

# ANNUAL REPORT

# 2021



**Pearl Global Industries Limited**  
GLOBAL DESIGN & 3D DESIGN



### Board of Directors

|                          |   |                                    |
|--------------------------|---|------------------------------------|
| Mr. Deepak Seth          | - | Chairman                           |
| Mr. Pulkit Seth          | - | Vice-Chairman & Managing Director  |
| Mrs. Shifalli Seth       | - | Whole-Time Director                |
| Mr. Uma Shankar Kaushik  | - | Whole-Time Director                |
| Mr. Shailesh Kumar       | - | Whole-Time Director                |
| Mr. Chittranjan Dua      | - | Non-executive Independent Director |
| Mr. Rajendra Kumar Aneja | - | Non-executive Independent Director |
| Mr. Anil Nayar           | - | Non-executive Independent Director |
| Mr. Abhishek Goyal       | - | Non-executive Independent Director |
| Mrs. Madhulika Bhupatkar | - | Non-executive Independent Director |
| Ms. Neha Khanna          | - | Non-executive Independent Director |

### Chief Financial Officer

Mr. Narendra Kumar Somani

### Company Secretary

Mr. Mayank Jain

### Audit Committee

|                          |   |                 |
|--------------------------|---|-----------------|
| Mr. Anil Nayar           | - | Chairman        |
| Mrs. Madhulika Bhupatkar | - | Member Director |
| Mr. Rajendra Kumar Aneja | - | Member Director |
| Mr. Abhishek Goyal       | - | Member Director |

### Nomination and Remuneration Committee

|                          |   |                 |
|--------------------------|---|-----------------|
| Mr. Abhishek Goyal       | - | Chairman        |
| Mr. Deepak Seth          | - | Member Director |
| Mr. Rajendra Kumar Aneja | - | Member Director |
| Mr. Anil Nayar           | - | Member Director |

### Stakeholder Relationship Committee

|                          |   |                 |
|--------------------------|---|-----------------|
| Mr. Anil Nayar           | - | Chairman        |
| Mr. Pulkit Seth          | - | Member Director |
| Mr. Rajendra Kumar Aneja | - | Member Director |

### Risk Management Committee

|                    |   |                 |
|--------------------|---|-----------------|
| Mr. Pulkit Seth    | - | Chairman        |
| Mr. Abhishek Goyal | - | Member Director |
| Ms. Neha Khanna    | - | Member Director |

### Corporate Social Responsibility Committee

|                          |   |                 |
|--------------------------|---|-----------------|
| Mrs. Madhulika Bhupatkar | - | Chairperson     |
| Mr. Pulkit Seth          | - | Member Director |
| Mr. Anil Nayar           | - | Member Director |

### Auditors

M/s B.R. Gupta & Co.  
Chartered Accountants  
K-55, Connaught Circus, New Delhi-110001

### Bankers

Punjab National Bank  
Standard Chartered Bank  
UCO Bank  
State Bank of India  
RBL Bank Limited  
HDFC Bank Limited

### Registered Office

C-17/1,  
Paschimi Marg,  
Vasant Vihar, New Delhi-110057

### Corporate Office

"Pearl Tower"  
Plot No. 51, Sector-32  
Gurugram-122001 (Haryana)

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# Notice

## PEARL GLOBAL INDUSTRIES LIMITED

Registered Office: C-17/1, Paschimi Marg, Vasant Vihar, New Delhi-110 057

Corporate Office: Plot No.51, Sector-32, Gurugram-122001 (Haryana)

Tel: 011-46012471, Tel: 0124-4651000, Website: www.pearlglobal.com; e-mail: investor.pgil@pearlglobal.com

CIN: L74899DL1989PLC036849

## NOTICE TO MEMBERS

Notice is hereby given that the 32<sup>nd</sup> Annual General Meeting of the Members of Pearl Global Industries Limited will be held on Friday, September 24, 2021 at 5:00 P.M. through Video Conferencing ("VC")/other Audio Visual Means ("OAVM") ("hereinafter referred to as "electronic mode") to transact the following businesses:

### ORDINARY BUSINESS

1. To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2021 including the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Deepak Seth (DIN 00003021), who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Mr. Pulkit Seth (DIN 00003044), who retires by rotation and being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS

#### 4. TO APPOINT MS. NEHA KHANNA (DIN 03477800) AS AN INDEPENDENT DIRECTOR

To consider and if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), and the rules made thereunder, read with Schedule IV of the Act and Regulation 16(1)(b) and 17(1)(a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or re-enactment thereof for the time being in force), and recommendation of the Nomination & Remuneration Committee, Ms. Neha Khanna (DIN 03477800), who was appointed as an Additional Director of the Company with effect from June 21, 2021, pursuant to Section 161(1) of the Act and Article 86 of the Articles of Association of the Company and who has submitted

the declaration that she meets the criteria of Independence as provided under the Act and the Listing Regulations and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member proposing her candidature for the office of Director, be and is hereby appointed as a Non-Executive Independent Director of the Company to hold office for a term of upto five (5) consecutive years commencing from June 21, 2021, not liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board or any Committee thereof, be and is hereby authorized to do all such things, deeds, matters and acts, as may be required to give effect to this resolution and to do all things incidental and ancillary thereto."

#### 5. TO RE-APPOINT MR. ABHISHEK GOYAL (DIN: 01928855) AS AN INDEPENDENT DIRECTOR

To consider and if thought fit, to pass with or without modification(s) the following resolution as **Special Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, Mr. Abhishek Goyal (DIN 01928855), who holds office of Independent Director up to May 25, 2022 and who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities Exchange

## Notice (contd...)

Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company for a second term of five (5) consecutive years commencing from May 26, 2022, not liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board or any Committee thereof, be and is hereby authorized to do all such things, deeds, matters and acts, as may be required to give effect to this resolution and to do all things incidental and ancillary thereto."

### 6. TO RE-APPOINT MRS. SHIFALLI SETH (DIN: 01388430) AS WHOLE-TIME DIRECTOR

To consider and if thought fit, to pass with or without modification(s) the following resolution as **Special Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s), enactment(s) or re-enactment(s) thereof for the time being in force) and Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the approval of the members of the Company be and is hereby accorded for re-appointment and payment of remuneration to Mrs. Shifalli Seth as Whole-Time Director of the Company for a further period of three years, commencing from January 19, 2021, with liberty to the Board of Directors to alter and vary the terms and conditions and / or remuneration.

**RESOLVED FURTHER THAT** Mrs. Shifalli Seth will be entitled for the following remuneration as Whole-Time Director of the Company:

| Particulars               | (Amount in ₹)                  |
|---------------------------|--------------------------------|
| Salary                    | ₹ 6.25 Lakh per month.         |
| Car for official purpose. | A Company maintained car       |
| Mobile / Telephone        | A mobile for official purpose. |
| Provident Fund & Gratuity | As per Company's rules.        |

**RESOLVED FURTHER THAT** Mrs. Shifalli Seth, Whole-time Director shall be responsible for affairs of the Company with special focus on Design and Development of Products of the Company and also perform such other duties and services as shall from time to time be entrusted to her by the Board of Directors of the Company.

**RESOLVED FURTHER THAT** the Board or any Committee thereof, be and is hereby authorized to do all such things, deeds, matters and acts, as may be required to give effect to this resolution and to do all things incidental and ancillary thereto."

### 7. TO APPOINT MR. PALLAB BANERJEE (DIN 07193749) AS DIRECTOR

To consider and if thought fit, to pass with or without modification(s) the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of the Section 152 of the Companies Act, 2013 and other applicable provisions (including any modification or re-enactment thereof) if any, of the Companies Act, 2013 ("the Act") and based on the recommendation of Nomination and Remuneration Committee and Board of Directors, Mr. Pallab Banerjee (DIN 07193749) who qualifies for appointment as Director, and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company with effect from October 1, 2021, liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board or any Committee thereof, be and is hereby authorized to do all such things, deeds, matters and acts, as may be required to give effect to this resolution and to do all things incidental and ancillary thereto."

### 8. TO APPOINT MR. PALLAB BANERJEE (DIN 07193749) AS WHOLE-TIME DIRECTOR TO BE DESIGNATED AS JOINT MANAGING DIRECTOR

To consider and if thought fit, to pass with or without modification(s) the following resolution as **Special Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act,



## Notice (contd...)

2013 (including any statutory modification(s), enactment(s) or re-enactment(s) thereof for the time being in force) and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and Article of Association of the Company and as per recommendation of Nomination and Remuneration Committee, approval of the members of the Company be and is hereby accorded for appointment and payment of remuneration to Mr. Pallab Banerjee as Whole-Time Director to be designated as Joint Managing Director of the Company for a period of Three years, with effect from October 1, 2021, with liberty to the Board of Directors to alter and vary the terms and conditions and / or remuneration.”

**RESOLVED FURTHER THAT** Mr. Pallab Banerjee will be entitled for annual remuneration upto ₹ 2.75 Crore including incentive.

He will be provided reimbursement of actual business expenses of accommodation, Conveyance including Driver and Entertainment reimbursement, Provident Fund & Gratuity and other benefits as per Company's rules.

**RESOLVED FURTHER THAT** Mr. Pallab Banerjee, Joint Managing Director shall perform such duties and exercise such powers as may be entrusted to him from time to time by the Board of Directors except such matters which are specifically to be done by the Board of Directors under the Articles of Association of the Company or under the Companies Act, 2013 and the rules thereunder or under SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015.

**RESOLVED FURTHER THAT** the Board or any Committee thereof, be and is hereby authorized to do all such things, deeds, matters and acts, as may be required to give effect to this resolution and to do all things incidental and ancillary thereto.”

### 9. TO APPROVE RELATED PARTY TRANSACTION WITH MR. PULKIT SETH, MANAGING DIRECTOR OF THE COMPANY FOR HOLDING OFFICE OR PLACE OF PROFIT IN THE BRANCH OFFICE OF THE COMPANY AS CHIEF EXECUTIVE OFFICER

To consider and if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 188(1)(f) of the Companies Act, 2013, read with Companies (Meetings of Board and its powers) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 (Act), including any statutory modification(s) or re-enactment thereof for the time being in force and as may be enacted from time to time, the consent of the members be and is hereby accorded to the appointment of Mr. Pulkit Seth, Managing Director of the Company (son of Mr. Deepak Seth, Chairman and Non-Executive Director of the Company and husband of Mrs. Shifalli Seth, Whole-Time Director of the Company), holding office or place of profit, as Chief Executive officer of branch office of the Company in United State of America with effect from October 1, 2021 at a remuneration for an amount not exceeding ₹ 3.75 Crore per annum or its equivalent in foreign currency.

**RESOLVED FURTHER THAT** the consent of the members be and is hereby accorded to the Nomination & Remuneration Committee/Board of Directors of the Company, to finalise and decide the change in designation/revisions in the remuneration payable to Mr. Pulkit Seth from time to time in accordance with the Company's policy on performance measurement and such other applicable/relevant policies and to perform and execute all such acts, deeds, matters and things (including delegating such authority), as may be deemed necessary, proper or expedient to give effect to this resolution and for the matters connected herewith or incidental hereto.”

### 10. TO APPROVE RELATED PARTY TRANSACTIONS FOR THE FINANCIAL YEAR 2021-2022

To consider and if thought fit, to pass with or without modification(s) the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** in partial modification of the Resolution passed by the members in their 31<sup>st</sup> Annual General Meeting held on November 26, 2020, for entering into related party transactions for FY 2021-22, and pursuant to Section 188 and any other applicable provisions of the Companies Act, 2013 and the rules made there under, Regulation 23 and any other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-

## Notice (contd...)

enactment thereof for the time being in force), and pursuant to the consent of the Audit Committee and the Board of Directors, the approval of the members of the Company be and is hereby accorded for entering into contract or arrangement with Pearl Global (HK) Limited, a wholly owned subsidiary of the Company for the financial year 2021-22, as per following revised terms & conditions.

| Name of Related Party     | Nature of Transactions                  | Amount (₹ in Crore) |
|---------------------------|---|---------------------|
| Pearl Global (HK) Limited | Sale of Goods                           | 375.00              |
|                           | Purchase of Goods                       | 10.00               |
|                           | SAP Facilities Charges                  | 1.50                |
|                           | Expenses incurred by them on our behalf | 7.50                |
|                           | Expenses paid by us on their behalf     | 30.00               |
|                           | Other supporting services               | 15.00               |

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to perform and execute all such acts, deeds, matters and things including delegate such authority, as may be deemed necessary, proper or expedient to give effect to this resolution and for the matters connected herewith or incidental hereto.”

### 11. TO APPROVE RELATED PARTY TRANSACTIONS FOR THE FINANCIAL YEAR 2022-2023

To consider and if thought fit, to pass with or without modification(s) the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to Section 188 and any other applicable provisions of the Companies Act, 2013 and the rules made there under, Regulation 23 and any other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the consent of the Audit Committee and the Board of Directors, the approval of the members of the Company be and is hereby accorded for entering into contract or arrangement with the related parties as defined under the Companies Act, 2013 and the Rules

made there under, namely Norp Knit Industries Limited, PT Pinnacle Apparels, Pearl Global (HK) Limited, Pearl Global Fareast Limited, DSSP Global Limited, PDS Multinational Fashions Limited, Pearl Grass Creations Limited, Prudent Fashions Limited, Vin Pearl Global Vietnam Limited, Pearl Global F.Z.E., PGIC Investment limited, and Pearl Global Vietnam Co. Limited, for the financial year 2022-23, as per details and terms & conditions as set out under the Explanatory Statement annexed to this Notice.”

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to perform and execute all such acts, deeds, matters and things including delegate such authority, as may be deemed necessary, proper or expedient to give effect to this resolution and for the matters connected herewith or incidental hereto.”

By order of the Board of Directors  
for **Pearl Global Industries Limited**

Place: Gurugram  
Date: August 14, 2021

(**Mayank Jain**)  
**Company Secretary**

### NOTES:

1. In view of the outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and the Ministry of Corporate Affairs (“MCA”) has vide its General Circular nos. 14/2020 dated April 8, 2020; 17/2020 dated April 13, 2020; 22/2020 dated June 15, 2020; 02/2021 dated January 13, 2021 issued by MCA (hereinafter referred as “MCA Circulars”) read with Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India (“SEBI Circular”) and in compliance with the provisions of the Companies Act, 2013 (“the Act”) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), the 32<sup>nd</sup> Annual General Meeting (AGM) of the Company is being conducted through VC/OAVM Facility, which does not require physical presence of Members at a common venue. The Registered Office of the Company shall be deemed as venue for the 32<sup>nd</sup> AGM.

## Notice (contd...)

2. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
3. The Explanatory Statement pursuant to Section 102 of the Act setting out the material facts concerning the business under Item No. 4 to 11 of the accompanying Notice is annexed hereto. The Board of Directors considers that the special businesses under Item No. 4 to 11, is unavoidable, and needs to be transacted at the 32<sup>nd</sup> AGM of the Company.
4. The relevant details, pursuant 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM is annexed as **Annexure-I**.
5. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA & SEBI Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
6. Corporate members intending to send their authorized representatives to attend the AGM pursuant to Section 113 of the Act, are requested to send to the Company, a certified copy (in PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. authorizing its representatives to attend the AGM through VC / OAVM on their behalf and to vote through remote e-voting, by e-mail to [investor.pgil@pearlglobal.com](mailto:investor.pgil@pearlglobal.com)
7. The Members may join the 32<sup>nd</sup> AGM through VC/ OAVM Facility by following the procedure mentioned herein below in the Notice which shall be kept open for the Members from 04:30 P.M. IST i.e. 30 (thirty) minutes before the time scheduled to start the 32<sup>nd</sup> AGM and the Company may close the window for joining the VC/OAVM Facility 30 (Thirty) minutes after the scheduled time to start the 32<sup>nd</sup> AGM. Members may note that the VC/ OAVM Facility, allows participation of at least 1,000 Members on a 'first come first served' basis. The large Shareholders (i.e. shareholders holding 2% or more), promoters, institutional investors, directors, key managerial personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, auditors etc. can attend the 32<sup>nd</sup> AGM without any restriction on account of 'first come first served' basis.
8. The attendance of the Members participating in the 32<sup>nd</sup> AGM through VC/ OAVM Facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
9. Voting rights shall be reckoned on the paid-up value of shares registered in the name of member/beneficial owners (in case of electronic shareholding) as on the cut-off date i.e. Friday, September 17, 2021.
10. In view of the outbreak of the COVID-19 pandemic, resultant difficulties involved in dispatching of physical copies of the Annual Report and in line with the MCA Circulars and SEBI Circulars, the Annual Report for the year 2020-21 including Notice of the 32<sup>nd</sup> AGM of the Company, inter alia, indicating the process and manner of e-voting is being sent only by Email, to all the Members whose Email IDs are registered with the Company/ Registrar and Share Transfer Agent or with the respective Depository Participant(s) for communication purposes to the Members and to all other persons so entitled.
11. Further, in terms of the applicable provisions of the Act, SEBI Listing Regulations read with the MCA Circulars and SEBI Circular, the Annual Report including Notice of the 32<sup>nd</sup> AGM of the Company will also be available on the website of the Company at [www.pearlglobal.com](http://www.pearlglobal.com). The same can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com) and on the website of Link Intime India Private Limited ("**Link Intime**") at <https://instavote.linkintime.co.in>.
12. Pursuant to Section 91 of the Act, the Register of Members of the Company will remain closed from Saturday, September 18, 2021 to Friday, September 24, 2021 (both the days inclusive).
13. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical



## Notice (contd...)

form are requested to advise any change of address immediately to the Company's Registrar and Share Transfer Agent, LinkIntime at their address – Noble Heights, 1<sup>st</sup> floor, Plot No. NH 2, LSC, C-1 Block, Near Savitri Market, Janakpuri, New Delhi – 110058; Email – [delhi@linkintime.co.in](mailto:delhi@linkintime.co.in).

14. Members must quote their Folio No. /Demat Account No. and contact details such as e-mail address, contact no. etc. in all their correspondence with the Company's Registrar and Share Transfer Agent, LinkIntime.
15. The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number ("PAN") by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/Registrar and Share Transfer Agent.
16. The Registers maintained under Section 170 & 189 of the Act and all relevant documents as referred in the Notice calling the AGM and the Explanatory Statement will be available electronically for inspection by the Members upto the date of AGM. Members seeking to

inspect such documents can send an email to [investor.pgil@pearlglobal.com](mailto:investor.pgil@pearlglobal.com).

17. In terms of the SEBI Listing Regulations, securities of listed companies can only be transferred in dematerialized form with effect from April 01, 2019. In view of the above, Members are advised to dematerialize shares held by them in physical form.
18. Members are requested to note that in terms of Section 124 and 125 of the Companies Act, 2013, dividend remaining unclaimed for a period of seven years from the date of transfer to the Company's unpaid dividend Account shall be transferred to the Investor Education and Protection Fund ("IEPF") and all shares on which dividend has not been paid or claimed for seven consecutive years or more shall also be transferred to IEPF Authority as notified by the Ministry of Corporate Affairs.

The Company has been transferring the unpaid or unclaimed dividends from time to time on due dates to the Investor Education and Protection Fund ("IEPF"). Information in respect of unclaimed dividend including when due for transfer to the Investor Education and Protection Fund is given below:

| Financial year ended share capital | Rate of Dividend Declared on the paid-up equity Dividend | Date of declaration of Dividend | Last date for claiming unpaid IEP Fund | Due date for transfer to |
|------------------------------------|--|---------------------------------|--|--------------------------|
| 31.03.2014                         | 20.00% (Final)   | 26.09.2014                      | 24.10.2021                             | 23.11.2021               |
| 31.03.2015                         | 22.50% (Final)   | 22.09.2015                      | 20.10.2022                             | 19.11.2022               |
| 31.03.2016                         | 25.00% (Interim)   | 11.03.2016                      | 09.04.2023                             | 08.05.2023               |
| 31.03.2016                         | 5.00% (Final)  | 27.09.2016                      | 26.10.2023                             | 25.11.2023               |
| 31.03.2017                         | 30.00% (Final)   | 28.09.2017                      | 27.10.2024                             | 26.11.2024               |
| 31.03.2018                         | 20.00% (Final)   | 24.09.2018                      | 23.10.2025                             | 22.11.2025               |
| 31.03.2019                         | 30.00% (Final)   | 24.09.2019                      | 23.10.2026                             | 22.11.2026               |

Members who have not claimed their dividend so far, are requested to make their claim to the Company or to the Registrar and Share Transfer Agent of the Company at Link Intime India Pvt. Limited, Noble Heights, 1<sup>st</sup> Floor, Plot NH-2, C-1 Block LSC, Near Savitri Market, Janakpuri, New Delhi-110058.

19. Members who wish to obtain any information about the Company or view the financial statements for the financial year ended March 31, 2021 send their queries

at [investor.pgil@pearlglobal.com](mailto:investor.pgil@pearlglobal.com) at least 7 (Seven) days before the date of 32<sup>nd</sup> AGM. The same will be replied by/ on behalf of the Company suitably.

20. Members who have not registered their E-mail address so far are requested to register their e-mail for receiving all communications including Annual Report, Notices and Circulars etc. from the Company electronically. Members can do this by updating their email addresses with their depository participants.

## Notice (contd...)

21. In case of joint holders attending the 32<sup>nd</sup> AGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

### 22. E-VOTING

In compliance with provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ("ICSI") and Regulation 44 of the SEBI Listing Regulations, the Company is pleased to provide its Members the facility to cast their votes either for or against each resolutions set forth in the Notice of the 32<sup>nd</sup> AGM using electronic voting system ('remote e-voting') and e-voting (during the 32<sup>nd</sup> AGM), provided by Link Intime and the businesses may be transacted through such voting.

Only those Members who will be present in the 32<sup>nd</sup> AGM through VC / OAVM facility and have not cast their vote on the resolutions through remote e-voting, and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the 32<sup>nd</sup> AGM.

The voting period begins on Tuesday, September 21, 2021 (9.00 AM IST) and ends on Thursday, September 23, 2021 (5.00 PM IST). During this period, Members holding shares either in physical or dematerialized form, as on cut-off date, i.e. as on Friday, September 17, 2021 may cast their votes electronically. Any person, who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice of 32<sup>nd</sup> AGM and holds shares as of the cut-off date, may obtain the login ID and password by sending a request at [investor.pgil@pearlglobal.com](mailto:investor.pgil@pearlglobal.com) or [delhi@linkintime.co.in](mailto:delhi@linkintime.co.in) (RTA email id). However, if a member is already registered with Link Intime for e-voting, then he/she can use existing user id and password/PIN for casting the vote.

#### A. PROCESS AND MANNER FOR ATTENDING THE ANNUAL GENERAL MEETING THROUGH INSTAMEET:

Open the internet browser and launch the URL: <https://instameet.linkintime.co.in>.

- Select the "**Company**" and '**Event Date**' and register with your following details: -

A. **Demat Account No. or Folio No:** Enter your 16 digit Demat Account No. or Folio No

- Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
- Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
- Shareholders/ members holding shares in **physical form shall provide Folio Number** registered with the Company

B. **PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. **Mobile No.:** Enter your mobile number

D. **Email ID:** Enter your email id, as recorded with your DP/Company.

- Click "Go to Meeting" (You are now registered for InstaMeet and your attendance is marked for the meeting).

#### B. INSTRUCTIONS FOR SHAREHOLDERS/ MEMBERS TO SPEAK DURING THE ANNUAL GENERAL MEETING THROUGH INSTAMEET:

1. Shareholders who would like to speak during the meeting must register their request 4(Four) days in advance i.e. on or before September 20, 2021, with the company on the specific email id i.e. [investor.pgil@pearlglobal.com](mailto:investor.pgil@pearlglobal.com).
2. Shareholders will get confirmation on first cum first basis.
3. Shareholders will receive "speaking serial number" once they mark attendance for the meeting.