

PDS/SE/2025-26/51

July 25, 2025

Listing Department National Stock Exchange of India Limited Exchange Plaza, C-1 Block G, Bandra Kurla Complex, Bandra (E), Mumbai -400 051 Scrip Symbol: PDSL	Corporate Relationship Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 Scrip Code: 538730
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Sub: Details of Voting Results through Remote E-voting and Electronic Means under Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 along with Consolidated Scrutinizer's Report

Dear Sir/Madam,

This is to inform you that the Annual General Meeting ("AGM") of the Company was held on Thursday, July 24, 2025, at 2:35 P.M. (IST) and concluded at 3:55 P.M. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") facility.

The Company had provided Remote E-Voting facility to the Members on Resolutions proposed to be considered at the AGM from Monday, July 21, 2025 (9.00 AM IST) till Wednesday, July 23, 2025 (5.00 PM IST) on the e-voting portal of MUFG Intime India Private Limited (*Formerly known as Link Intime India Private Limited*) ("MUFG Intime"). Further, those Members, who had participated through VC/OAVM facility, were provided facility to E-Vote through InstaMeet at the AGM.

All items of business contained in the Notice of the AGM were approved by the Members with majority. The details of Voting Results, as per the requirements of Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 read with Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, are enclosed herewith in the prescribed format as **Annexure – 1** for your reference.

We are also enclosing herewith the Consolidated Report of the Scrutinizer on Remote E-Voting prior and E-Voting at the AGM as **Annexure – 2**. The above are also being uploaded on the Company's website at www.pdsltd.com and on the website of MUFG Intime at <https://instavote.linkintime.co.in>, the E-Voting agency.

You are requested to kindly take the above information on record for the purpose of dissemination to the shareholders.

Thanking you,

Yours faithfully,
for **PDS Limited**

Abhishekh Kanoi
Head of Legal & Group Company Secretary
ICSI Membership No.: F-9530

Encl.: a/a

PDS Limited

A. DETAILS OF THE PROCEEDINGS OF THE MEETING:

Sl. No.	Particulars	Details
1	Date of Annual General Meeting ('AGM')	July 24, 2025
2	Total No. of Shareholders as on Cut-off Date i.e. Thursday, July 17, 2025 for Voting purpose	32,361
3	No. of Shareholders present in the AGM either in person or through proxy	Not Applicable
4	Total No. of Shareholders attended the AGM through Video Conferencing and other Audio-Visual Means facility	54

B. RESULTS OF THE MEETING:

Sl. No.	Agenda	Type of Resolution (Ordinary/ Special)	Mode of Voting	Remarks
1	To receive, consider and adopt: a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and the Auditors thereon; and b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, together with the Report of the Auditors thereon.	Ordinary Resolution	Remote E-Voting and E-Voting during the AGM	Passed with requisite majority
2	To declare the final dividend of ₹1.70/- (Rupee One and Seventy Paise Only) per share for the financial year ended March 31, 2025.	Ordinary Resolution	Remote E-Voting and E-Voting during the AGM	Passed with requisite majority
3	To appoint a Director in place of Mr. Pallak Seth (DIN: 00003040), who retires by rotation, and being eligible, offers himself for re-appointment.	Ordinary Resolution	Remote E-Voting and E-Voting during the AGM	Passed with requisite majority
4	To appoint M/s. SGGS & Associates, Practicing Company Secretaries, as Secretarial Auditors of the Company.	Ordinary Resolution	Remote E-Voting and E-Voting during the AGM	Passed with requisite majority

5	To re-appoint Ms. Sandra Campos (DIN: 10390929) as an Independent Director of the Company.	Special Resolution	Remote E-Voting and E-Voting during the AGM	Passed with requisite majority
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- C. RESOLUTION WISE DETAILS OF VOTING RESULTS:** Details of Voting Results, as per the requirements of Regulation 44(3) of the SEBI Listing Regulations, as attached.

PDS Limited

Resolution Required :Ordinary			1 - To receive, consider and adopt: a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and the Auditors thereon; and b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, together with the Report of the Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	86799430	86799430	100.0000	86799430	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		86799430	100.0000	86799430	0	100.0000	0.0000
Public Institutions	E-Voting	14144105	8093834	57.2241	8093834	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		8093834	57.2241	8093834	0	100.0000	0.0000
Public Non Institutions	E-Voting	40396098	20433	0.0506	20141	292	98.5709	1.4291
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		20433	0.0506	20141	292	98.5709	1.4291
Total		141339633	94913697	67.1529	94913405	292	99.9997	0.0003

PDS Limited								
Resolution Required :Ordinary			2 - To declare the final dividend of Re. 1.70/- (Rupee One and Seventy Paise Only) per share for the financial year ended March 31, 2025.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	86799430	86799430	100.0000	86799430	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		86799430	100.0000	86799430	0	100.0000	0.0000
Public Institutions	E-Voting	14144105	8093834	57.2241	8093834	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		8093834	57.2241	8093834	0	100.0000	0.0000
Public Non Institutions	E-Voting	40396098	20433	0.0506	20141	292	98.5709	1.4291
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		20433	0.0506	20141	292	98.5709	1.4291
Total		141339633	94913697	67.1529	94913405	292	99.9997	0.0003

PDS Limited

Resolution Required :Ordinary			3 - To appoint a Director in place of Mr. Pallak Seth (DIN: 00003040), who retires by rotation, and being eligible, offers himself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	86799430	86799430	100.0000	86799430	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		86799430	100.0000	86799430	0	100.0000	0.0000
Public Institutions	E-Voting	14144105	8093834	57.2241	5834969	2258865	72.0915	27.9085
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		8093834	57.2241	5834969	2258865	72.0915	27.9085
Public Non Institutions	E-Voting	40396098	20433	0.0506	20081	352	98.2773	1.7227
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		20433	0.0506	20081	352	98.2773	1.7227
Total		141339633	94913697	67.1529	92654480	2259217	97.6197	2.3803

PDS Limited

Resolution Required :Ordinary			4 - To appoint M/s. SGGs & Associates, Practicing Company Secretaries, as Secretarial Auditors of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	86799430	86799430	100.0000	86799430	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		86799430	100.0000	86799430	0	100.0000	0.0000
Public Institutions	E-Voting	14144105	8093834	57.2241	8093834	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		8093834	57.2241	8093834	0	100.0000	0.0000
Public Non Institutions	E-Voting	40396098	20433	0.0506	20082	351	98.2822	1.7178
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		20433	0.0506	20082	351	98.2822	1.7178
Total		141339633	94913697	67.1529	94913346	351	99.9996	0.0004

PDS Limited								
Resolution Required :Special			5 - To re-appoint Ms. Sandra Campos (DIN: 10390929) as an Independent Director of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	86799430	86799430	100.0000	86799430	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		86799430	100.0000	86799430	0	100.0000	0.0000
Public Institutions	E-Voting	14144105	8093834	57.2241	8077294	16540	99.7956	0.2044
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		8093834	57.2241	8077294	16540	99.7956	0.2044
Public Non Institutions	E-Voting	40396098	20433	0.0506	20081	352	98.2773	1.7227
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		20433	0.0506	20081	352	98.2773	1.7227
Total		141339633	94913697	67.1529	94896805	16892	99.9822	0.0178

**Consolidated Scrutinizer's Report**

To,
The Chairman
PDS Limited
Unit No.971, Solitaire Corporate Park,
Andheri – Ghatkopar Link Road,
Andheri (East), Mumbai – 400093,
Maharashtra, India.

Ref: *14th Annual General Meeting ('AGM') of the Members of PDS Limited held on Thursday, July 24, 2025, at 02:30 P.M. (IST) through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM')*

Subject: *Passing of resolutions through electronic voting pursuant to Section 108 of the Companies Act, 2013 (the 'Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ('Rules'), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') as amended from time to time, and various circulars issued by Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI') in relation to passing of resolutions through electronic mode ('Applicable Circulars').*

Dear Sir,

I, Gaurav Sainani, Partner-SSGS & Associates, Company Secretaries have been appointed as Scrutinizer by the Board of Directors of PDS Limited (hereinafter referred to as 'the Company') at its Meeting held on May 15, 2025, to scrutinize the remote e-voting process as well as the e-voting conducted at the AGM (remote e-voting and e-voting at the AGM collectively referred to as "E-voting") held on Thursday, July 24, 2025, at 02:30 P.M. (IST) through VC / OAVM pursuant to Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Listing Regulations and as amended by the Applicable Circulars issued in this connection, providing relaxation for the manner in which the AGM shall be held.

The Applicable Circulars provide relaxation for the manner in which the AGM will be held including the manner of sending the notices and annual reports to the Members and the manner of voting at the AGM. I say that I am familiar and well versed with the concept of electronic voting system as prescribed under the Rules and the relaxation as provided in the Applicable Circulars.

The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules thereunder and the Listing Regulations. My responsibility as the Scrutinizer of the voting process (through E-voting), is restricted to scrutinize the E-voting process, in a fair and transparent manner and to prepare a Report of the votes cast in favour and against the resolutions stated in the Notice, based on the reports generated from the E-voting system provided by the MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited), Registrar and Share

SSGS & Associates

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Transfer Agent of the Company, ('MUFG Intime' or the 'Service Provider' or 'RTA'), the service provider authorized under the Rules and engaged by the Company to provide remote e-voting facilities and e-voting facilities to vote at the AGM.

I submit my report as under:

1. The Service Provider had provided a system for recording the votes of the Members electronically through E-voting on all the items of the business (both Ordinary and Special) sought to be transacted at the AGM of the Company, which was held on Thursday, July 24, 2025.
2. The Service Provider had inter-alia set up an electronic voting facility on their website, <https://instavote.linkintime.co.in>. The Company had uploaded all the items of the business to be transacted at the AGM on the website of the Company, the Service Provider and also on the websites of Stock Exchanges viz. BSE Limited ('BSE') and National Stock Exchange of India Limited ('NSE') to facilitate its Members to cast their vote through E-voting.
3. The internal cut-off date for dispatch of Notice of the AGM and Annual Report was June 27, 2025. As mentioned in the Applicable Circulars, the Service Provider had sent the Notice along with Annual Report and E-voting details by e-mail to those Members, whose e-mail ids were made available by the Depositories and the RTA. The Notices sent through e-mail contained a detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and as provided in the Applicable Circulars. The Company also sent letters containing weblink of the Annual Report to those Members whose email addresses were not registered with the Company, the RTA or with the depositories.
4. The Cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was Thursday, July 17, 2025.
5. As prescribed in the aforesaid Rules, the remote e-voting facility was kept open for three days from Monday, July 21, 2025, 9:00 a.m. to Wednesday, July 23, 2025, till 5:00 p.m.
6. The Company released advertisements before and after the dispatch of the Notice of AGM in compliance with the Act and Applicable Circulars. The advertisements were released in Business Standard (All Editions), English Newspaper, and in Mumbai Lakshadweep (Mumbai Edition), Marathi Newspaper, on June 24, 2025, and July 2, 2025.
7. At the end of the remote e-voting period on July 23, 2025, at 05:00 PM, the voting portal of the Service Provider was blocked forthwith.
8. At the 14th AGM of the Company held through VC / OAVM, on Thursday, July 24, 2025, after considering all the items of business, the facility to vote electronically was provided to the Members who attended the meeting through VC / OAVM but could not participate in the remote e-voting to record their votes.

SGGS & Associates

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9. On July 24, 2025, matters tabulating the votes casted through E-voting system provided by the Service Provider, was duly unblocked by me as a Scrutinizer in the presence of Mr. Ritesh Patel and Mr. Satyam Chaurasiya who acted as the witnesses. After unblocking the total votes casted both through remote e-voting and e-voting conducted at the AGM by way of electronic means, were consolidated and the final Scrutinizer's Report was prepared.

SUMMARY OF DETAILS OF MEMBERS:

Particulars	Details
No. of Members on the Cut Off date	32,361
No. of Shares Held as on the Cut Off date	14,13,39,633
No. of Members present at the AGM	54

The results of the remote e-voting together with that of the e-voting conducted at the AGM by way of electronic means are as under:

ORDINARY BUSINESS

Item No. 1 of Notice (As an Ordinary Resolution):

To receive, consider and adopt:

- a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and the Auditors thereon; and
- b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, together with the Report of the Auditors thereon.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Less Voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through remote e-voting and e-voting at the AGM	94,913,405	100.00	292	0.00	Nil

Invalid Votes: Nil

Item No. 1 of Notice stands passed with requisite majority.

Item No. 2 of Notice (As an Ordinary Resolution):

To declare the final dividend of Rs. 1.70 (Rupee One and Seventy Paise Only) per Equity Share for the financial year ended March 31, 2025.

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Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Less Voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through remote e-voting and e-voting at the AGM	94,913,405	100.00	292	0.00	Nil

Invalid Votes: Nil

Item No. 2 of Notice stands passed with requisite majority.

Item No. 3 of Notice (As an Ordinary Resolution):

To appoint a Director in place of Mr. Pallak Seth (DIN: 00003040), who retires by rotation, and being eligible, offers himself for re-appointment.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Less Voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through remote e-voting and e-voting at the AGM	92,654,480	97.62	22,59,217	2.38	Nil

Invalid Votes: Nil

Item No. 3 of Notice stands passed with requisite majority.

SPECIAL BUSINESS

Item No. 4 of Notice (As an Ordinary Resolution):

Appointment of M/s. SGG & Associates, Practicing Company Secretaries, as Secretarial Auditors of the Company.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Less Voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through remote e-voting and e-voting at the AGM	94,913,346	100.00	351	0.00	Nil

Invalid Votes: Nil

Item No. 4 of Notice stands passed with requisite majority.

SGG & Associates

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Hand Phone- +91 8375070606; +91 9922744338

Email: Info@legalixir.com; Website: www.legalixir.com





Item No. 5 of Notice (As a Special Resolution):**Re-appointment of Ms. Sandra Campos (DIN: 10390929) as an Independent Director of the Company**

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Less Voted
	Nos.	%age	Nos.	%age	Nos.
Total votes through remote e-voting and e-voting at the AGM	94,896,805	99.98	16,892	0.02	Nil

Invalid Votes: Nil**Item No. 5 of Notice stands passed with requisite majority.**

The above-mentioned resolutions are deemed to be passed with requisite majority as on the date of the 14th AGM of the Company i.e., July 24, 2025.

The electronic data and all other relevant records relating to the E-voting shall remain in my safe custody and shall be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the 14th AGM of the Company.

Yours faithfully,

For SGG & Associates

ICSI Unique Code: P2021MH086900

**Gaurav Sainani**

Partner

ICSI Membership No.: A36600

Certificate of Practice No.: 24482

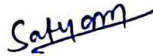
UDIN: A036600G000856089

Peer Review Certificate No.: 5721/2024

Place: New Delhi

Date: July 24, 2025

The following were the witnesses to the unblocking of the votes:

**Ritesh Patel****Satyam Chaurasiya****Received the Report****For PDS Limited****ABHISHEKH****KANOI****Abhishekh Kanoi****Head of Legal & Group Company Secretary**

Digitally signed by ABHISHEKH
KANOI
Date: 2025.07.25 11:46:37 +05'30'

SGGS & Associates
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