

# piccadily

CIN NO:L01115HR1994PLC032244

No. PAIL/2015/130

March 25, 2015

BSE Limited  
25<sup>th</sup> Floor,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort, Mumbai 400 001

Sub: Results of Postal Ballot  
Regd: Company No 530305

Dear Sir,

Enclosed please find the results of the Postal Ballot as per clause 35A of the listing agreement, declared on March 25, 2015 in respect of the Resolutions contained in the postal ballot notice dated February 14, 2015 circulated to the shareholders pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014.

The above resolutions have been duly approved with requisite majority by the members of the Company.

Thanking you,

Yours faithfully,  
For Piccadily Agro Industries Limited,

Group Secretary.



Encl: a/a

## Piccadily Agro Industries Ltd.

**Regd. Office :** Village Bhadson, Umri Indri Road, Teh. Indri, Distt. Karnal, Haryana (India).  
Phone : 91-1744-271859, 271653

**Corp. Office :** Chandigarh Technology Park, DLF Building, Plot No. 2,  
Tower - D, Third Floor, Chandigarh, U.T. 160101  
Phone : 172-4660994, 4660995, Fax : 0172-4660995

**167 Voting Results of Postal Ballot**  
**(Pursuant to Clause 35A of the Listing Agreement)**

Pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, the consent of the members of the Company was sought on the below mentioned resolutions as set out in the Notice dated 14<sup>th</sup> February, 2015 by Postal Ballot/E-voting as circulated to the members. Mr. Kanwaljit Singh, Practising Company Secretary, who was appointed as Scrutinizer for conducting postal ballot process, submitting his Report dated 25<sup>th</sup> March, 2015.

**1. (Special Resolution) - Increase in the Authorized Share Capital of the Company and consequent alteration in the Memorandum of Association of the Company**

Resolution	Promoter/Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding share	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
Resolution No. 1		1	2	3=(2/1) 100	4	5	6=(4/2) 100	7=(5/2) 100
Increase in the Authorized Share Capital of the Company and consequent alteration in the Memorandum of Association of the Company.	Promoter and Promoter group	16722518	16722517	100	16722517	0	100	0
	Public-Institutional holders	0	0	0	0	0	0	0
	Public - Others	6862302	85231	1.24	85120	110	99.87	0.13
	Total	23584820	16807748	71.27	16807637	110	100	0

**2. (Special resolution) – Alteration in the Articles of Association**

Resolution	Promoter/Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding share	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
Resolution No. 2		1	2	3=(2/1) 100	4	5	6=(4/2) 100	7=(5/2) 100
Increase in the Authorized Share Capital of the Company and consequent alteration in the Memorandum of Association of the Company.	Promoter and Promoter group	16722518	16722517	100	16722517	0	100	0
	Public-Institutional holders	0	0	0	0	0	0	0
	Public - Others	6862302	85121	1.24	85121	0	100	0
	Total	23584820	16807638	71.26	16807638	0	100	0



3. (Special Resolution) – To issue Bonus Shares in the proportion of one equity shares for every one equity share held

Resolution	Promoter/Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding share	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
Resolution No. 2		1	2	$3 = (2/1) \times 100$	4	5	$6 = (4/2) \times 100$	$7 = (5/2) \times 100$
Increase in the Share Capital of the Company and consequent alteration in the Memorandum of Association of the Company.	Promoter and Promoter group	16722518	16722517	100	16722517	0	100	0
	Public-Institutional holders	0	0	0	0	0	0	0
	Public - Others	6862302	88195	1.28	88195	0	100	0
	Total	23584820	16810712	71.26	16810712	0	100	0



**KANWALJIT SINGH**  
B. Com., F.C.S.

S.C.O. 64-65, 1st Floor,  
Sector 17-A, Madhya Marg,  
Chandigarh - 160 017  
Ph.: (O) 2701906  
Mobile : 99153 43212  
E-mail : kanwalcs@gmail.com

The Chairman,  
Piccadily Agro Industries Limited,  
Village Bhadson, Umri-Indri Road,  
Tehsil Indri, Distt Karnal (Haryana)

**Sub:** Passing of Resolutions through E-voting and Postal Ballot

Dear Sirs,

The Board of Directors of Piccadily Agro Industries Limited at its meeting held on 14<sup>th</sup> February 2015 had appointed me as Scrutinizer for the purpose of the Voting by electronic means and by Postal Ballot taken on the below mentioned resolutions.

The company has in pursuance to provisions of section 110 of the Companies Act, 2013 read with Rule 22(9) of the Companies (Management and Administration) Rules, 2014 vide notice dated 14<sup>th</sup> February 2015 circulated to the members the following resolution:

Resolution no	Type of Resolution	For
1	Special Resolution	To Increase authorized share capital from Rs. 27.00 Crore to Rs. 50.00 Crore.
2	Special Resolution	Alteration of Articles of Association.
3	Special Resolution	Issue of Bonus Shares

In the above matter I submit my combined report as under:

- (i) The company has completed on 19<sup>th</sup> February, 2015, the dispatch of postal ballot forms along with postage prepaid business reply envelope to its members whose name (s) appeared on the register of members/ list of beneficiaries as on 14<sup>th</sup> February, 2015 as received from National Securities Depository Limited (NSDL)/Central Depository Services (India) Limited (CDSL) and from Registrar and Transfer Agent (RTA).



- (ii) The shareholders of the company had an option to vote either through postal ballot form or through electronic voting (e-voting) facility, to cast their votes on the designated website [www.nsdl.com](http://www.nsdl.com) via National Securities Depository Limited (NSDL).
- (iii) I monitored the process of e voting through Scrutinizer's link provided by NSDL on the designated website.
- (iv) The E -voting for the resolutions was opened on 24<sup>th</sup> February, 2015 at 09.00 A.M and was closed on 25<sup>th</sup> March, 2015 at 5.00 P.M. All postal ballot forms received up to 5.00 pm on 25<sup>th</sup> March 2015, the last date fixed by the Company for receipt of the forms, were considered for my scrutiny.
- (v) Particulars of all the postal ballot forms received from the members have been entered in a register separately maintained for the purpose. Similarly votes casted through e voting have also been recorded in register maintained for the purpose.
- (vi) The postal ballot forms were kept under my safe custody before commencing the scrutiny of such postal ballot forms.
- (vii) The postal ballot forms were duly opened in my presence and scrutinized and the shareholding was matched/ confirmed with the register of members of the company /list of beneficiaries. The Evoting results were unlocked by me on 25<sup>th</sup> March, 2015 in the presence of two witnesses who are not employees of the company.
- (viii) I did not find any defaced or mutilated ballot paper.
- (ix) No duplicate ballot form was issue by the company.



The results of e-voting together with that of the Postal Ballot is as under:

Item no	Resolutions	Particulars of business	Votes in favour of the resolution	Votes against the resolution	Invalid votes	% age in favour
1.	To Increase authorized share capital from Rs. 27.00 Crore to Rs. 50.00 Crore.	Evoting	16807638	110	0	100%
		Postal Ballot	5500	0	0	100%
		<b>Total</b>	<b>16813138</b>	<b>110</b>	<b>0</b>	<b>100%</b>
2.	Alteration of Articles of Association.	Evoting	16807638	0	0	100%
		Postal Ballot	5500	0	0	100%
		<b>Total</b>	<b>16813138</b>	<b>0</b>	<b>0</b>	<b>100%</b>
3.	Issue of Bonus Shares	Evoting	16810712	0	0	100%
		Postal Ballot	5500	0	0	100%
		<b>Total</b>	<b>16816212</b>	<b>0</b>	<b>0</b>	<b>100%</b>


I have, on the reaconing of the voting rights of the shareholders on the basis of paid up value of shares registered in their names found that the above resolutions have been duly passed with requisite majority. You may accordingly declare the result of the postal ballot/e voting.

The voting results as per clause 35 A of the listing agreement is enclosed as annexure A.



I hereby confirm that I have maintained the Registers, in respect of votes through e-Voting and Poll by the equity shareholders of the company. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,  
Yours faithfully,

  
**Kanwaljit Singh**  
Company Secretary in Practice  
CP No. 5870  
FCS No. 5901  
Date: 25.03.2015  
Place: Chandigarh



Piccadilly Agro Industries Limited  
Voting results as per Clause 35 A of Listing Agreement

1. (Special Resolution) - Increase in the Authorized Share Capital of the Company and consequent alteration in the Memorandum of Association of the Company

Resolution	Promoter/Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding share	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
Resolution No. 1		1	2	3=(2/1) * 100	4	5	6=(4/2) * 100	7=(5/2) * 100
Increase in the Authorized Share Capital of the Company and consequent alteration in the Memorandum of Association of the Company.	Promoter and Promoter group	16722518	16722517	100	16722517	0	99.49	0
	Public-Institutional holders	0	0	0	0	0	0	0
	Public - Others	6862302	85231	1.24	85120	110	1.24	0
	Total	23584820	16807748	71.27	16807637	110	100	0

2. (Special resolution) - Alteration in the Articles of Association

Resolution	Promoter/Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding share	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
Resolution No. 2		1	2	3=(2/1) * 100	4	5	6=(4/2) * 100	7=(5/2) * 100
Increase in the Authorized Share Capital of the Company and consequent alteration in the Memorandum of Association of the Company.	Promoter and Promoter group	16722518	16722517	100	16722517	0	99.49	0
	Public-Institutional holders	0	0	0	0	0	0	0
	Public - Others	6862302	85121	1.24	85121	0	1.24	0
	Total	23584820	16807638	71.26	16807638	0	100	0



3. (Special Resolution) – To issue Bonus Shares in the proportion of one equity shares for every one equity share held

Resolution	Promoter/Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding share	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
Resolution No. 2		1	2	$3=(2/1) \times 100$	4	5	$6=(4/2) \times 100$	$7=(5/2) \times 100$
Increase in the Share Capital of the Company and consequent alteration in the Memorandum of Association of the Company.	Promoter and Promoter group	16722518	16722517	100	16722517	0	99.49	0
	Public-Institutional holders	0	0	0	0	0	0	0
	Public - Others	6862302	88195	1.28	88195	0	100	0
Total		23584820	16810712	71.26	16810712	0	100	0

