



Date: August 12, 2025

To,
The Listing Compliance Department,
BSE Limited,
P. J. Tower, Dalal Street,
Mumbai – 400001
Scrip Code: 534809

To,
The Listing Compliance Department,
National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai – 400051
Symbol: PCJEWELLER

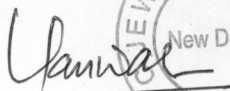
Sub.: Details of voting results on Postal Ballot Notice dated July 10, 2025

Dear Sir / Ma'am,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find enclosed herewith the details of voting results on Postal Ballot Notice dated July 10, 2025 alongwith the Scrutinizer's Report.

This is for your information and records.

Yours faithfully,
For **PC Jeweller Limited**



(VIJAY PANWAR) ★
Company Secretary

Encl.: As above

PC Jeweller Limited

Regd. Office : 2713, 3rd Floor, Bank Street, Karol Bagh, New Delhi-110005 Ph. : 011 - 49714971 Fax : 011 - 49714972

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

**DETAILS OF THE VOTING RESULTS ON POSTAL BALLOT
NOTICE DATED JULY 10, 2025**

Date of declaration of result of Postal Ballot	August 12, 2025
Total number of shareholders on record date Cut-off date i.e. July 4, 2025	4,85,866
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group Public	Not Applicable
No. of shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group Public	Not Applicable

AGENDA-WISE DISCLOSURE:

Item No. 1: Increase in the Authorised Share Capital and alteration in the Capital Clause of Memorandum of Association

Resolution required: (Ordinary / Special)	Ordinary
Whether Promoter / Promoter Group are interested in the agenda / resolution?	No

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (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 and Promoter Group	E-Voting	2604682680	2538000960	97.4399	2538000960	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2538000960	97.4399	2538000960	0	100.0000	0.0000
Public – Institutions	E-Voting	919583985	92688900	10.0794	92688900	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		92688900	10.0794	92688900	0	100.0000	0.0000
Public – Non Institutions	E-Voting	3020267435	15231633	0.5043	15040445	191188	98.7448	1.2552
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		15231633	0.5043	15040445	191188	98.7448	1.2552
Total		6544534100	2645921493	40.4295	2645730305	191188	99.9928	0.0072



Item No. 2: Issuance of up to 9,72,22,222 (Nine Crore Seventy Two Lakh Twenty Two Thousand Two Hundred Twenty Two) Fully Convertible Warrants by way of preferential allotment on private placement basis to Balram Garg

Resolution required: (Ordinary / Special)	Special
Whether Promoter / Promoter Group are interested in the agenda / resolution?	No

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (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 and Promoter Group	E-Voting	2604682680	2538000960	97.4399	2538000960	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	2604682680	2538000960	97.4399	2538000960	0	100.0000	0.0000
Public – Institutions	E-Voting	919583985	92688900	10.0794	85724312	6964588	92.4861	7.5139
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	919583985	92688900	10.0794	85724312	6964588	92.4861	7.5139
Public – Non Institutions	E-Voting	3020267435	15231373	0.5043	14855485	375888	97.5321	2.4679
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	3020267435	15231373	0.5043	14855485	375888	97.5321	2.4679
Total		6544534100	2645921233	40.4295	2638580757	7340476	99.7226	0.2774

Item No. 3: Issuance of up to 18,05,55,555 (Eighteen Crore Five Lakh Fifty Five Thousand Five Hundred Fifty Five) equity shares by way of preferential allotment on private placement basis to Capital Ventures Private Limited

Resolution required: (Ordinary / Special)	Special
Whether Promoter / Promoter Group are interested in the agenda / resolution?	No

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (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 and Promoter Group	E-Voting	2604682680	2538000960	97.4399	2538000960	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	2604682680	2538000960	97.4399	2538000960	0	100.0000	0.0000
Public – Institutions	E-Voting	919583985	92688900	10.0794	85724312	6964588	92.4861	7.5139
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	919583985	92688900	10.0794	85724312	6964588	92.4861	7.5139
Public – Non Institutions	E-Voting	3020267435	15226696	0.5042	14869659	357037	97.6552	2.3448
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	3020267435	15226696	0.5042	14869659	357037	97.6552	2.3448
Total		6544534100	2645916556	40.4294	2638594931	7321625	99.7233	0.2767



**R S SHARMA & ASSOCIATES
COMPANY SECRETARIES**

To,
The Chairman/ Managing Director,
PC Jeweller Limited
2713, 3rd Floor,
Bank Street, Karol Bagh,
New Delhi - 110005

Subject: Scrutinizer's Report on Postal Ballot Notice

Dear Sir,

I, Randhir Singh Sharma, Practicing Company Secretary (CP No. 3872), Proprietor R S Sharma & Associates, Company Secretaries, New Delhi, was appointed as the Scrutinizer by the Board of Directors of PC Jeweller Limited (hereinafter referred to as "**the Company**") at its meeting held on 10th July, 2025 for conducting the Postal Ballot process in a fair and transparent manner, in respect of the resolutions proposed in the Postal Ballot Notice dated 10th July, 2025 (hereinafter referred to as "**Postal Ballot Notice**") of the Company.

I hereby submit my report as under:

- 1) In compliance with General Circular No. 09/2024 dated 19th September, 2024 issued by the Ministry of Corporate Affairs ("**MCA**"), in continuation to the earlier circulars issued in this regard by MCA, Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October, 2024 issued by the Securities and Exchange Board of India ("**SEBI**"), in continuation to the earlier circulars issued in this regard by SEBI, the Company sent Postal Ballot Notice only by electronic mode to those Members whose e-mail address was registered with the Depository Participants / Company / Registrar & Transfer Agent - KFin Technologies Limited ("**KFintech**"), and whose names appeared in the Register of Members / List of Beneficial Owners as received from National Securities Depository Limited / Central Depository Services (India) Limited as on the **Cut-off date i.e. 4th July, 2025**.
- 2) The Company had completed the dispatch of Postal Ballot Notice through e-mail on 11th July, 2025 and published a notice in this regard in the Financial Express (English) and Jansatta (Hindi) newspapers on 12th July, 2025.
- 3) A Corrigendum dated 1st August, 2025 (hereinafter referred to as "**Corrigendum**") to Postal Ballot Notice was also dispatched through e-mail on 2nd August, 2025, to those Members of the Company to whom Postal Ballot Notice was sent. This Corrigendum forms an integral part of Postal Ballot Notice. In the Corrigendum all those Members, who had already casted their votes on the Postal Ballot i.e. after the start of e-voting towards the Postal Ballot Notice but prior to receiving the Corrigendum, were provided an option to write an e-mail from their registered e-mail address to the Scrutinizer on or before 5:00 P.M. on August 10, 2025, if they wish to modify their votes in light of the information provided in the Corrigendum. However, no such modification request was received from any Member of the Company.



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PH. NO.: 9811173804

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4) Postal Ballot Notice and the Corrigendum were also available on the Company's website www.pcjeweller.com and the websites of BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and on the website of KFintech at evoting.kfintech.com.

5) The total paid-up equity share capital of the Company as on the Cut-off date was Rs. 6,57,53,76,500/- divided into 6,57,53,76,500 equity shares of Re. 1/- each, fully paid-up, including 3,08,42,400 equity shares allotted pursuant to conversion of existing Fully Convertible Warrants and were under process of Trading approval.

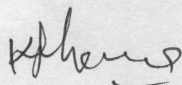
6) The voting rights of Members were in proportion to their share held in the paid-up equity share capital of the Company as on the Cut-Off Date. However, as on 4th July, 2025, trading approval of the stock exchanges for 3,08,42,400 equity shares were pending, hence, the same were not considered for voting results purpose and the results are based on the data received from National Securities Depository Limited / Central Depository Services (India) Limited as on the Cut-off date corresponding to paid-up share capital comprising of 654,45,34,100 equity shares of Re. 1/- each.

7) The Company had engaged the services of KFintech as the Agency to provide e-voting facility to its Members.

8) The e-voting commenced at 9:00 A.M. (IST) on Saturday, 12th July, 2025 and ended at 5:00 P.M. (IST) on Sunday, 10th August, 2025.

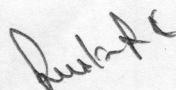
9) I have monitored the process of electronic voting through the Scrutinizer's secured link provided by KFintech on the designated website i.e. evoting.kfintech.com.

10) The votes cast through e-voting were unblocked on 10th August, 2025 after 5:00 P.M. in the presence of Mrs. Kamlesh Sharma and Mr. Ramesh Rastogi, who are not in the employment of the Company, and who have signed below as witnesses:



Name: KAMLESH SHARMA

Address: 54-A, DDA Flats, Gulabi Bagh
Delhi



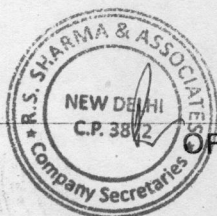
Name: RAMESH RASTOGI

Address: 50-B, DDA Flats, Gulabi Bagh
Delhi

11) The requisite register has been maintained to record the assent or dissent received, mentioning the particulars of name, Folio No. / DP ID-Client ID of Members and no. of shares held by them etc.

12) There were no shares with differential voting rights in the Company, hence, there was no requirement of maintaining the list of shares with differential voting rights.

13) Based on the reports generated from e-voting system provided by KFintech, the summary of voting details on the Special Businesses mentioned in Postal Ballot Notice is as under:



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R S SHARMA & ASSOCIATES
COMPANY SECRETARIES

Item No. 1: Increase in the Authorised Share Capital and alteration in the Capital Clause of Memorandum of Association - (Ordinary Resolution)

a) Voted in favour of the resolution (out of valid votes casted):

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	1135	2645730305	99.9928
Postal Ballot	0	0	0.0000
Total (A+B)	1135	2645730305	99.9928

b) Voted against the resolution (out of valid votes casted):

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	113	191188	0.0072
Postal Ballot	0	0	0.0000
Total (A+B)	113	191188	0.0072

c) Invalid votes:

Mode of voting	Promoter and Promoter Group		Public – Institutions		Public – Non Institutions	
	Number of Members	Invalid votes	Number of Members	Invalid votes	Number of Members	Invalid votes
E-voting	0	0	0	0	59	5552626
Postal Ballot	0	0	0	0	0	0
Total (A+B)	0	0	0	0	59	5552626

Notes: 1) 59 members having total 5552626 shares abstained from voting.

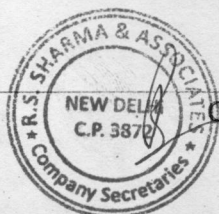
2) Invalid votes indicate abstained from voting.

3) 5 members voted for both in favour and against.

4) 11 members less voted by total 1192 votes.

d) Details of voting in terms of Regulation 44 of the SEBI LODR Regulations:

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (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 and Promoter Group	E-Voting	2604682680	2538000960	97.4399	2538000960	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	2604682680	2538000960	97.4399	2538000960	0	100.0000	0.0000
Public – Institutions	E-Voting	919583985	92688900	10.0794	92688900	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	919583985	92688900	10.0794	92688900	0	100.0000	0.0000
Public – Non Institutions	E-Voting	3020267435	15231633	0.5043	15040445	191188	98.7448	1.2552
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	3020267435	15231633	0.5043	15040445	191188	98.7448	1.2552
Total		6544534100	2645921493	404295	2645730305	191188	99.9928	0.0072



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COMPANY SECRETARIES

Item No. 2: Issuance of up to 9,72,22,222 (Nine Crore Seventy Two Lakh Twenty Two Thousand Two Hundred Twenty Two) Fully Convertible Warrants by way of preferential allotment on private placement basis to Balram Garg - (Special Resolution)

a) Voted in favour of the resolution (out of valid votes casted):

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	1100	2638580757	99.7226
Postal Ballot	0	0	0.0000
Total (A+B)	1100	2638580757	99.7226

b) Voted against the resolution (out of valid votes casted):

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	141	7340476	0.2774
Postal Ballot	0	0	0.0000
Total (A+B)	141	7340476	0.2774

c) Invalid votes:

Mode of voting	Promoter and Promoter Group		Public – Institutions		Public – Non Institutions	
	Number of Members	Invalid votes	Number of Members	Invalid votes	Number of Members	Invalid votes
E-voting	0	0	0	0	68	5550066
Postal Ballot	0	0	0	0	0	0
Total (A+B)	0	0	0	0	68	5550066

Notes: 1) 68 members having total 5550066 shares abstained from voting.

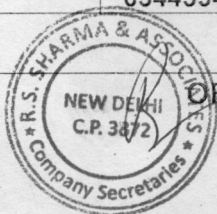
2) Invalid votes indicate abstained from voting.

3) 7 members voted for both in favour and against.

4) 9 members less voted by total 4012 votes.

d) Details of voting in terms of Regulation 44 of the SEBI LODR Regulations:

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (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 and Promoter Group	E-Voting	2604682680	2538000960	97.4399	2538000960	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2538000960	97.4399	2538000960	0	100.0000	0.0000
Public – Institutions	E-Voting	919583985	92688900	10.0794	85724312	6964588	92.4861	7.5139
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		92688900	10.0794	85724312	6964588	92.4861	7.5139
Public – Non Institutions	E-Voting	3020267435	15231373	0.5043	14855485	375888	97.5321	2.4679
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		15231373	0.5043	14855485	375888	97.5321	2.4679
Total		6544534100	2645921233	40.4295	2638580757	7340476	99.7226	0.2774



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COMPANY SECRETARIES

Item No. 3: Issuance of up to 18,05,55,555 (Eighteen Crore Five Lakh Fifty Five Thousand Five Hundred Fifty Five) equity shares by way of preferential allotment on private placement basis to Capital Ventures Private Limited - (Special Resolution)

a) Voted in favour of the resolution (out of valid votes casted):

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	1107	2638594931	99.7233
Postal Ballot	0	0	0.0000
Total (A+B)	1107	2638594931	99.7233

b) Voted against the resolution (out of valid votes casted):

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting	135	7321625	0.2767
Postal Ballot	0	0	0.0000
Total (A+B)	135	7321625	0.2767

c) Invalid votes:

Mode of voting	Promoter and Promoter Group		Public – Institutions		Public – Non Institutions	
	Number of Members	Invalid votes	Number of Members	Invalid votes	Number of Members	Invalid votes
E-voting	0	0	0	0	67	5558035
Postal Ballot	0	0	0	0	0	0
Total (A+B)	0	0	0	0	67	5558035

Notes: 1) 67 members having total 5558035 shares abstained from voting.

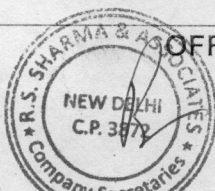
2) Invalid votes indicate abstained from voting.

3) 7 members voted for both in favour and against.

4) 9 members less voted by total 720 votes.

d) Details of voting in terms of Regulation 44 of the SEBI LODR Regulations:

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour (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 and Promoter Group	E-Voting	2604682680	2538000960	97.4399	2538000960	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2538000960	97.4399	2538000960	0	100.0000	0.0000
Public – Institutions	E-Voting	919583985	92688900	10.0794	85724312	6964588	92.4861	7.5139
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		92688900	10.0794	85724312	6964588	92.4861	7.5139
Public – Non Institutions	E-Voting	3020267435	15226696	0.5042	14869659	357037	97.6552	2.3448
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		15226696	0.5042	14869659	357037	97.6552	2.3448
Total		6544534100	2645916556	40.4294	2638594931	7321625	99.7233	0.2767



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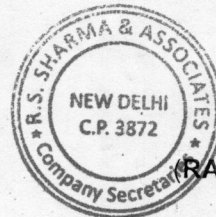
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COMPANY SECRETARIES

14) From the voting details, as mentioned in this report, it is clear that the resolutions (Item Nos. 1 - 3) set forth in the Postal Ballot Notice have been passed with the requisite majority.

15) Based on this Report, you may accordingly declare the result of the resolutions (Item Nos. 1 - 3) set forth in the Postal Ballot Notice, as duly passed.

16) The electronic data and other related records will be handed over to the Company Secretary of the Company for safe custody after signing of the minutes.

Date: 11/08/2025
Place: Delhi



For **R S Sharma & Associates**
Company Secretaries

A handwritten signature in black ink, appearing to read "Randhir Singh Sharma".

(RANDHIR SINGH SHARMA)

Proprietor

Mem. no.: FCS2062, CP no.: 3872

Peer review no.: 5023/2023

UDIN: F002062G000976178

Counter signed by:
For **PC Jeweller Limited**

A handwritten signature in black ink, appearing to read "Balram Garg".
A circular stamp with the text "PC JEWELLER LIMITED" around the top edge, "New Delhi" in the center, and a small star at the bottom.

(BALRAM GARG)

Managing Director

DIN: 00032083