

PIIND:SEC:Ggn:2017-18
4th May, 2017

BSE Limited, Corporate Relations Deptt. 25 th 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
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Dear Sir,

Sub: Result of Postal Ballot

This has reference to our letter dated March 28, 2017 enclosing the postal ballot notice along with the explanatory statement seeking the consent of the members by way of ordinary resolution vide postal ballot / electronic voting with respect to the following items of business:

- a. Appointment of Mr. Salil Singhal as an Advisor of the Company.

Pursuant to the Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the resolution for the aforesaid item has been passed by the members of the Company with requisite majority.

The approval is deemed to have been received on the last date of receipt of postal ballot forms, i.e. May 3, 2017.

Please find enclosed the voting results and scrutinizer's report. The same will also be made available on the Company's website at www.piindustries.com

This is for your information and record.

Thanking you,

Yours faithfully
For PI Industries Ltd.


Naresh Kapoor
Company Secretary

Encl: As above.



DECLARATION OF RESULTS OF POSTAL BALLOT NOTICE DATED MARCH 28, 2017 ISSUED BY PI INDUSTRIES LIMITED.

In terms of Section 110 of the Companies Act, 2013 ("the Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014, ("Rules") and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, PI Industries Ltd. (the Company) provided a facility to its members to vote on the resolution proposed in the Postal Ballot Notice dated March 28, 2017 through remote E-voting using the platform provided by National Securities Depository Ltd. (NSDL) and voting through Postal Ballot.

The said remote E-voting period commenced at 9.00 A.M. (IST) on Tuesday, the April 4, 2017 and ended at 5.00 P.M. (IST) on Wednesday, the May 3, 2017 and the Postal Ballot forms received till 5.00 P.M. on May 3, 2017 i.e. the time fixed for closing of voting process were considered.

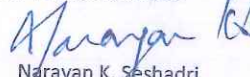
As required under SEBI (LODR) Regulations, 2015 read with relevant provisions of Companies Act, 2013, all persons belonging to promoter group, being a related party, have abstained from voting on the resolution as contained in Postal Ballot.

Mr. Ashish Kumar Friends, Practicing Company Secretary was appointed as Scrutinizer to scrutinize the votes cast through E-voting and Postal Ballot forms.

Based on the Scrutinizer report dated May 4, 2017, I Narayan K. Seshadri, Chairman on the Board of Directors of the Company do hereby declare that the resolution contained in the Postal Ballot Notice dated March 28, 2017 has been duly passed with requisite majority as per details given below.

Item No. 1: Ordinary Resolution u/s 188(1)(f) of the Companies Act, 2013 for appointment of Mr. Salil Singhal as an Advisor.						
Type of Voting	Votes in favour of the Resolution		Votes against the resolution		Invalid Votes	
	No's.	%age	No's.	%age	No's.	%age
E-voting	4,37,49,755	99.99	1,386	0.01	Nil	Nil
Postal Ballot	1,18,111	99.94	62	0.06	Nil	Nil
Total	4,38,67,866	99.99	1,448	0.01	Nil	Nil

For PI Industries Ltd.


Narayan K. Seshadri
Chairman
DIN No.00053563

Place: Mumbai
Date: 04.05.2017

PI Industries Ltd.

Corporate Off.: 5th Floor, Vipul Square, B-Block, Sushant Lok, Phase -1, Gurgaon-122009 Tel.: 91 124 6790000, Fax : 91 124 4081247
Regd. Off.: Udalsagar Road, Udaipur - 313001, Rajasthan, India, Tel.: +91 294 6454304, Fax: 91 294 2491946

www.piindustries.com,

CIN: L24211RJ1946PLC000469

POSTAL BALLOT VOTING RESULTS
(Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

Name of the Company	PI INDUSTRIES LIMITED
Date of Postal Ballot	Notice dated March 28, 2017 (voting start date: April 4, 2017 and voting end date: May 3, 2017)
Total number of Shareholders on record date	26866
No. of shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group	Not Applicable
Public	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	Not Applicable
Public	Not Applicable

Resolution required (Ordinary / Special)

Ordinary Resolution: Appointment of Mr. Salli Singhal as an Advisor of the Company.

Whether promoter/promoter group are interested in the agenda /resolution

Yes

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)	No. of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes invalid
Promoter and Promoters Group	E-voting								
	Poll								
	Postal Ballot (if applicable)	70920110							
	Total		42000252	86.43	42000252	0	100	0	
Public - Institutions	E-voting								
	Poll								
	Postal Ballot (if applicable)	48596164							
	Total		42000252	86.4270933	42000252	1386	100	0.08	
Public - Non Institutions	E-voting								
	Poll								
	Postal Ballot (if applicable)	18070350	118173	0.65	118111	62	99.95	0.05	
	Total		1869062	10.34	1867614	1448	99.92	0.08	
Grand Total		137586624	43869914	31.88	43867866	1448	99.99	0.01	

REPORT OF SCRUTINIZER

(Pursuant to Section 110 of the Companies Act, 2013 and Rule 22(9) of the Companies
(Management and Administration) Rules, 2014)

To
The Chairman
Board of Directors
PI Industries Ltd
(CIN: L24211RJ1946PLC000469)
Udaisagar Road,
Udaipur-313 001 (Rajasthan)

Re: Postal Ballot Results dated May 04, 2017

Dear Sir,

I, Ashish Kumar Friends, Practicing Company Secretary, having my office at E-38, IInd Floor, Behind Hira Sweets, Laxmi Nagar, Delhi-110 092 was appointed by the Board of Directors of M/s PI Industries Limited (CIN: L24211RJ1946PLC000469) as the Scrutinizer for the purpose of scrutinizing postal Ballot process in a fair and transparent manner in respect of the resolution stated in the Notice of the Postal Ballot dated 28/03/2017 proposed to be passed by the Equity Shareholders of the Company, submit my report as under:

1. In accordance with the Notice of the Postal Ballot dated 28/03/2017, dispatched to the shareholders by prescribed modes during 29/03/2017 to 01/04/2017 and the 'Advertisement published pursuant to Rule 22(3) of the Companies (Management and Administration) Rules, 2014 published on 02/04/2017 in Financial Express, English Edition and 03/04/2017 in Dainik Bhaskar, Hindi Edition, the voting commenced on 04/04/2017 (at 09:00 A.M.) and ended on 03/05/2017 (at 05:00 P.M.) for physical ballots and as well as for e-voting. The e-voting facility was provided by National Securities Depository Limited (NSDL). The votes were unblocked at around 11:18 A.M. on May 04, 2017 and the e-voting summary statement was downloaded from e-voting website of National Securities Depository Limited (NSDL) (<https://www.evoting.nsd.com>).
2. The Equity shareholders holding shares as on 17/03/2017, cut-off date were entitled to vote on the resolution set out in the notice of the Postal Ballot.



3. The details containing interalia, list of Equity Shareholders, who voted "for" or "against", on the resolution that were put to vote were generated from the e-voting website of National securities depository limited (NSDL) have been handed over to the Chairman.
4. The ballot papers received were scrutinized. The ballot papers received were reconciled with the records maintained by the Company/R&TA and the authorizations/power of attorney etc. lodged with the Company. The voters were also scrutinized for the purpose of eliminating duplicate voting.
5. As required under SEBI(LODR) Regulations, 2015 read with relevant provisions of Companies Act, 2013, all persons belonging to promoters, being a related party have abstained from voting on the resolution as contained in Postal Ballot.
6. The result of the E-voting together with that of the Postal Ballot is as under:

Item No. 1: Ordinary Resolution u/s 188(1)(f) of the Companies Act, 2013 for appointment of Mr. Salil Singhal as an Advisor.						
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Register of postal ballot and all other relevant records of voting process given/provided/maintained in electronic mode and the postal ballots(physical) will remain in my custody until the chairman considers, approves and signs the minutes of the postal ballot and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking you
Yours faithfully,
For A. K. FRIENDS & CO.



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



Place: Gurgaon

Dated: 04.05.2017