 2025 at 03:00 P.M. (IST), through Video Conferencing / Other Audio-Visual Means (“VC / OAVM”) facility to transact the business as stated in the Notice of the AGM.

The additional details as required under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are enclosed herewith.

The Meeting commenced at 03:00 P.M. and concluded at 04:04 P.M. (including time allowed for e-voting).

You are requested to take the above information on your records.

Thanking You.

Yours Sincerely,

For **P N Gadgil Jewellers Limited**

Prakhar Gupta

Company Secretary & Compliance Officer

**P N Gadgil Jewellers Limited**  
(Formerly known as P N Gadgil Jewellers Pvt. Ltd.)

Registered Office.: PNG House, 694, Narayan Peth, Kunte Chowk, Laxmi Road, Pune, - 411030. Maharashtra, India.

Tel. No. +91 20 24435005 | Fax: +91 20 244305011

Toll Free no.: 1800 233 5005 (11A.M. - 7 P.M.) | [www.pngjewellers.com](http://www.pngjewellers.com) | [info@pnggadgil.com](mailto:info@pnggadgil.com) | CIN: L36912PN2013PLC149288 |

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**Details as required under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are enclosed herewith.**

<b>Sr. No.</b>	<b>Particulars</b>	<b>Details</b>
<b>1.</b>	<b>Date of the Meeting</b>	August 18, 2025 at 03:00 P.M. through VC/OAVM
<b>2.</b>	<b>Brief details of items deliberated and results thereof</b>	The results of remote e-Voting and e-Voting during the Annual General Meeting, on the resolutions as set out at Item Nos. 1 to 13 of the Notice of the AGM, will be submitted with the stock exchanges separately, as prescribed under Regulation 44 of the SEBI Listing Regulations.
<b>3.</b>	<b>Manner of approval proposed for certain items (e-voting etc.)</b>	The Company provided remote e-voting facilities to its members, enabling them to cast their votes electronically on the resolutions set out in Item Nos. 1 to 13 of the Notice of the AGM. The remote e-voting period commenced on 14 <sup>th</sup> August 2025 at 09:00 A.M. and concluded on 17 <sup>th</sup> August 2025 at 05:00 P.M. Additionally, members who attended the 12 <sup>th</sup> AGM through VC/ OAVM facility and who had not cast their votes through remote e-voting, but were otherwise eligible, were provided the opportunity to vote electronically on the NSDL portal during the AGM.

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### **Summary of proceedings of the 12<sup>th</sup> Annual General Meeting ('AGM')**

The 12<sup>th</sup> Annual General Meeting ('AGM' or 'Meeting') of the Members of P N Gadgil Jewellers Limited ('the Company') was held on Monday, August 18, 2025 at 03:00 P.M. (IST) through Video Conferencing ('VC')/ Other Audio-Visual Means ('OAVM') and deemed to be held at the registered office of the Company. The Meeting was conducted in accordance with relevant Circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI') in this regard.

Mr. Prakhar Gupta, Company Secretary & Compliance Officer, welcomed the Members to the Meeting and briefed them on certain points relating to the participation at the Meeting through VC. He then requested the Directors present to introduce themselves. The representatives of the Statutory Auditor and Secretarial Auditor were also present at the Annual General Meeting.

Dr. Saurabh Gadgil	Chairman & Managing Director, attended the AGM through VC/OAVM from the registered office of the company at Pune.
Mr. Parag Gadgil	Executive Director, attended the AGM through VC/OAVM from his residence at Pune.
Mrs. Radhika Gadgil	Executive Director, attended the AGM through VC/OAVM from the registered office of the company at Pune.
Mr. Kiran Firodiya	Executive Director & CFO, attended the AGM through VC/OAVM from the registered office of the company at Pune.
Dr. Vaijayanti Pandit	Independent Director, attended the AGM through VC/OAVM from her residence at Mumbai.
Mr. Purushottam Bedekar	Independent Director, attended the AGM through VC/OAVM from his residence at Pune.
Mr. Susmit Ranade	Independent Director & Chairman of Audit Committee attended the AGM through VC/OAVM from his residence at Mumbai.
Mrs. Shaswati Vaishnav	Independent Director & Chairperson of Stakeholder Relationship Committee & Nomination and Remuneration Committee attended the AGM through VC/OAVM from her office at Pune.
Mr. Yashwant Gaikwad	Independent Director, attended the AGM through VC/OAVM from his office at Pune.
Mr. Prakhar Gupta	Company Secretary & Compliance Officer, attended the AGM through VC/OAM from the registered office of the Company at Pune.

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Mr. Saurabh Gadgil, Chairman & Managing Director of the Company chaired the Meeting. The requisite quorum being present, the Chairman called the Meeting to order.

He informed that the Annual Report was sent to all the Shareholders in compliance with MCA and SEBI Circulars. Since there was no physical attendance of Members and in compliance with the Circulars issued by MCA and SEBI, the requirement of appointing proxies was not applicable. The Chairman informed that the Registers as required under the Companies Act, 2013 and other relevant documents mentioned in the Notice were available for inspection.

It was informed to the Members that the Statutory Auditors' Report and Secretarial Auditor Report did not contain any qualifications, other reservations, adverse remarks or disclaimers and hence the Notice of the Meeting and the Auditors' Reports for the financial year ended March 31, 2025, were taken as read.

The Chairman addressed the Members and briefed about the Company's expansion, future plans, financials and general updates. Thereafter, Mr. Kiran Firodiya highlighted the Company's financial progress before the Members.

Thereafter the Members were invited to express their views, ask questions and seek clarifications, if any. After the Members expressed their views and asked their queries, the Chairman and Chief Financial Officer of the Company has responded to the queries raised by them.

The Members were informed that the Company had provided its Members the facility to cast their votes earlier through remote e-voting. He further informed that e-voting facility was also made available during the AGM for the benefit of Members who were present during the Meeting and had not cast their votes earlier through remote e-voting. It was further informed that the Board of Directors had appointed M/s. A S Desai & Associates as the Scrutiniser to supervise the remote e-voting and e-voting at the AGM.

The following items of businesses, as per the Notice of AGM dated July 03, 2025 were transacted at the meeting through remote e-voting:

Item No.	Details of the Agenda	Type of the Resolution
1.	To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2025 together with the Report(s) of Board of Directors and Auditors thereon.	Ordinary Resolution
2.	To re-appoint Mr. Parag Gadgil (DIN: 01536943), Executive Director, who retires by rotation and being eligible, offers himself for such reappointment.	Ordinary Resolution
3.	To increase the overall borrowing limit of the Company.	Special Resolution

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4.	To mortgage/ create charge on all or any part of the Movable/ Immovable property of the Company.	Special Resolution
5.	To revise the remuneration payable to Mr. Saurabh Gadgil (DIN: 00616563), Managing Director of the Company.	Special Resolution
6.	To designate Mr. Kiran Firodiya (DIN: 03386738), as Whole-time Director of the Company and to fix remuneration payable to him.	Special Resolution
7.	To approve waiver of recovery of excess managerial remuneration paid to Mr. Kiran Firodiya (DIN: 03386738), Executive Director of the Company.	Special Resolution
8.	To designate Mrs. Radhika Gadgil (DIN: 00490499) as Whole-time Director of the Company and to fix remuneration payable to her.	Special Resolution
9.	To designate Mr. Parag Gadgil (DIN: 01536943) as Whole-time Director of the Company and to fix remuneration payable to him.	Special Resolution
10.	To appoint Mr. Purushottam Sharad Bedekar (DIN: 11176148) as an Independent Director of the Company.	Special Resolution
11.	To approve remuneration payable to related party, Mr. Amit Vaidya, holding office or place of profit.	Special Resolution
12.	To appoint M/s. A S Desai & Associates, Company Secretaries as the Secretarial Auditor of the Company.	Ordinary Resolution
13.	To approve raising of funds by issuance of equity shares.	Special Resolution

The Chairman authorized Mr. Prakhar Gupta, Company Secretary & Compliance Officer, to carry out the e-voting procedure and conclude the Meeting. He also authorized the Company Secretary to accept and countersign the Scrutinizer's Report and declare the consolidated voting results. He informed the Members that the combined results of the remote e-voting before as well as e-voting during the AGM would be announced within the stipulated time frame and the results along with the Scrutinizer's Report would be intimated to the Stock Exchanges.

The e-voting facility was kept open for the next 15 minutes to enable the Members to cast their vote.

The Chairman, thereafter, thanked all the Members for their continued support & trust and for participation at the Meeting, constructive suggestions and comments and wished for their good health and safety.

The Meeting commenced at 03:00 P.M. and concluded at 04:04 P.M. (including time allowed for e-voting).

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