



Date: 30.09.2022

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400001	BSE Code: 526747 Scrip ID: PGFOILQ
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Dear Sir/ Madam,

Sub: 43rd Annual General Meeting Voting Result and Scrutinizer Report of P G Foils Limited (“the Company”)

Re: Regulation 44(3) of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and Section 108 of the Companies Act, 2013 (“the Act”) read with Rule 20 of the Companies (Management and Administration) Rules, 2014

The Company’s 43rd Annual General Meeting (“AGM”) was held on 29th September, 2022 at 11:30 AM (IST) through Video Conferencing / Other Audio Visual Means (OVAM) in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India. In terms of the provisions of the Act and the Rules made thereunder and provisions of Listing Regulations the Company had provided remote e-voting facility and facility at the AGM.

Mr. Manish Sancheti, Proprietor of M Sancheti & Associates, Company Secretaries was appointed as Scrutinizer to scrutinize the remote e-voting process and voting at the AGM.

All the resolutions as set out in the notice of the AGM have been duly approved by the shareholders with requisite majority.

In this regard please find enclosed herewith the following:

1. Report of the Scrutinizer dated 29th September, 2022 (Annexure I)
2. Voting Results as required under Regulation 44(3) of the Listing Regulations (Annexure II)

PG Foils Ltd.

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www.pgfoils.in

PREM GROUP



You are requested to take the same on record and update your records accordingly.

Thanking you,

Yours faithfully,

For: PG FOILS LIMITED

**Bhawana Songara
(Company Secretary)**



CONSOLIDATED SCRUTINIZER REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014 read with the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]


To
The Chairman
Annual General Meeting of the
Members of P G Foils Limited
6 Neptune Tower Ashram Road
Ahmedabad, Gujarat - 380009

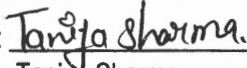
Sub: - Consolidated Report of the Scrutinizer on Remote e-voting and e-voting facility provided to the shareholders during the Annual General Meeting (AGM) of P G Foils Limited held on Thursday, September 29, 2022 at 11:30 A.M. through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM').

Dear Sir,

1. I, Manish Sancheti, Practicing Company Secretary & proprietor of M Sancheti & Associates, (Membership No. 7972, C.P. No. 8997) has been appointed as Scrutinizer by the Board of Directors of P G Foils Limited (the Company) pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, as amended for the purpose of scrutinizing the process of voting through electronic means ("remote e-voting") and e-voting at the Annual general meeting in a fair and transparent manner on all the resolutions contained in the Notice dated August 29, 2022 ("Notice") issued by the Company in accordance with General Circular No. 14 / 2020, 17 / 2020, 20 / 2020, 2 / 2021, 19 / 2021, 21 / 2021 and 2 / 2022 dated 8 April 2020, 13 April 2020, 5 May 2020, 13 January 2021, 8 December 2021, 14 December 2021 and 5 May 2022 respectively issued by Ministry of Corporate affairs and in accordance with the circular dated 12th May, 2020 read with circular dated January 15, 2021 issued by the Securities and Exchange Board of India ("SEBI") commonly referred to as "MCA & SEBI CIRCULARS" for convening the Annual general meeting of its members through VC/OAVM on Thursday, September 29, 2022 at 11:30 A.M.
2. The management of the Company is responsible to ensure compliance with the requirements of the Act, and Rules made thereunder, MCA circulars and the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 as amended relating to remote e-voting and e-voting at the AGM on the resolutions contained in the Notice of the Annual general meeting. Our responsibility as Scrutinizer is restricted to ensure that the voting is conducted in a fair and transparent manner, ascertaining requisite majority on the proposed resolutions and making a Scrutinizer's Report in respect of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the remote e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the Company to provide remote e-voting facility and e-voting at the AGM.
3. Members who held Equity Share(s) of the Company as on the "cut-off date" i.e. Thursday, September 22, 2022 were entitled to vote through e-voting process in relation to the Resolution specified in the Notice of the Annual general meeting ("Eligible Members"). Accordingly, the communication of assent or dissent of the Members had taken place through e-voting only.

4. Eligible Members were entitled to cast their vote either through remote e-voting facility ("remote e-voting") provided by the Company or e-voting facility during the AGM. However, Members who have cast their vote by remote e-voting prior to the AGM were not entitled to cast their vote again.
5. The remote e-voting period commenced at 09:00 A.M. on Monday, September 26, 2022 and ended on Wednesday, September 28, 2022 at 05:00 P.M.
6. The remote e-voting facility was in operation during the Annual general meeting and till after 15 minutes conclusion of Meeting and was used for voting only by the members attending the meeting and who have not exercised their right to vote through remote e-voting prior to the Annual general meeting.
7. All votes casted through remote e-voting up to 5:00 P.M. on Wednesday, September 28, 2022 and the votes cast through e-voting facility at the AGM on Thursday, September 29, 2022, were considered for scrutiny.
8. The votes cast through remote e-voting and e-voting at the Annual general meeting were unblocked on September 29, 2022 after 15 minutes of the conclusion of the Annual general meeting in the presence of two witnesses, Mr. K.S. Panwar and Ms. Taniya Sharma, who are not in the employment of the Company and they have signed below in confirmation of the same. Thereafter, the voting summary statement was downloaded from the CDSL e-voting system.

Signature: 
Name: Mr. K.S. Panwar

Signature: 
Name: Ms. Taniya Sharma

9. The results of remote e-voting and e-voting at the Annual general meeting, are enclosed as Annexure – A to this Report.
10. Based on the above results of e-voting, all the resolutions contained in the Notice of the annual general meeting were carried out with the requisite majority.
11. The electronic data and all other relevant records relating to remote e-voting and voting at the Annual general meeting through, shall remain under our safe custody until the Chairman considers, approves and signs the minutes of the Annual general meeting and the same shall be handed over to the Company Secretary for safe keeping.

Thanking You,

Yours Faithfully

MANISH SANCHETI
Manish Sancheti
M Sancheti & Associates
FCS No.: 7972
CP No.: 8997
UDIN: F007972D001068231

Digitally signed by MANISH SANCHETI
DN: cn=MANISH SANCHETI, o=M&S, ou=MANISH SANCHETI, email=MANISH.SANCHETI@MSA.COM, c=INDIA
Date: 2022.09.29 18:02:27 +05'30'

For P G Foils Limited

PANKAJ P SHAH
Pankaj Raj Shah
Managing Director
DIN: 00160558
(Chairman of the Meeting)

Digitally signed by
PANKAJ P SHAH
Date: 2022.09.29
18:02:27 +05'30'

Date: September 29, 2022
Place: Jaipur

Date: September 29, 2022
Place: Pipalia Kalan (Pali)

Annexure – A

Resolution 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements for the financial year ended 31st March, 2022 together with Report of the Directors and the Auditors thereon;

(i) Voted in favour of the resolution:

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote e-voting	80	55,04,180	99.99
E-voting (at the AGM)	NIL	NIL	NIL
Total votes in favour	80	55,04,180	99.99

(ii) Voted against the resolution:

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote e-voting	2	751	0.01
E-voting (at the AGM)	NIL	NIL	NIL
Total votes in favour	2	751	0.01

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 2: Ordinary Resolution

To appoint a Director in place of Mrs. Sakshi Sahil Shah (DIN: 07129888), who retires by rotation and being eligible, offers herself for reappointment;

(i) Voted in favour of the resolution:

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote e-voting	80	55,04,180	99.99
E-voting (at the AGM)	NIL	NIL	NIL
Total votes in favour	80	55,04,180	99.99

(ii) Voted against the resolution:

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote e-voting	2	751	0.01
E-voting (at the AGM)	NIL	NIL	NIL
Total votes in favour	2	751	0.01

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 3: Special Resolution

To re-appoint Mr. Sahil P Shah (DIN: 01603118) as Whole-time Director;

(i) Voted in favour of the resolution:

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote e-voting	80	55,04,180	99.99
E-voting (at the AGM)	NIL	NIL	NIL
Total votes in favour	80	55,04,180	99.99

(ii) Voted against the resolution:

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote e-voting	2	751	0.01
E-voting (at the AGM)	NIL	NIL	NIL
Total votes in favour	2	751	0.01

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 4: Ordinary Resolution

To ratify the remuneration of the Cost Auditors for the financial year ending 31st March, 2023;

(i) Voted in favour of the resolution:

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote e-voting	80	55,04,180	99.99
E-voting (at the AGM)	NIL	NIL	NIL
Total votes in favour	80	55,04,180	99.99

(ii) Voted against the resolution:

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote e-voting	2	751	0.01
E-voting (at the AGM)	NIL	NIL	NIL
Total votes in favour	2	751	0.01

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Annexure-II

**DISCLOSURE OF VOTING RESULTS OF ANNUAL GENERAL MEETING
OF
PG FOILS LIMITED
HELD ON 29TH SEPTEMBER, 2022
AS PER REGUALTION 44 OF THE LISTING OBLIGATION AND
DISCLOSER REQUIREMENT, 2015**

Sr. No.	Particulars	Details
1	Date of AGM	29th September, 2022
2	Total Number of Shareholders on record date	7133
3	No. of Shareholders present in the meeting either in person or through proxy: i. In Person a. Promoters and promoter group b. Public ii. Through Proxy a. Promoters and promoter group b. Public	 0 0 0 0 0
4	No. of Shareholders attended the meeting through Video Conferencing: i. Promoters and promoter group ii. Public	 7 52
5.	No. Of Shareholders attended the meeting through E Voting i. Promoters and promoter group ii. Public	 9 73

(Agenda Wise)

Item No.	Details of Agenda	Resolution Required (Ordinary / Special)	Mode of Voting: (Show of Hands / Poll / Postal Ballot / E-Voting)	Remarks
1	Adoption of the Audited Balance Sheet as on 31 st March, 2022 and statement of Profit & Loss Account for the year ended on that date and Reports of the Directors and Auditors thereon.	Ordinary	Remote E-Voting & E-Voting at the AGM	The resolution passed with requisite majority.
2	Re-appointment of Mrs. Sakshi Sahil Shah (DIN: 07129888) as Director retiring by rotation and being eligible offers herself for re-appointment.	Ordinary	Remote E-Voting & E-Voting at the AGM	The resolution passed with requisite majority.
3.	Re-appointment of Mr. Sahil P Shah (DIN: 01603118) as Whole-time Director.	Ordinary	Remote E-Voting & E-Voting at the AGM	The resolution passed with requisite majority.
4	Ratification of Remuneration of Cost Auditor of the Company for the Financial Year ending 31 st March, 2023	Ordinary	Remote E-Voting & E-Voting at the AGM	The resolution passed with requisite majority.

In Case Remote E- Voting & E-Voting at AGM :

Resolution: 1

Adoption of the Audited Balance Sheet as on 31st March, 2022 and statement of Profit & Loss Account for the year ended on that date and Reports of the Directors and Auditors thereon: -

Promoter / Public	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)	% of Votes in favour on votes polled (6)={ (4) / (2)}*100	% of votes against on votes polled (7)={ (5) / (2)}*100
Promoter and Promoter Group	5163330	5057030	97.94 %	5057030	0	100%	0%
Public Institutional Holders	600	0	0.00%	0	0	0%	0%
Public – others	3929070	447901	11.40 %	447150	751	99.83%	0.17%
Total	9093000	5504931	60.54%	5504180	751	99.99%	0.01%

The above resolution passed with requisite majority.

Resolution: 2

Re-Appointment of Mrs. Sakshi Sahil Shah (DIN: 07129888) As Director Retiring By Rotation And Being Eligible Offers Herself For Re-Appointment.

Promoter / Public	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)	% of Votes in favour on votes polled (6)= $\{(4)/(2)\} * 100$	% of votes against on votes polled (7)= $\{(5)/(2)\} * 100$
Promoter and Promoter Group	5163330	5057030	97.94 %	5057030	0	100%	0%
Public Institutional Holders	600	0	0.00%	0	0	0%	0%
Public – others	3929070	447901	11.40 %	447150	751	99.83%	0.17%
Total	9093000	5504931	60.54%	5504180	751	99.99%	0.01%

The above resolution passed with requisite majority.

Resolution: 3

Re-Appointment of Mr. Sahil P Shah (Din: 01603118) As Whole-Time Director.

Promoter / Public	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)	% of Votes in favour on votes polled (6) = $\{(4)/(2)\} * 100$	% of votes against on votes polled (7) = $\{(5)/(2)\} * 100$
Promoter and Promoter Group	5163330	5057030	97.94 %	5057030	0	100%	0%
Public Institutional Holders	600	0	0.00%	0	0	0%	0%
Public – others	3929070	447901	11.40 %	447150	751	99.83%	0.17%
Total	9093000	5504931	60.54%	5504180	751	99.99%	0.01%

The above resolution passed with requisite majority.

Resolution: 4

Ratification of Remuneration of Cost Auditor of the Company for the Financial Year Ended 31st March, 2023: -

Promoter / Public	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)	% of Votes in favour on votes polled (6) = $\{(4) / (2)\} * 100$	% of votes against on votes polled (7) = $\{(5) / (2)\} * 100$
Promoter and Promoter Group	5163330	5057030	97.94 %	5057030	0	100%	0%
Public Institutional Holders	600	0	0.00%	0	0	0%	0%
Public – others	3929070	447901	11.40 %	447150	751	99.83%	0.17%
Total	9093000	5504931	60.54%	5504180	751	99.99%	0.01%

The above resolution passed with requisite majority.

For: P G Foils Limited

Bhawana Songara
(Company Secretary)

Date: 30.09.2022