



Date: August 19, 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: Voting Results of the 12th Annual General Meeting (AGM) of the Company held on August 18, 2025.

Dear Sir/ Madam,

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulation**”) please find enclosed the Voting Results of the 12th Annual General Meeting of the Company held on August 18, 2025 at 03:00 P.M. (IST), through Video Conferencing / Other Audio-Visual Means (“VC / OAVM”).

We are also enclosing the consolidated report of the Scrutinizer on remote e-voting and e-voting during the AGM dated August 19, 2025 issued as per Section 108 of the Companies Act, 2013 and Rule 20, 21 of the Companies (Management and Administration) Rules, 2014.

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 | info@pnggadgil.com | CIN: L36912PN2013PLC149288 |

INDIA | USA





SUBMISSION OF VOTING RESULTS

Sr. no.	Particulars	Details
1.	Date of AGM	August 18, 2025
2.	Total number of shareholders on record date	As on Cut-off date of August 11, 2025: 1,91,943
3.	No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	No arrangement for a physical meeting or appointment of proxy was made as the Meeting was held through VC/OAVM.
4.	No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	06 36

P N Gadgil Jewellers Limited

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Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				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.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	112791917	112791417	99.9996	112791417	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		112791917	112791417	99.9996	112791417	0	100
Public-Institutions	E-Voting	7634508	6285489	82.33	6285489	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		7634508	6285489	82.33	6285489	0	100
Public- Non Institutions	E-Voting	15281908	34169	0.2236	33911	258	99.2449	0.7551
	Poll							
	Postal Ballot (if applicable)							
	Total		15281908	34169	0.2236	33911	258	99.2449
Total		135708333	119111075	87.7699	119110817	258	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To re-appoint Mr. Parag Gadgil (DIN: 01536943), Executive Director, who retires by rotation and being eligible, offers himself for such reappointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	112791917	112791417	99.9996	112791417	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		112791917	112791417	99.9996	112791417	0	100
Public-Institutions	E-Voting	7634508	6285489	82.33	6285489	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		7634508	6285489	82.33	6285489	0	100
Public- Non Institutions	E-Voting	15281908	34169	0.2236	33710	459	98.6567	1.3433
	Poll							
	Postal Ballot (if applicable)							
	Total		15281908	34169	0.2236	33710	459	98.6567
Total		135708333	119111075	87.7699	119110616	459	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To increase the overall borrowing limit of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	$\frac{(3)}{[(2)/(1)]*100}$	(4)	(5)	$\frac{(6)}{[(4)/(2)]*100}$	$\frac{(7)}{[(5)/(2)]*100}$
Promoter and Promoter Group	E-Voting	112791917	112791417	99.9996	112791417	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		112791917	112791417	99.9996	112791417	0	100
Public- Institutions	E-Voting	7634508	6285489	82.33	5339722	945767	84.9532	15.0468
	Poll							
	Postal Ballot (if applicable)							
	Total		7634508	6285489	82.33	5339722	945767	84.9532
Public- Non Institutions	E-Voting	15281908	34169	0.2236	32880	1289	96.2276	3.7724
	Poll							
	Postal Ballot (if applicable)							
	Total		15281908	34169	0.2236	32880	1289	96.2276
Total		135708333	119111075	87.7699	118164019	947056	99.2049	0.7951
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To mortgage/ create charge on all or any part of the Movable/ Immovable property of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	112791917	112791417	99.9996	112791417	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		112791917	112791417	99.9996	112791417	0	100
Public- Institutions	E-Voting	7634508	6285489	82.33	5339722	945767	84.9532	15.0468
	Poll							
	Postal Ballot (if applicable)							
	Total		7634508	6285489	82.33	5339722	945767	84.9532
Public- Non Institutions	E-Voting	15281908	34169	0.2236	32766	1403	95.8939	4.1061
	Poll							
	Postal Ballot (if applicable)							
	Total		15281908	34169	0.2236	32766	1403	95.8939
Total		135708333	119111075	87.7699	118163905	947170	99.2048	0.7952
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To revise the remuneration payable to Mr. Saurabh Gadgil (DIN: 00616563), Managing Director of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	112791917	112791167	99.9993	112791167	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		112791917	112791167	99.9993	112791167	0	100
Public-Institutions	E-Voting	7634508	6285489	82.33	1223238	5062251	19.4613	80.5387
	Poll							
	Postal Ballot (if applicable)							
	Total		7634508	6285489	82.33	1223238	5062251	19.4613
Public- Non Institutions	E-Voting	15281908	34157	0.2235	31441	2716	92.0485	7.9515
	Poll							
	Postal Ballot (if applicable)							
	Total		15281908	34157	0.2235	31441	2716	92.0485
Total		135708333	119110813	87.7697	114045846	5064967	95.7477	4.2523
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To designate Mr. Kiran Firodiya (DIN: 03386738), as Whole-time Director of the Company and to fix remuneration payable to him.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	112791917	112791417	99.9996	112791417	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		112791917	112791417	99.9996	112791417	0	100
Public-Institutions	E-Voting	7634508	6285489	82.33	4581490	1703999	72.89	27.11
	Poll							
	Postal Ballot (if applicable)							
	Total		7634508	6285489	82.33	4581490	1703999	72.89
Public- Non Institutions	E-Voting	15281908	34169	0.2236	33669	500	98.5367	1.4633
	Poll							
	Postal Ballot (if applicable)							
	Total		15281908	34169	0.2236	33669	500	98.5367
Total		135708333	119111075	87.7699	117406576	1704499	98.569	1.431
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve waiver of recovery of excess managerial remuneration paid to Mr. Kiran Firodiya (DIN: 03386738), Executive Director of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	112791917	112791417	99.9996	112791417	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		112791917	112791417	99.9996	112791417	0	100
Public- Institutions	E-Voting	7634508	6285489	82.33	4761490	1523999	75.7537	24.2463
	Poll							
	Postal Ballot (if applicable)							
	Total		7634508	6285489	82.33	4761490	1523999	75.7537
Public- Non Institutions	E-Voting	15281908	34169	0.2236	31417	2752	91.9459	8.0541
	Poll							
	Postal Ballot (if applicable)							
	Total		15281908	34169	0.2236	31417	2752	91.9459
Total		135708333	119111075	87.7699	117584324	1526751	98.7182	1.2818
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To designate Mrs. Radhika Gadgil (DIN: 00490499) as Whole-time Director of the Company and to fix remuneration payable to her.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	112791917	112791167	99.9993	112791167	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		112791917	112791167	99.9993	112791167	0	100
Public-Institutions	E-Voting	7634508	6285489	82.33	4761490	1523999	75.7537	24.2463
	Poll							
	Postal Ballot (if applicable)							
	Total		7634508	6285489	82.33	4761490	1523999	75.7537
Public- Non Institutions	E-Voting	15281908	34169	0.2236	32364	1805	94.7174	5.2826
	Poll							
	Postal Ballot (if applicable)							
	Total		15281908	34169	0.2236	32364	1805	94.7174
Total		135708333	119110825	87.7697	117585021	1525804	98.719	1.281
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(9)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To designate Mr. Parag Gadgil (DIN: 01536943) as Whole-time Director of the Company and to fix remuneration payable to him.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	112791917	112791417	99.9996	112791417	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		112791917	112791417	99.9996	112791417	0	100
Public- Institutions	E-Voting	7634508	6285489	82.33	4581490	1703999	72.89	27.11
	Poll							
	Postal Ballot (if applicable)							
	Total		7634508	6285489	82.33	4581490	1703999	72.89
Public- Non Institutions	E-Voting	15281908	34157	0.2235	32731	1426	95.8252	4.1748
	Poll							
	Postal Ballot (if applicable)							
	Total		15281908	34157	0.2235	32731	1426	95.8252
Total		135708333	119111063	87.7699	117405638	1705425	98.5682	1.4318
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(10)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Mr. Purushottam Sharad Bedekar (DIN: 11176148) as an Independent Director of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	112791917	112791417	99.9996	112791417	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		112791917	112791417	99.9996	112791417	0	100
Public-Institutions	E-Voting	7634508	6285489	82.33	3440167	2845322	54.7319	45.2681
	Poll							
	Postal Ballot (if applicable)							
	Total		7634508	6285489	82.33	3440167	2845322	54.7319
Public- Non Institutions	E-Voting	15281908	34157	0.2235	33737	420	98.7704	1.2296
	Poll							
	Postal Ballot (if applicable)							
	Total		15281908	34157	0.2235	33737	420	98.7704
Total		135708333	119111063	87.7699	116265321	2845742	97.6108	2.3892
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(11)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve remuneration payable to related party, Mr. Amit Vaidya, holding office or place of profit.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	112791917	112791167	99.9993	112791167	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		112791917	112791167	99.9993	112791167	0	100
Public-Institutions	E-Voting	7634508	6285489	82.33	4581490	1703999	72.89	27.11
	Poll							
	Postal Ballot (if applicable)							
	Total		7634508	6285489	82.33	4581490	1703999	72.89
Public- Non Institutions	E-Voting	15281908	34157	0.2235	32490	1667	95.1196	4.8804
	Poll							
	Postal Ballot (if applicable)							
	Total		15281908	34157	0.2235	32490	1667	95.1196
Total		135708333	119110813	87.7697	117405147	1705666	98.568	1.432
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(12)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint M/s. A S Desai & Associates, Company Secretaries as the Secretarial Auditor of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	112791917	112791417	99.9996	112791417	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		112791917	112791417	99.9996	112791417	0	100
Public- Institutions	E-Voting	7634508	6285489	82.33	6285489	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		7634508	6285489	82.33	6285489	0	100
Public- Non Institutions	E-Voting	15281908	34157	0.2235	34008	149	99.5638	0.4362
	Poll							
	Postal Ballot (if applicable)							
	Total		15281908	34157	0.2235	34008	149	99.5638
Total		135708333	119111063	87.7699	119110914	149	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(13)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve raising of funds by issuance of equity shares.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	112791917	112791417	99.9996	112791417	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		112791917	112791417	99.9996	112791417	0	100
Public- Institutions	E-Voting	7634508	6285489	82.33	6285489	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		7634508	6285489	82.33	6285489	0	100
Public- Non Institutions	E-Voting	15281908	34147	0.2234	33558	589	98.2751	1.7249
	Poll							
	Postal Ballot (if applicable)							
	Total		15281908	34147	0.2234	33558	589	98.2751
Total		135708333	119111053	87.7699	119110464	589	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Form No. MGT-13

Consolidated "Scrutinizer Report"

[Pursuant to Section 108 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman,
12th Annual General Meeting of the Equity Shareholders of
P N GADGIL JEWELLERS LIMITED ("the Company")
held on Monday, August 18, 2025 at 03:00 P.M.
through Video Conferencing/ Other Audio Visual Means

Dear Sir,

We, M/s. A S Desai & Associates, Company Secretaries had been appointed as the Scrutinizer by the Board of Directors of the of the Company pursuant to Section 108 of the Companies Act 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 for the purposes of scrutinizing the remote e-voting and e-voting process during the Annual General Meeting of the Company pursuant to Section 108 of the Companies Act 2013 and rules made thereunder in respect of the below mentioned resolutions proposed at the **12th Annual General Meeting** of the Company held on **Monday, August 18, 2025 at 03:00 P.M.** through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM'), accordingly, We submit our report as under:

1. The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and the Rules thereunder and the SEBI Listing Regulations relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the Annual General Meeting by the shareholders on the resolutions proposed in the Notice of the 12th Annual General Meeting of the Company.
2. Our responsibility as the Scrutinizer of the voting process, was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare our Report of the votes cast in favor and against the resolutions as stated in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository limited (NSDL) (the service provider).
3. The Notice dated July 03, 2025, along with statement setting out material facts under Section 102 of the Act were sent to the shareholders in respect of the below mentioned resolutions proposed at the 12th Annual General Meeting of the members of the Company.
4. The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting prior to the AGM end voting at the AGM by electronic means.
5. The shareholders of the Company holding shares as on the cut-off date of 11th August, 2025, were entitled to vote on the resolutions as contained in the notice of the AGM.
6. After declaration of voting by the Chairman, the shareholders present at the AGM through VC who had not voted on remote a-voting, voted through e-voting facility provided by NSDL at the AGM.

7. The Votes were unblocked on **Monday, August 18, 2025**, at **04.12 P.M.** in the presence of two witnesses, who are not in employment of the Company, viz., Ms. Roshni Mahato currently residing at Bajirao Road, Sadashiv Peth, Pune 411002 and Ms. Samiksha Ubale currently residing at Karve Nagar, Pune 411052 before they were counted.
8. We have scrutinized and reviewed the remote e-voting and vote casted through e-voting during the AGM, based on the data downloaded from the NSDL e-voting system.
9. We now submit our report as under on the result of the remote a-voting and vote casted through e-voting during the AGM in respect of the said resolutions:

Ordinary Business:

Resolution No.1: As an Ordinary Resolution:

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.**

(i) **Voting "In favour" of resolution:**

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
238	119110817	99.99978

(ii) **Voting "against" the resolution:**

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
5	258	0.00022

(iii) **Invalid Votes:**

Number of Members Voted	Number of votes cast by them (shares)	% of total number of valid votes cast
0	0	0

Resolution No.2: As an Ordinary Resolution:

To re-appoint Mr. Parag Gadgil (DIN: 01536943), Executive Director, who retires by rotation and being eligible, offers himself for such reappointment.

(i) **Voting "In favour" of resolution:**

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
232	119110616	99.99961

(ii) **Voting "against" the resolution:**

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
11	459	0.00039

(iii) Invalid Votes:

Number of Members Voted	Number of votes cast by them (shares)	% of total number of valid votes cast
0	0	0

Special Business:

Resolution No.3: As a Special Resolution:

To increase the overall borrowing limit of the Company:

(i) Voting "In favour" of resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
215	118164019	99.20490

(ii) Voting "against" the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
28	947056	0.79510

(iii) Invalid Votes:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Resolution No.4: As a Special Resolution

To mortgage/ create charge on all or any part of the Movable/ Immovable property of the Company.

(i) Voting "In favour" of resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
213	118163905	99.20480

(ii) Voting "against" the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
30	947170	0.79520

(iii) Invalid Votes:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Resolution No.5: As a Special Resolution

To revise the remuneration payable to Mr. Saurabh Gadgil (DIN: 00616563), Managing Director of the Company:

(i) Voting "In favour" of resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
188	114045846	95.74768

(ii) Voting "against" the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
53	5064967	4.25232

(iii) Invalid Votes:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Resolution No.6: As a Special Resolution

To designate Mr. Kiran Firodiya (DIN: 03386738) as Whole-time Director of the Company and to fix remuneration payable to him:

(i) Voting "In favour" of resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
214	117406576	98.56898

(ii) Voting "against" the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
29	1704499	1.43102

(iii) Invalid Votes:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Resolution No.7: As a Special Resolution

To approve waiver of recovery of excess managerial remuneration paid to Mr. Kiran Firodiya (DIN: 03386738), Executive Director of the Company.



(i) Voting "In favour" of resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
186	117584324	98.71821

(ii) Voting "against" the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
57	1526751	1.28179

(iii) Invalid Votes:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Resolution No.8: As a Special Resolution:

To designate Mrs. Radhika Gadgil (DIN: 00490499) as Whole-time Director of the Company and to fix remuneration payable to her.

(i) Voting "In favour" of resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
213	117585021	98.71900

(ii) Voting "against" the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
29	1525804	1.28100

(iii) Invalid Votes:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Resolution No.9: As a Special Resolution:

To designate Mr. Parag Gadgil (DIN: 01536943) as Whole-time Director of the Company and to fix remuneration payable to him:

(i) Voting "In favour" of resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
218	117405638	98.56820



(ii) Voting "against" the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
24	1705425	1.43180

(iii) Invalid Votes:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Resolution No.10: As a Special Resolution:

To appoint Mr. Purushottam Sharad Bedekar (DIN: 11176148) as an Independent Director of the Company.

(i) Voting "In favour" of resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
219	116265321	97.61085

(ii) Voting "against" the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
23	2845742	2.38915

(iii) Invalid Votes:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Resolution No.11: As a Special Resolution:

To approve remuneration payable to related party, Mr. Amit Vaidya, holding office or place of profit.

(i) Voting "In favour" of resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
204	117405147	98.5680

(ii) Voting "against" the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
37	1705666	1.43200

(iii) Invalid Votes:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Resolution No.12: As an Ordinary Resolution:

To appoint M/s. A S Desai & Associates, Company Secretaries as the Secretarial Auditor of the Company.

(i) Voting "In favour" of resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
237	119110914	99.99987

(ii) Voting "against" the resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
5	149	0.00013

(iii) Invalid Votes:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Resolution No.13: As a Special Resolution

To approve raising of funds by issuance of equity shares.

(i) Voting "In favour" of resolution:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
232	119110464	99.99950

(ii) Voting "against" the resolution:

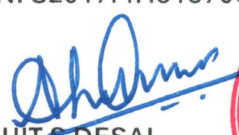
Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
9	589	0.00050

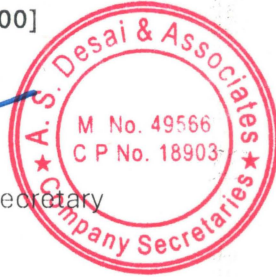
(iii) Invalid Votes:

Number of Members Voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

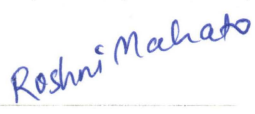
All electronic data and relevant records of e-voting shall remain in our custody until the Chairman considers, approves, and signs the minutes of the 12th Annual General Meeting and the same shall be handed over thereafter to the Company Secretary for safe keeping.

For A S Desai & Associates
Company Secretaries
[UCN: S2017MH515700]


ABHIJIT S DESAI
Practicing Company Secretary
ACS No.: 49566
C. P. No.: 18903
UDIN: A049566G001031052
PR No. 2211/2022
Date: 19/08/2025
Place: Pune



We the undersigned witnessed that the votes were unblocked from the a-voting website of National Securities Depository Limited (<https://evoting.nsdl.com>) in our presence.

Witness: 1 
Name: Roshni Mahato
Address: Bajirao Road, Sadashiv Peth,
Pune 411002

Witness: 2 
Name: Ms. Samiksha Ubale
Address: Karve Nagar, Pune 411052

Counter signed by:
For **P N GADGIL JEWELLERS LIMITED**

Prakhar Gupta
Company Secretary & Compliance Officer