



October 21, 2014

BY COURIER

THE GENERAL MANAGER
DEPARTMENT OF CORPORATE SERVICES - CRD
BSE LIMITED
1ST FLOOR, NEW TRADING RING
ROTUNDA BUILDING, P. J. TOWERS
DALAL STREET, FORT,
MUMBAI - 400 001

✓ THE GENERAL MANAGER
NATIONAL STOCK EXCHANGE OF INDIA
LTD.
"EXCHANGE PLAZA", PLOT NO. C- 1,
G- BLOCK,
BANDRA - KURLA COMPLEX,
BANDRA (E),
MUMBAI - 400 051

Scrip Code: BSE-532808;

NSE - PGIL;

Sub: Proceedings of the 25th Annual General Meeting of Pearl Global Industries Limited held on Friday, September 26, 2014.

Dear Sir/Madam,

The 25th Annual General Meeting ("the 25th AGM") of the Company was held on September 26, 2014 at 10:30 AM at Sri Sathya Sai International Centre, Pragati Vihar (Near Pragati Vihar Hostel), Lodhi Road, New Delhi-110 003.

The Meeting was chaired by Mr. Deepak Seth, Chairman. Total 520 members attended the meeting as per the records of attendance.

The Chairman gave an overview of the financial performance of the Company for the financial year 2013-14 and its future outlook. He then apprised the members on new markets, and new initiatives and dividend during the financial year 2013-14.

On invitation by the Chairman, several members addressed the meeting, gave their suggestions and raised queries on the Company's financial statements and business operations which were then replied to by the Chairman and CFO.

The Chairman informed the members that pursuant to the provision of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) rules, 2014, the Company had provided an electronic voting facility to members of the Company in respect of business to be transacted at the 25th AGM. The e-voting period commenced on 20th September, 2014 at 9:00 AM and ended on 22nd September, 2014 at 6:00 PM. The Chairman also informed about the Ballot papers available at the 25th AGM to enable shareholders who do not have access to e-voting to cast their votes.

The members were informed of the appointment of Mr. Deepak Somaiya, Company Secretary in Practice as the Scrutinizer for scrutinizing the process of electronic and ballot voting in a fair and transparent manner.



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Pearl Global Industries Limited

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Tel.: +91-124-4651000, Fax : +91-124-4651010. Website: www.pearlglobal.com

CIN : L74899DL1989PLC036849

Regd. Office: A-3, Community Centre, Naraina Industrial Area, Phase-II, New Delhi-110028

The Chairman informed the members that the Scrutinizer has submitted his report on the results of the electronic and ballot voting on September 24, 2014 and September 26, 2014, respectively, and that all the resolutions contained in the Notice of the 25th AGM had received the requisite majority.

The resolutions passed by the members (combined of e-voting and ballot papers) are as follows:

Ordinary Business

1. Adoption of Financial Statements for the year ended 31st March, 2014, and the Reports of Directors and Auditors thereon (Ordinary Resolution).
2. To declare dividend (of Rs. 2/- per equity share) on equity shares for the year ended 31st March, 2014 (Ordinary Resolution).
3. Appointment of Mrs. Shefali Seth (DIN 01388430) as Director, who retire by rotation and offers herself for re-appointment (Ordinary Resolution).
4. Appointment of Mr. Vinod Vaish (DIN 01945795) as Director, who retire by rotation and offers himself for re-appointment (Ordinary Resolution).
5. Appointment of M/s S.R. Dinodia & Co. LLP, Chartered Accountants, Regn. No.001478N/N500005, New Delhi as Statutory Auditors for a period of three years (subject to ratification of their appointment at every Annual General Meeting) (Ordinary Resolution).

Special Business

6. Appointment of Mr. Chitranjan Dua (DIN 00036080) as an Independent Director of the Company to hold office for a term 5 (five) consecutive years ending March 31, 2019 (Ordinary Resolution).
7. Appointment of Mr. Samar Ballav Mohapatra (DIN 00327410) as an Independent Director of the Company to hold office for a term 5 (five) consecutive years ending March 31, 2019 (Ordinary Resolution).
8. Appointment of Mr. Rajendra Kumar Aneja (DIN 00731956) as an Independent Director of the Company to hold office for a term 5 (five) consecutive years ending March 31, 2019 (Ordinary Resolution).
9. Appointment of Mr. Anil Nayar (DIN 01390190) as an Independent Director of the Company to hold office for a term 5 (five) consecutive years ending March 31, 2019 (Ordinary Resolution).
10. Revision of remuneration to Mr. Pulkit Seth (DIN 00003044) Managing Director of the Company (Special Resolution).
11. Revision of remuneration to Mrs. Shefali Seth (DIN 01388430) Whole-Time Director of the Company (Special Resolution).
12. Authorisation under Section 180(1)(c) of the Companies Act, 2013 for borrowing an amount not exceeding Rs.500 Crore (Special Resolution).
13. Approval and Ratification of appointment and payment of remuneration of M/s. DA & Associates, Cost Auditors of the Company for the Financial Year ending 31st March, 2015 (Original Resolution).



14. Consent under Section 188 of the companies Act, 2013 for entering into contract or arrangement with related parties namely Nor Delhi Manufacturing Limited, PG Group Limited, Norwest Industries Limited, Poeticgem Limited, Nor Lanka Manufacturing Limited, Zamira Fashion Limited and Gem Australia Manufacturing Company Limited (Special Resolution).
15. Consent under Section 188 of the companies Act, 2013 for entering into contract or arrangement with related parties namely Simple Approach Limited (Special Resolution).
16. Consent under Section 188 of the companies Act, 2013 for entering into contract or arrangement with related parties namely Norp Knit Industries Limited, PT Pinnacle Apparels and Lerros Moden GmbH (Special Resolution).
17. Consent under Section 188 of the companies Act, 2013 for entering into contract or arrangement with related parties namely Pearl Global (HK) Limited and Pearl Global Fareast Limited (Special Resolution).
18. Consent under Section 188 of the companies Act, 2013 for entering into contract or arrangement with related parties namely Lerros Fashions India Limited (Special Resolution).
19. Consent under Section 188 of the companies Act, 2013 for entering into contract or arrangement with related parties namely Pixel Industries Limited (Special Resolution).

The meeting then concluded with a vote of thanks.

Thanking you,

Yours truly,

For **Pearl Global Industries Limited**


(Sandeep Sabharwal)
Company Secretary

