



October 01, 2022

To,

**National Stock Exchange of India Limited**

Exchange Plaza, Plot no. C/1, G Block,

Bandra Kurla Complex

Bandra (E), Mumbai, Maharashtra – 400 051

Script Code: **PRITI**

Dear Sir(s)/Madam(s),

**Sub: Proceedings of 5<sup>th</sup> Annual General Meeting (“AGM”) of Priti International Limited (“Company”) and submission of Voting Result under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations, 2015”).**

This is further to our disclosure dated September 01, 2022, and September 05, 2022 enclosing the Notice of AGM of the Company held on September 30, 2022 (“**Notice**”) for seeking approval of the Members on the following resolutions:

Sr. No.	DESCRIPTION
1.	To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon.
2.	To appoint a director in place of Mr. Goverdhan Das Lohiya (DIN: 07787326), who retires by rotation and being eligible, offers himself for reappointment.
3.	Appointment of Ms. Tamanna Kumari (DIN: 09678819) as an Independent Director in terms of Section 149 of the Companies Act, 2013
4.	Alteration in Object Clause of Memorandum of Association of the Company
5.	Payment of Remuneration to Mr. Goverdhan Das Lohiya in excess of threshold limit provided under SEBI Listing Regulations and the Act
6.	Payment of Remuneration to Mr. Ritesh Lohiya in excess of threshold limit provided under SEBI Listing Regulations and the Act



**Priti International Limited**

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https://pritihome.com

Plot No. F-43, Basni, 1<sup>st</sup> Phase, Jodhpur,  
Rajasthan - 342005 INDIA



The 5<sup>th</sup> Annual General Meeting was convened at 11:00 A.M. on September 30, 2022 and concluded at 1:00 P.M.

In accordance with provisions of Section 108 of the Companies Act, 2013 (“**Act**”) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (“**Rules**”) the Company provided the members Remote E-Voting facility.

This is to inform you that Shareholders has approved all the items as set out in the Notice of AGM with requisite majority.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’), we are enclosing herewith the following:

1. Details of Remote E-Voting and Voting at the AGM as **Annexure A**
2. Proceedings of the AGM as **Annexure B**
3. Voting Results of AGM as **Annexure C**
4. Consolidated Report of the Scrutinizer as **Annexure D**

The voting results and the Report of the Scrutinizer will also be available on the Company’s website at [www.pritihome.com](http://www.pritihome.com), website of the National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com), and on the website of NSDL at [www.nsdl.com](http://www.nsdl.com).

This is for your information and records.

Thanking you.

**For Priti International Limited**

Rashi Shrimal

Company Secretary & Compliance officer

Membership No.: A60070




**Annexure A**

**DETAILS OF VOTING RESULT OF 5<sup>th</sup> ANNUAL GENERAL MEETING HELD ON  
SEPTEMBER 30, 2022 PURSUANT TO REGULATION 44(3) OF LISTING  
REGULATIONS**

SN	PARTICULARS	DETAILS
1.	Date of Notice	Thursday, September 01, 2022
2.	Cut-off Date	Friday, September 23, 2022
3.	Date of Dispatch of Notice	Monday, September 05, 2022
4.	Voting Start Date & Time	September 27, 2022 (9:00 AM IST)
5.	Voting End Date & Time	September 29, 2022, at (5:00 PM IST)
6.	<b>Total Number of Shareholders as on the Cut-off Date</b>	<b>10,899</b>
7.	<b>No. of Members present in meeting either in person or proxy</b>	
	Promoter & Promoter Group	<b>9</b>
	Public	<b>21</b>
8.	<b>No. of Members attended the meeting through Video Conferencing</b>	
	Promoter & Promoter Group	<b>NA</b>
	Public	<b>NA</b>

## SUMMARY OF RESULTS

Sr. No.	Agenda	Resolution Required	Mode of Voting	Remarks
1	To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon.	Ordinary Resolution	Remote E- Voting before AGM and Voting through Poll at the AGM	Approved by Requisite Majority
2	To appoint a director in place of Mr. Goverdhan Das Lohiya (DIN: 07787326), who retires by rotation and being eligible, offers himself for reappointment.	Ordinary Resolution	Remote E- Voting before AGM and Voting through Poll at the AGM	Approved by Requisite Majority
3	Appointment of Ms. Tamanna Kumari (DIN: 09678819) as an Independent Director in terms of Section 149 of the Companies Act, 2013	Special Resolution	Remote E- Voting before AGM and Voting through Poll at the AGM	Approved by Requisite Majority
4	Alteration in Object Clause of Memorandum of Association of the Company	Special Resolution	Remote E- Voting before AGM and Voting through Poll at the AGM	Approved by Requisite Majority
5	Payment of Remuneration to Mr. Goverdhan Das Lohiya in excess of threshold limit provided under SEBI Listing Regulations and the Act	Special Resolution	Remote E- Voting before AGM and Voting through Poll at the AGM	Approved by Requisite Majority
6	Payment of Remuneration to Mr. Ritesh Lohiya in excess of threshold limit provided under SEBI Listing Regulations and the Act	Special Resolution	Remote E- Voting before AGM and Voting through Poll at the AGM	Approved by Requisite Majority

**Annexure B****PROCEEDINGS OF THE 5<sup>th</sup> ANNUAL GENERAL MEETING**

The 5<sup>th</sup> Annual General Meeting (“**AGM**” or “**Meeting**”) of Priti International Limited (“**Company**”) was held on Friday, September 30, 2022 at 11.00 A.M. (IST) at the Registered Office of the Company at Plot No. F-43 Basni 1st Phase, Jodhpur, Rajasthan-342001.

Mr. Goverdhan Das Lohiya, Chairman, chaired the AGM. The requisite quorum being present, the Chairman called the AGM to order. The requisite quorum was present throughout the AGM.

The Chairman introduced all the Directors present and conveyed regrets on behalf of directors who could not attend the AGM.

The Chairman informed that the Statutory Auditors and the Secretarial Auditor have been exempted by the Company to attend the meeting.

With the consent of the Members present, the Notice of the AGM, the Standalone Financial Statements of the Company for the Financial Year 2021-22, together with Report of Board of Directors and Annexures thereto, and Report of Auditors thereon was taken as read.

The Members were informed that the Statutory Registers and documents as required to be produced at the meeting were available for inspection of the members.

The Members were also informed that in accordance with the provisions of Section 108 of the Companies Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided facility for Remote E-Voting to all Members.

The Company had appointed FCA Lucky Nanwani, Partner of S B L and Co LLP, Chartered Accountants as the Scrutinizers for the purpose of scrutinizing the process of Remote E-Voting process and voting through Poll at the AGM.



The following items of business were placed before the members for proposing and seconding by the Members:

**Ordinary Business:**

1. To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Mr. Goverdhan Das Lohiya (DIN: 07787326), who retires by rotation and being eligible, offers himself for reappointment.

**Special Business:**

3. Appointment of Ms. Tamanna Kumari (DIN: 09678819) as an Independent Director in terms of Section 149 of the Companies Act, 2013
4. Alteration in Object Clause of Memorandum of Association of the Company
5. Payment of Remuneration to Mr. Goverdhan Das Lohiya in excess of threshold limit provided under SEBI Listing Regulations and the Act
6. Payment of Remuneration to Mr. Ritesh Lohiya in excess of threshold limit provided under SEBI Listing Regulations and the Act

Voting through Poll was also conducted for those shareholders, who had not cast their vote by Remote E-Voting prior to the AGM.

The Chairman then invited the Members to express their views, ask questions and seek clarifications on the proposed resolutions. The Members were given an opportunity to speak. After giving sufficient time to all Members who wished to speak, the Chairman responded to the queries raised by them.

The Members were informed that the voting results along with the consolidated scrutinizers' report would be announced within stipulated timelines.

The meeting then concluded at 1:00 P.M. with a Vote of Thanks to the Chair.

**For Priti International Limited****Rashi Shrimal**Company Secretary & Compliance officer  
**Membership No.: A60070**

## Annexure C

Resolution No. 1								
Resolution required (Ordinary / Special)					Ordinary Resolution			
Whether Promoter/ promoter group are interested in the agenda / resolution?					No			
Description of Resolution considered					To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon.			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (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 & Promoter Group	E-VOTING	7740528	7739728	99.99	7739728	0	100.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL	7740528	7739728	99.99	7739728	0	100.00	0.00
Public - Institutions	E-VOTING	130	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL	130	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	2636670	250320	9.49	250320	0	100.00	0.00
	POLL		28317	1.07	28317	0	100.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL	2636670	278637	10.56	278637	0	100.00	0.00
TOTAL		10377328	8018365	74.59	8018365	0	100.00	0.00
Whether resolution is Passed or Not		Yes						

<b>Resolution No. 2</b>								
<b>Resolution required (Ordinary / Special)</b>				<b>Ordinary Resolution</b>				
<b>Whether Promoter/ promoter group are interested in the agenda / resolution?</b>				<b>Yes</b>				
<b>Description of Resolution considered</b>				<b>To appoint a director in place of Mr. Goverdhan Das Lohiya (DIN: 07787326), who retires by rotation and being eligible, offers himself for reappointment.</b>				
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100</b>	<b>No. of Votes in favor (4)</b>	<b>No. of Votes against (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>
<b>Promoter &amp; Promoter Group</b>	<b>E-VOTING</b>	<b>7740528</b>	<b>7739728</b>	<b>99.99</b>	<b>7739728</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
	<b>POLL</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>POSTAL BALLOT</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>TOTAL</b>	<b>7740528</b>	<b>7739728</b>	<b>99.99</b>	<b>7739728</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Public - Institutions</b>	<b>E-VOTING</b>	<b>130</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>POLL</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>POSTAL BALLOT</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>TOTAL</b>	<b>130</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Public-Non Institutions</b>	<b>E-VOTING</b>	<b>2636670</b>	<b>250320</b>	<b>9.49</b>	<b>181795</b>	<b>68525</b>	<b>72.63</b>	<b>27.37</b>
	<b>POLL</b>		<b>28317</b>	<b>1.07</b>	<b>28317</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
	<b>POSTAL BALLOT</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>TOTAL</b>	<b>2636670</b>	<b>278637</b>	<b>10.56</b>	<b>210112</b>	<b>68525</b>	<b>75.41</b>	<b>24.59</b>
<b>TOTAL</b>		<b>10377328</b>	<b>8018365</b>	<b>74.59</b>	<b>7949840</b>	<b>68525</b>	<b>99.15</b>	<b>0.85</b>
<b>Whether resolution is Passed or Not</b>		<b>Yes</b>						



Resolution No. 3									
Resolution required (Ordinary / Special)					Special Resolution				
Whether Promoter/ promoter group are interested in the agenda / resolution?					No				
Description of Resolution considered					Appointment of Ms. Tamanna Kumari (DIN: 09678819) as an Independent Director in terms of Section 149 of the Companies Act, 2013				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (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 & Promoter Group	E-VOTING	7740528	7739728	99.99	7739728	0	100.00	0.00	
	POLL		0	0.00	0	0	0.00	0.00	
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00	
	TOTAL	7740528	7739728	99.99	7739728	0	100.00	0.00	
Public - Institutions	E-VOTING	130	0	0.00	0	0	0.00	0.00	
	POLL		0	0.00	0	0	0.00	0.00	
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00	
	TOTAL	130	0	0.00	0	0	0.00	0.00	
Public-Non Institutions	E-VOTING	2636670	250320	9.49	181820	68500	72.64	27.36	
	POLL		28317	1.07	28317	0	100.00	0.00	
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00	
	TOTAL	2636670	278637	10.56	210137	68500	75.42	24.58	
TOTAL			10377328	8018365	74.59	7949865	68500	99.15	0.85
Whether resolution is Passed or Not		Yes							

<b>Resolution No. 4</b>								
<b>Resolution required (Ordinary / Special)</b>					<b>Special Resolution</b>			
<b>Whether Promoter/ promoter group are interested in the agenda / resolution?</b>					<b>No</b>			
<b>Description of Resolution considered</b>					<b>Alteration in Object Clause of Memorandum of Association of the Company</b>			
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100</b>	<b>No. of Votes in favor (4)</b>	<b>No. of Votes against (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>
<b>Promoter &amp; Promoter Group</b>	<b>E-VOTING</b>	<b>7740528</b>	<b>7739728</b>	<b>99.99</b>	<b>7739728</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
	<b>POLL</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>POSTAL BALLOT</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>TOTAL</b>	<b>7740528</b>	<b>7739728</b>	<b>99.99</b>	<b>7739728</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Public - Institutions</b>	<b>E-VOTING</b>	<b>130</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>POLL</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>POSTAL BALLOT</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>TOTAL</b>	<b>130</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Public-Non Institutions</b>	<b>E-VOTING</b>	<b>2636670</b>	<b>250320</b>	<b>9.49</b>	<b>181795</b>	<b>68525</b>	<b>72.63</b>	<b>27.37</b>
	<b>POLL</b>		<b>28317</b>	<b>1.07</b>	<b>28317</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
	<b>POSTAL BALLOT</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>TOTAL</b>	<b>2636670</b>	<b>278637</b>	<b>10.56</b>	<b>210112</b>	<b>68525</b>	<b>75.41</b>	<b>24.59</b>
<b>TOTAL</b>		<b>10377328</b>	<b>8018365</b>	<b>74.59</b>	<b>7949840</b>	<b>68525</b>	<b>99.15</b>	<b>0.85</b>
<b>Whether resolution is Passed or Not</b>		<b>Yes</b>						

<b>Resolution No. 5</b>								
<b>Resolution required (Ordinary / Special)</b>					<b>Special Resolution</b>			
<b>Whether Promoter/ promoter group are interested in the agenda / resolution?</b>					<b>Yes</b>			
<b>Description of Resolution considered</b>					<b>Payment of Remuneration to Mr. Goverdhan Das Lohiya in excess of threshold limit provided under SEBI Listing Regulations and the Act</b>			
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100</b>	<b>No. of Votes in favor</b>	<b>No. of Votes against</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>
<b>Promoter &amp; Promoter Group</b>	<b>E-VOTING</b>	<b>7740528</b>	<b>7739728</b>	<b>99.99</b>	<b>7739728</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
	<b>POLL</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>POSTAL BALLOT</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>TOTAL</b>	<b>7740528</b>	<b>7739728</b>	<b>99.99</b>	<b>7739728</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Public - Institutions</b>	<b>E-VOTING</b>	<b>130</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>POLL</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>POSTAL BALLOT</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>TOTAL</b>	<b>130</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Public-Non Institutions</b>	<b>E-VOTING</b>	<b>2636670</b>	<b>250320</b>	<b>9.49</b>	<b>180694</b>	<b>69626</b>	<b>72.19</b>	<b>27.81</b>
	<b>POLL</b>		<b>28317</b>	<b>1.07</b>	<b>28317</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
	<b>POSTAL BALLOT</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>TOTAL</b>	<b>2636670</b>	<b>278637</b>	<b>10.56</b>	<b>209011</b>	<b>69626</b>	<b>75.01</b>	<b>24.99</b>
<b>TOTAL</b>		<b>10377328</b>	<b>8018365</b>	<b>74.59</b>	<b>7948739</b>	<b>69626</b>	<b>99.13</b>	<b>0.87</b>
<b>Whether resolution is Passed or Not</b>		<b>Yes</b>						

<b>Resolution No. 6</b>								
<b>Resolution required (Ordinary / Special)</b>					<b>Special Resolution</b>			
<b>Whether Promoter/ promoter group are interested in the agenda / resolution?</b>					<b>Yes</b>			
<b>Description of Resolution considered</b>					<b>Payment of Remuneration to Mr. Ritesh Lohiya in excess of threshold limit provided under SEBI Listing Regulations and the Act</b>			
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100</b>	<b>No. of Votes in favor (4)</b>	<b>No. of Votes against (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>
<b>Promoter &amp; Promoter Group</b>	<b>E-VOTING</b>	<b>7740528</b>	<b>7739728</b>	<b>99.99</b>	<b>7739728</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
	<b>POLL</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>POSTAL BALLOT</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>TOTAL</b>	<b>7740528</b>	<b>7739728</b>	<b>99.99</b>	<b>7739728</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Public - Institutions</b>	<b>E-VOTING</b>	<b>130</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>POLL</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>POSTAL BALLOT</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>TOTAL</b>	<b>130</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Public-Non Institutions</b>	<b>E-VOTING</b>	<b>2636670</b>	<b>250320</b>	<b>9.49</b>	<b>180694</b>	<b>69626</b>	<b>72.19</b>	<b>27.81</b>
	<b>POLL</b>		<b>28317</b>	<b>1.07</b>	<b>28317</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
	<b>POSTAL BALLOT</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>TOTAL</b>	<b>2636670</b>	<b>278637</b>	<b>10.56</b>	<b>209011</b>	<b>69626</b>	<b>75.01</b>	<b>24.99</b>
<b>TOTAL</b>		<b>10377328</b>	<b>8018365</b>	<b>74.59</b>	<b>7948739</b>	<b>69626</b>	<b>99.13</b>	<b>0.87</b>
<b>Whether resolution is Passed or Not</b>		<b>Yes</b>						



### Independent Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]

To,

The Chairman

**Priti International Limited**

CIN: L36994RJ2017PLC058454

Plot No. F-43, Basni Ist Phase

Jodhpur-342001.

Dear Sir,

1. I, Lucky Nanwani (Membership No. 429997), Chartered Accountant in practice, Partner of S B L and Co LLP, Chartered Accountants (FRN: 0010699C/C400032) Jodhpur was appointed as Scrutinizer by the Board of Directors of the Company for scrutinizing Remote E-Voting process ("**E-Voting**") and Voting through Poll at 5<sup>th</sup> Annual General Meeting General Meeting ("**AGM**") ("**Voting Process**") in respect of passing of the resolution contained in the AGM Notice dated September 01, 2022 ("**Notice**") for AGM of the Company held on Friday, September 30, 2022 at 11:00 A.M. in a fair and transparent manner.

### Management's Responsibility

2. The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013, ("**Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), Secretarial Standard on General Meetings ("**SS-2**") issued by Institute of Company Secretaries of India, and other applicable rules / regulations / guidelines / circulars / notifications related to E-Voting in respect of the resolutions contained in Notice and also for ensuring a secured framework for E-Voting.



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LLPIN : AAM-6252

FRN : 010699 C / C400032

GSTIN : 08AANFM2176J1ZV

UDYAM : RJ-22-0014502



### Independent Scrutinizer's Report – Priti International Limited

#### Scrutinizer's Responsibility

3. My responsibility as scrutinizer is restricted to prepare a scrutinizers' report of the votes cast by the members for the resolution contained in the Notice, based on the data downloaded from website of National Securities Depository limited ('NSDL') i.e., [www.evoting.nsdl.com](http://www.evoting.nsdl.com), authorised agency engaged by the Company to provide E-Voting facilities and verification of vote casted by poll at the AGM.
4. I have conducted my examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India ("ICAI") and Standards on Auditing specified under Section 143(10) of the Act. The Guidance Note requires that I comply with the ethical requirements of the Code of Ethics issued by ICAI.
5. I have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

#### Cut-off Date

6. The Members of the Company as on the cut-off date, as set out in the Notice, i.e. Friday, September 23, 2022 ("cut-off date"), were entitled to avail the facility of Remote E-Voting and Voting through Poll on the proposed resolutions as set-out in the Notice. Those Equity shareholders who had not voted by way of Remote E-Voting were allowed to vote at the meeting through Poll. Their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date, subject to the provisions of Articles of Association of the Company.

#### E-Voting Process

7. The Remote E-Voting period remained open from Tuesday, September 27, 2022 (9.00 A.M. IST) to Thursday, September 29, 2022 (5.00 p.m. IST). The Remote E-Voting module was disabled by NSDL thereafter.



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### Independent Scrutinizer's Report – Priti International Limited

#### Voting by way of Poll at AGM

8. The Company also provided Voting through Poll to the Members who participated/ attended through to enable such Members to cast their votes, if they had not cast their vote earlier through Remote E-Voting.
9. At the 5th Annual General Meeting, after the commencement of the Poll process, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
10. The locked ballot box was subsequently opened by me in the presence of two witnesses, Mr. Jai Gehani and Mr. Suresh Chotrani, who are not in the employment of the Company and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Registrar and Share Transfer Agent of the Company and also with the authorization/proxies lodged with the Company.
11. There was a total of two poll papers which were invalid and/or which were otherwise found defective. The invalid/defective poll papers contained a total of 1674 votes.
12. On Monday, September 05, 2022, the Company had completed the dispatch of Notice of AGM and the Annual report by electronic mode to those members whose names appeared on the Register of Members / List of Beneficial Owners as on Friday, September 02, 2022 ("Record Date"), received from the Depositories and whose e-mail address was registered with the Company/Depositories.
13. The requisite advertisement pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, was published in the "Financial Express" (in English language) and in "Nafa Nuksan" (in Hindi language), on September 06, 2022.
14. I had monitored the process of Remote E-Voting through the scrutinizer's secured link provided by NSDL through its designated website.
15. Immediately After completion of Annual General Meeting, Votes casted by the Members through Remote E-Voting process prior to AGM were unblocked at around



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### Independent Scrutinizer's Report – Priti International Limited

01:00 P.M. in the presence of two witnesses, Mr. Jai Gehani and Mr. Suresh Chotrani, who are not in the employment of the Company.

16. The compilation of the register containing the statement of member's name, DP Id/Client Id and/or Folio number, number of shares held, number of votes exercised, votes in favour, vote against were registered by NSDL on its platform i.e. <https://www.evoting.nsdl.com/> were duly scrutinised.
17. This report is based on votes casted through E-Voting which was downloaded from the website of NSDL i.e., [www.evoting.nsdl.com](http://www.evoting.nsdl.com), and the scrutiny of the votes casted through poll.
18. *There was one shareholder who opted for both facilities i.e. Remote E-Voting and Voting by way of Poll at AGM. However, in this case, the vote casted by the Remote E-Voting was considered valid, and the vote casted through Poll was considered as invalid.*
19. The votes were diligently scrutinized and reconciled with the records maintained by the Company and its Registrar and Share Transfer Agent, and the authorizations lodged with the Company and Registrar and Share Transfer Agent on test check basis.
20. Based on the report generated by NSDL and Registrar and Share Transfer Agent and relied upon by me, data regarding the Remote E-Voting was scrutinized on test check basis.
21. I submit herewith the Independent Scrutinizer's Report on the results of the Voting Process based on the reports generated by BigShare, and scrutinized on test check basis and relied upon by me and the scrutiny of the votes casted through poll as under:



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**Independent Scrutinizer's Report – Priti International Limited**

**Item No 1: To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon.**

**Voted in favour of the resolution:**

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	<b>37</b>	<b>7990048</b>	<b>99.65%</b>
Voting by way of Poll at the EGM	<b>06</b>	<b>28317</b>	<b>00.35%</b>
<b>Total</b>	<b>43</b>	<b>8018365</b>	<b>100.00%</b>

**Voted against the resolution:**

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	<b>00</b>	<b>00</b>	<b>00.00%</b>
Voting by way of Poll at the EGM	<b>00</b>	<b>00</b>	<b>00.00%</b>
<b>Total</b>	<b>00</b>	<b>00</b>	<b>00.00%</b>

**Invalid votes:**

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-Voting	<b>00</b>	<b>00</b>
Voting by way of Poll at the EGM	<b>02</b>	<b>1674</b>
<b>Total</b>	<b>02</b>	<b>1674</b>

**Independent Scrutinizer's Report – Priti International Limited**

**Item No 2: To appoint a director in place of Mr. Goverdhan Das Lohiya (DIN: 07787326), who retires by rotation and being eligible, offers himself for reappointment.**

**Voted in favour of the resolution:**

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	34	7921523	98.79%
Voting by way of Poll at the EGM	06	28317	00.35%
<b>Total</b>	<b>40</b>	<b>7949840</b>	<b>99.15%</b>

**Voted against the resolution:**

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	03	68525	00.85%
Voting by way of Poll at the EGM	00	00	00.00%
<b>Total</b>	<b>00</b>	<b>68525</b>	<b>00.85%</b>

**Invalid votes:**

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-Voting	00	00
Voting by way of Poll at the EGM	02	1674
<b>Total</b>	<b>02</b>	<b>1674</b>

**Independent Scrutinizer's Report – Priti International Limited****Item No 3: Appointment of Ms. Tamanna Kumari (DIN: 09678819) as an Independent Director in terms of Section 149 of the Companies Act, 2013****Voted in favour of the resolution:**

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	36	7921548	98.79%
Voting by way of Poll at the EGM	06	28317	00.35%
<b>Total</b>	<b>42</b>	<b>7949865</b>	<b>99.15%</b>

**Voted against the resolution:**

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	01	68500	00.85%
Voting by way of Poll at the EGM	00	00	00.00%
<b>Total</b>	<b>01</b>	<b>68500</b>	<b>00.85%</b>

**Invalid votes:**

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-Voting	00	00
Voting by way of Poll at the EGM	02	1674
<b>Total</b>	<b>02</b>	<b>1674</b>

**Independent Scrutinizer's Report – Priti International Limited****Item No 4: Alteration in Object Clause of Memorandum of Association of the Company****Voted in favour of the resolution:**

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	34	7921523	98.79%
Voting by way of Poll at the EGM	06	28317	00.35%
<b>Total</b>	<b>40</b>	<b>7949840</b>	<b>99.15%</b>

**Voted against the resolution:**

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	03	68525	00.85%
Voting by way of Poll at the EGM	00	00	00.00%
<b>Total</b>	<b>03</b>	<b>68525</b>	<b>00.85%</b>

**Invalid votes:**

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-Voting	00	00
Voting by way of Poll at the EGM	02	1674
<b>Total</b>	<b>02</b>	<b>1674</b>



**Independent Scrutinizer's Report – Priti International Limited****Item No 5: Payment of Remuneration to Mr. Goverdhan Das Lohiya in excess of threshold limit provided under SEBI Listing Regulations and the Ac****Voted in favour of the resolution:**

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	30	7920422	98.78%
Voting by way of Poll at the EGM	06	28317	00.35%
<b>Total</b>	<b>36</b>	<b>7948739</b>	<b>99.13%</b>

**Voted against the resolution:**

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	07	69626	00.87%
Voting by way of Poll at the EGM	00	00	00.00%
<b>Total</b>	<b>07</b>	<b>69626</b>	<b>00.87%</b>

**Invalid votes:**

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-Voting	00	00
Voting by way of Poll at the EGM	02	1674
<b>Total</b>	<b>02</b>	<b>1674</b>

**Independent Scrutinizer's Report – Priti International Limited****Item No 6: Payment of Remuneration to Mr. Ritesh Lohiya in excess of threshold limit provided under SEBI Listing Regulations and the Act****Voted in favour of the resolution:**

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	30	7920422	98.78%
Voting by way of Poll at the EGM	06	28317	00.35%
<b>Total</b>	<b>36</b>	<b>7948739</b>	<b>99.13%</b>

**Voted against the resolution:**

Particulars	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	07	69626	00.87%
Voting by way of Poll at the EGM	00	00	00.00%
<b>Total</b>	<b>07</b>	<b>69626</b>	<b>00.87%</b>

**Invalid votes:**

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-Voting	00	00
Voting by way of Poll at the EGM	02	1674
<b>Total</b>	<b>02</b>	<b>1674</b>



### Independent Scrutinizer's Report – Priti International Limited

22. Based on the aforesaid results, the resolution as mentioned above have been approved with requisite majority on **Friday, September 30, 2022**. Therefore, the Chairman or any other person authorised by him may accordingly declare the result of the Voting Process.
23. The electronic data and all other relevant records relating to the Voting Process are under my safe custody until the Chairman approves and signs the Minutes of the Meeting and thereafter will be handed over to the Company Secretary of the Company for safe preservation.

### Restriction on Use

24. This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) website of RTA. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking You,

**Lucky Nanwani**

Practicing Chartered Accountant

Membership Number: 429997

Partner

**S B L AND CO LLP**

Chartered Accountants

(Firm's Registration Number: 010699C/C400032)

Place: Jodhpur

Date: October 01, 2022

**UDIN: 22429997AXZLDA2340**

Countersigned by:

**For Priti International Limited**

**Rashi Shrimal**

Company Secretary & Compliance officer  
(Authorised by Chairman)

**Membership No.: A60070**



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