

Date: April 01, 2022

To,

The National Stock Exchange of India Limited

Exchange Plaza, Plot No. C/1, G-Block,

Bandra- Kurla Complex Bandra (E),

Mumbai-400051, Maharashtra, India

Ref.: Scrip Symbol: PANSARI

Subject: Voting Result & Scrutinizer Report of Postal Ballot (e-voting)

Dear Sir/Madam,

With reference to our notice dated February 25, 2022, we would like to update that the approval of shareholders of the Company by way of special resolution was sought for following:

- 1. Re-Appointment of Manoj Agrawal as Independent Directors**
- 2. Re-Appointment of Debasish Bal as Independent Directors**
- 3. Re-Appointment of Garima Agarwal as Independent Directors**

In terms of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended, please find enclosed the proceeding & results of Postal Ballot (e-voting) as **Annexure-A**, along with the report of the scrutinizer appointed by the Company for conducting the Postal Ballot as **Annexure-B**.

The same will also be uploaded on the website of the Company at www.pansaridevelopers.com and Link Intime India Pvt. Ltd. at <https://instavote.linkintime.co.in/>. The aforesaid resolutions have been passed unanimously by Members through Postal Ballot.

You are requested to take the above information on record.

Thanking you,

Yours faithfully,

For Pansari Developers Limited

Mahesh Kumar Agarwal

Chairman & Managing Director

DIN: 00480731

Place: Kolkata

SUMMARY OF THE PROCEEDINGS OF THE SPECIAL RESOLUTIONS PASSED BY THE MEMBERS OF PANSARI DEVELOPERS LIMITED THROUGH POSTAL BALLOT PROCEDURE U/S 110 OF THE COMPANIES ACT, 2013 ON FRIDAY, 1ST DAY OF APRIL, 2022 THROUGH POSTAL BALLOT/ REMOTE E-VOTING PROCESS

The Company, at the Board Meeting held on February 25, 2022, decided to obtain consent of the members through Postal Ballot under Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 and the provisions of the Memorandum and Articles of Association of the Company and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following matter:

- 1. Re-Appointment of Manoj Agrawal as Independent Director.**
- 2. Re-Appointment of Debasish Bal as Independent Director.**
- 3. Re-Appointment of Garima Agarwal as Independent Director.**

Pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"); Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"); and pursuant to relevant Circulars issued by Ministry of Corporate Affairs and relevant SEBI Circulars and any other applicable laws and regulations, the Company was seeking approval of members for the proposed special business of **"Re-Appointment of Independent Director"** and also set out in Notice of Postal Ballot by passing special resolution by way of Postal Ballot/e-voting.

The Postal Ballot notice dated February 25, 2022 was sent to Members of Company whose names appeared on the Register of Members/List of beneficiaries as on February 25, 2022 (Cut-Off date). The Company as on February 28, 2022, has completed dispatch of Postal Ballot Notice along by way of emails, through along with the details of Login Id and Password to the members/ shareholders who have registered their email ids with depositories or with the Company by email and with postal ballot form respectively.

The Postal Ballot Notice was sent to all the Members of the Company, whose names appear on the Register of Members/List of Beneficial Owners as received from National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL') as on February 25, 2022 (the 'cut-off date') and who have registered their e-mail addresses in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings with the Company's Registrar and Share Transfer Agent, Link Intime India Private Limited ("RTA").

Further, in compliance with Regulation 30 & 47 SEBI Listing Regulations, Newspaper Advertisement of Postal Ballot Notice was published in Newspaper dated March 01, 2022 in The Business Standard (English Edition) and in the ArthikLipi (Bengali Edition) for obtaining approval of members for the proposed Special Resolution as set out in the Postal Ballot Notice by way of Postal Ballot/e-voting.

In compliance with the provisions of Section 108 and 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had also made arrangement for voting by electronic means and availed the services of Link Intime India Private Limited ("RTA") to provide the facility to the members for voting by electronic means.

The e-voting period commenced from Wednesday, March 02, 2022 at 09:00 a.m. IST and concluded on Thursday, March 31, 2022 at 05:00 p.m. IST. The Members were requested to cast their votes by way of Postal Ballot /electronically up to 05:00 p.m. IST on Thursday, March 31, 2022.

The Board of Directors at their meeting held on February 25, 2022, appointed Mr. Prakash Shaw, proprietor of Prakash Shaw & Company, Practicing Company Secretary, be and is hereby appointed as Scrutinizer for a period not exceeding 60 (sixty) days from the date of appointment for conducting the Postal Ballot remote e-voting process in a fair and transparent manner.

The scrutinizer carried out the scrutiny of votes polled electronically up to Thursday, March 31, 2022 at 05:00 p.m. IST and the scrutinizer submitted his report dated Friday, April 01, 2022 for the ready reference.

Thereafter, on the basis of the report of the Scrutinizer, Mahesh Kumar Agarwal, Chairman & Managing Director of the Company declared the result of the Postal Ballot of following Resolution as set out in the postal ballot notice and informed that the result would be placed on the website of the company at www.pansaridevelopers.com and would also be intimated to stock Exchange and the depositories along with Scrutinizer Report.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, details regarding postal ballot are as follows.

4. Re-Appointment of Independent Director pursuant to the provisions of section 149,150,152 read with Schedule IV and applicable provisions of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015.

(As a Special Resolution)

The Scrutinizer's in his Report (e-voting) reported the voting on the resolution as follows:

VOTING RESULTS

POSTAL BALLOT NOTICE DATED FEBRUARY 25, 2022 OF PANSARI DEVELOPERS LIMITED

General information about company	
NSE Symbol	PANSARI
ISIN	INE697V01011
Name of the company	Pansari Developers Limited
Type of meeting	Postal Ballot
Date of the meeting / Date of declaration of results (in case of Postal Ballot)	April 01, 2022
Start time of the meeting	Not Applicable
End time of the meeting	Not Applicable

Scrutinizer Details	
Name of the Scrutinizer	Mr. Prakash Shaw
Firms Name	Prakash Shaw & Company
Qualification	CS
Membership Number	A32895
Date of Board Meeting in which appointed	February 25, 2022
Date of Issuance of Report to the company	April 01, 2022

Voting results	
Record date	February 25, 2022
Total number of shareholders on record date	706
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	NA
b) Public	NA

No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	NA
b) Public	NA
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	

ITEM No. 1 SPECIAL RESOLUTION-
Re-appointment of Mr. Manoj Agrawal (DIN: 00230915) as an Independent Director

	Remote E-voting		Voting through Postal Ballot		Consolidated voting results		
	No. of members who voted	No. of votes cast	No. of members who voted	No. of votes cast	No. of members who voted	No. of votes cast	Percentage of total no. of valid votes cast
Voted in favor of the Resolution	35	1,59,02,364	0	0	35	1,59,02,364	100%
Voted in against of the Resolution	0	0	0	0	0	0	0
Invalid votes	0	0	0	0	0	0	0

ITEM No. 2 SPECIAL RESOLUTION-
Re-appointment of Mrs. Garima Agarwal (DIN: 05241202) as an Independent Director

	Remote E-voting		Voting through Postal Ballot		Consolidated voting results		
	No. of members who voted	No. of votes cast	No. of members who voted	No. of votes cast	No. of members who voted	No. of votes cast	Percentage of total no. of valid votes cast
Voted in favor of the Resolution	35	1,59,02,364	0	0	35	1,59,02,364	100%
Voted in against of the Resolution	0	0	0	0	0	0	0

Invalid votes	0	0	0	0	0	0	0
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ITEM No.3 SPECIAL RESOLUTION-

Re-Appointment of Mr. Debasish Bal, (DIN: 07586268) as an Independent Director

	Remote E-voting		Voting through Postal Ballot		Consolidated voting results		
	No. of members who voted	No. of votes cast	No. of members who voted	No. of votes cast	No. of members who voted	No. of votes cast	Percentage of total no. of valid votes cast
Voted in favor of the Resolution	35	1,59,02,364	0	0	35	1,59,02,364	100%
Voted in against of the Resolution	0	0	0	0	0	0	0
Invalid votes	0	0	0	0	0	0	0

Based on the aforesaid report, Mahesh Kumar Agarwal, Chairman & Managing Director, announced the result on Resolution No. 1 to 3 as declared passed with requisite majority.

As per Secretarial Standard II the aforesaid resolution are deemed to be passed on September 02, 2021 being the last date of the postal ballot remote e-voting.

The announcement of the voting result on Postal Ballot concluded with a vote of thanks to the Chair.

Thanking you,

Yours faithfully,

For Pansari Developers Limited

Mahesh Kumar Agarwal

Chairman & Managing Director

DIN: 00480731

Place: Kolkata



Date: 1st April, 2022

To
The Chairman
M/S. Pansari Developers Limited
14, N. S. Road, 4th Floor
Kolkata- 700 001

Dear Sir,

Sub: Consolidated Scrutinizer's Report on passing of Special Resolution through Postal Ballot remote e-voting process

I, Prakash Kumar Shaw, Practising Company Secretary, have been appointed as a Scrutinizer by the Board of Directors of M/s. Pansari Developers Limited ('Company') on 25th February, 2022 pursuant to the Section 110 and other applicable provisions of the Companies Act, 2013 ("the Act") and the Rules made thereunder, as amended from time to time, for the purpose of scrutinizing the process of postal ballot (remote e-voting) in a fair and transparent manner for passing following **Special Resolution** :

- (i) Re-appointment of Mr. Manoj Agrawal (DIN: 00230915) as an Independent Director
- (ii) Re-appointment of Mrs. Garima Agarwal (DIN: 05241202) as an Independent Director
- (iii) Re-Appointment of Mr. Debasish Bal, (DIN: 07586268) as an Independent Director,

Accordingly, I had undertaken the assignment of scrutinizing the entire records and now, I hereby submit my report as under:

Responsibility of the Management

The management of the Company is responsible to ensure compliance with the provisions of Section 110 the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management & Administration) Rules, 2014 (hereinafter referred to as the 'Rules'); Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and relevant Circulars issued by Ministry of Corporate Affairs and relevant SEBI Circulars.

Responsibility as a Scrutinizer

My responsibility as a Scrutinizer for the remote e-voting process and for postal ballot process, is restricted to preparing and submitting this Scrutinizer's Report on the votes cast "in favour" of or "against" the Resolution(s) contained in the Notice based on the reports generated from the e-voting system provided by Link Intime India Pvt. Ltd, the authorised agency to provide e-voting facilities, engaged by the Company.





Report on Scrutiny:

- (a) The Company had completed dispatch of Notice of Postal Ballot dated 25th February, 2022 along with remote e-voting instructions on 28th February, 2022 by way of emails, to the members/ shareholders who have registered their email ids with depositories or with the Company. The Postal Ballot notice dated February 25, 2022 was sent to Members of Company whose names appeared on the Register of Members/List of beneficiaries as on February 25, 2022 (Cut-Off date). Postal Ballot Notice was also published in Newspaper dated March 01, 2022 in The Business Standard (English Edition) and dated March 01, 2022 in the Arthik Lipi (Begnali Edition).
- (b) The Company has appointed and availed the services of the Company's Registrar & Transfer Agent (RTA), M/s. Link Intime India Private Limited, to facilitate e-voting by the members through their remote e-voting system during E-voting period i.e. from Wednesday, March 02, 2022 at 09:00 a.m. IST to Thursday, March 31, 2021 at 05:00 p.m. IST. The instructions for e-voting were part of the Postal Ballot Notice communicated to the members.
- (c) The Postal Ballot Notice along with the Explanatory Statement were uploaded on the website of the Company i.e. www.pansaridevelopers.com and Link Intime India Pvt. Ltd. at <https://instavote.linkintime.co.in/> and website of National Stock Exchange of India Limited www.nseinida.com.
- (d) The voting results along with the Scrutinizer's report will also be hosted on the websites of the Company i.e. www.pansaridevelopers.com and Link Intime India Pvt. Ltd. at <https://instavote.linkintime.co.in/> and website of National Stock Exchange of India Limited www.nseinida.com.
- (e) The Members were required to cast their vote on the resolution as contained in the Notice dated 25th February, 2022 either electronically conveying their asset or dissent, on E-voting platform provided by RTA or through Postal Ballot voting facility provided by the Company during the voting period from Wednesday, March 02, 2022 to Thursday, March 31, 2022.
- (f) The votes casted electronically were unblocked by me on 31st March, 2022 after closure of e-voting process.
- (g) All the votes casted electronically upto 5:00 p.m, the close of working hours on 31st March, 2022, the last date and time fixed by the Company for the closure of remote e-voting was considered for scrutiny.
- (h) The votes casted through remote e-voting and found not in accordance with the Rules were also treated as invalid.
- (i) The summary of the Postal Ballot e-voting as casted is given below:





ITEM No. 1 SPECIAL RESOLUTION-

Re-appointment of Mr. Manoj Agrawal (DIN: 00230915) as an Independent Director

	Remote E-voting		Voting through Postal Ballot		Consolidated voting results		
	No. of members who voted	No. of votes cast	No. of members who voted	No. of votes cast	No. of members who voted	No. of votes cast	Percentage of total no. of valid votes cast
Voted in favor of the Resolution	35	1,59,02,364	0	0	35	1,59,02,364	100%
Voted in against of the Resolution	0	0	0	0	0	0	0
Invalid votes	0	0	0	0	0	0	0

ITEM No. 2 SPECIAL RESOLUTION-

Re-appointment of Mrs. Garima Agarwal (DIN: 05241202) as an Independent Director

	Remote E-voting		Voting through Postal Ballot		Consolidated voting results		
	No. of members who voted	No. of votes cast	No. of members who voted	No. of votes cast	No. of members who voted	No. of votes cast	Percentage of total no. of valid votes cast
Voted in favor of the Resolution	35	1,59,02,364	0	0	35	1,59,02,364	100%
Voted in against of the Resolution	0	0	0	0	0	0	0
Invalid votes	0	0	0	0	0	0	0





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ITEM No. 3 SPECIAL RESOLUTION-

Re-Appointment of Mr. Debasish Bal, (DIN: 07586268) as an Independent Director

	Remote E-voting		Voting through Postal Ballot		Consolidated voting results		
	No. of members who voted	No. of votes cast	No. of members who voted	No. of votes cast	No. of members who voted	No. of votes cast	Percentage of total no. of valid votes cast
Voted in favor of the Resolution	35	1,59,02,364	0	0	35	1,59,02,364	100%
Voted in against of the Resolution	0	0	0	0	0	0	0
Invalid votes	0	0	0	0	0	0	0

- (j) The proposed resolutions have therefore been passed with requisite majority by the Shareholders of the Company.
- (k) You may accordingly declare the result of Postal Ballot through e-voting.
- (l) The electronic data and e-voting registers shall remain in our safe custody until the Chairman considers, approves and signs the minutes of Postal Ballot through e-voting.

Thanking you,
Yours Faithfully,

Prakash Shaw
PRAKASH KUMAR SHAW
Practising Company Secretary
Membership No 32895
COP- 16239
UDIN No.: A032895D000001787



Date: 01.04.2022

Place : Kolkata



Prakash Shaw & Co.
Company Secretaries

P-38, Princep Street
1st Floor, Room No-12
Kolkata - 700 072
Mob: 9681158391

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Witness:

1. Abhishek Pandey
(ABHISHEK PANDEY)
P-38, Princep Street
Kolkata - 700 72
2. Vikash Kumar Shand
6+7/2 Gulam Abbas Lane
Howrah - 711 06.



Received the Report of the Scrutinizer

For PANSARI DEVELOPERS LIMITED

(MAHESH AGARWAL)
Managing Director
DIN No.: 00480731