

Date: 22/08/2016

To,
The Listing Compliance Department,
BSE Limited,
P. J. Tower, Dalal Street,
Mumbai – 400 001

To,
The Listing Compliance Department,
National Stock Exchange of India Limited,
Exchange Plaza, BandraKurla Complex,
Bandra (East), Mumbai - 400051

Sub.: Proceedings of Extra-ordinary General Meeting held on August 22, 2016

Ref.: PC Jeweller Limited (Scrip Code: 534809, Symbol: PCJEWELLER)


Dear Sir/Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the proceedings of an Extra-ordinary General Meeting of the Company held on August 22, 2016.

This is for your information and record.

Thanking you.

For PC Jeweller Limited


(VIJAY PANWAR)
Company Secretary

Encl.: As above

PC Jeweller Limited

Regd. & Corporate Off: C - 54, Preet Vihar, Vikas Marg, Delhi - 110 092 Ph: 011 - 49714971 Fax : 011 - 49714972

info@pcjeweller.com • www.pcjeweller.com • CIN: L36911DL2005PLC134929

PROCEEDINGS OF THE EXTRA-ORDINARY GENERAL MEETING ("EGM") OF PC JEWELLER LIMITED HELD ON MONDAY, AUGUST 22, 2016, AT 10:30 A.M., AT SRI SATHYA SAI INTERNATIONAL CENTRE, PRAGATI VIHAR, LODHI ROAD, NEW DELHI - 110003.

In accordance with the Articles of Association of the Company, Shri Padam Chand Gupta, Chairman of the Board, took the Chair and presided the meeting. The requisite quorum being present, the meeting was called to order.

The Members were informed that the certificate of Statutory Auditors certifying that the preferential issue is being made in accordance with the requirements of SEBI ICDR Regulations, Proxy & Statutory Registers and other relevant documents are open for inspection during the meeting.

The Members were further informed that in accordance with the requirements of the Companies Act, 2013, Rules made there under and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided facility to the Members to cast their votes electronically through remote e-voting in respect of the Special Business to be transacted at the meeting and the Company has engaged the services of Karvy Computershare Private Limited as the Agency to provide remote e-voting facility. The remote e-voting commenced at 9:00 A.M. on August 19, 2016 and ended at 5:00 P.M. on August 21, 2016. The Company also provided facility for voting through physical ballot paper at the EGM for those Members, who were present at the meeting and have not already casted their votes by remote e-voting. Only those Members, whose names appeared in the Register of Members / List of Beneficial Owners as on August 16, 2016 ("Cut-off date"), were entitled to vote (through remote e-voting / physical ballot paper) on the Ordinary and Special Resolutions (Item Nos. 1 and 2 respectively) set forth in the Notice of the EGM and their voting rights were in proportion to their shares in the paid-up equity share capital of the Company as on the Cut-off date. The Members were further informed that Shri Randhir Singh Sharma, Practicing Company Secretary was appointed as the Scrutinizer for scrutinizing remote e-voting & physical voting process in a fair and transparent manner.

With the permission of the Chairman, Shri Vijay Panwar, Company Secretary briefed the Members about the Special Business to be transacted at the meeting. The Members were invited for queries, suggestions and comments but no query was raised.

The meeting closed with a vote of thanks to the Chair and the poll was ordered to be taken up. The Members, who have not already casted their votes through remote e-voting were requested to cast their votes through ballot paper. The Scrutinizer was requested to take care of poll proceedings. The Members were informed that the result will be announced within 48 hours from the conclusion of the meeting.

BRIEF DETAILS OF THE ITEMS DELIBERATED AND RESULTS THEREOF:

At the meeting, the following Special Business were transacted:

ITEM NO. 1: ORDINARY RESOLUTION

Increase in Authorised Share Capital and alteration of the Capital Clause in the Memorandum of Association.

ITEM NO. 2: SPECIAL RESOLUTION

Issue and allotment of Compulsorily Convertible Preference Shares and Equity Shares arising on conversion of such Compulsorily Convertible Preference Shares.

On the basis of Consolidated Scrutinizer's Report dated August 22, 2016 on remote e-voting and poll for the Extra-ordinary General Meeting, the aforesaid Ordinary and Special Resolutions have been duly passed with requisite majority.

PC Jeweller Limited

Regd. & Corporate Off: C - 54, Preet Vihar, Vikas Marg, Delhi - 110 092 Ph: 011 - 49714971 Fax : 011-49714972

info@pcjeweller.com • www.pcjeweller.com • CIN: L36911DL2005PLC134929

