

Date: 16th July 2024

To
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai, MH - 400001

To
Listing Department
National Stock Exchange of India Limited
C-1, G-Block, Bandra-Kurla Complex
Bandra (E), Mumbai, MH - 400051

Scrip Code: 542652 Scrip Symbol: Polycab
ISIN: INE455K01017

Dear Sir(s) / Madam(s),

Sub: Disclosure under Regulation 30 and Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ('Listing Regulations'): Proceedings and details of voting results of 28th Annual General Meeting.

The 28th Annual General Meeting ('28th AGM') of the Company was held on Tuesday, 16th July 2024 at 09:00 a.m. (IST) through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM') and concluded at 09:55 a.m.

In this regard, we are enclosing the following:

- Summary of the proceedings of the 28th AGM under Regulation 30 and Part A of Schedule III of the Listing Regulations - **Annexure A.**
- Voting Results of the business transacted at the AGM under Regulation 44 of the Listing Regulations – **Annexure B.**

The disclosures are also being uploaded on Company's website www.polycab.com and on the website of National Securities Depository Limited i.e. www.evoting.nsdl.com.

Further, please note that Dividend for the financial year 2023-24 has been disbursed today i.e. on 16th July 2024.

We request you to take the above information on your record.

Thanking you
Yours Faithfully
For **Polycab India Limited**

Manita Carmen A. Gonsalves

Company Secretary and Vice President-Legal
Membership No.: A18321

Address: #29, The Ruby, 21st Floor, Senapati Bapat Marg,
Tulsi Pipe Road, Dadar (West), Mumbai, MH-400028

Encl: As above

POLYCAB INDIA LIMITED

Registered Office:
Unit 4, Plot No 105, Halol Vadodara Road Village
Nurpura, Taluka Halol, Panchmahal, Panch
Mahals, Gujarat 389 350
Tel: 2676- 227600 / 227700

Corporate Office:
Polycab India Limited
CIN: L31300GJ1996PLC114183
#29, The Ruby, 21st Floor, Senapati Bapat Marg,
Tulsi Pipe Road, Dadar (West), Mumbai 400 028
Tel: +91 22 6735 1400
Email: shares@polycab.com Web: www.polycab.com

Summary of proceedings of the 28th Annual General Meeting of Polycab India Limited

The 28th Annual General Meeting (28th AGM) of the members of the Company was held today i.e. 16th July 2024 at 09:00 a.m. through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM'). The Company informed that in view of MCA General circular no. 14/2020 dated April 08, 2020, Circular No.02/2021 dated January 13, 2021, Circular No. 20/2021 dated December 12, 2021, Circular No. 21/2021 dated December 14, 2021 and Circular No. 2/2022 dated May 05, 2022, General Circular No. 10/2022 General Circular No. 11/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 25, 2023 physical attendance of the members to the AGM venue was not required and AGM may be held through VC/OAVM.

Ms. Manita Carmen A. Gonsalves, Company Secretary & Vice President Legal, welcomed stakeholders, Shareholders, Independent Directors, Auditors she also welcomed Mr. Inder T. Jaisinghani, Chairman & Managing Director, Mr. Bharat A. Jaisinghani, Mr. Nikhil R. Jaisinghani, Executive Directors and Mr. Gandharv Tongia, Executive Director & CFO present on the dais. The requisite quorum for convening the 28th AGM was present at the meeting. Ms. Manita Carmen A. Gonsalves requested Mr. Inder T. Jaisinghani, Chairman and Managing Director to commence the formal proceedings of the 28th AGM of the Company.

The Chairman welcomed the Directors present at the meeting requested them to introduce themselves. All the Directors present at the meeting introduced themselves. He also introduced the Statutory Auditors and Secretarial Auditors present at the meeting.

Mr. Inder Jaisinghani delivered his speech, followed by a presentation from Mr. Gandharv Tongia, Executive Director & CFO of the Company. Additionally, a brief video highlighting the past year was screened during the meeting

Ms. Gonsalves thanked Mr. Gandharv Tongia and informed the members that the Report of the Board of Directors, the Accounts for the financial year ended 31st March 2024 and the Notice convening the 28th AGM were taken as read as the same had already been circulated to the members of the Company. The Auditors Report for the financial year 2023-24 issued by M/s. BSR & Co. LLP, Statutory Auditors of the Company did not contain any qualification, reservation, adverse remarks or disclaimer and as such the report was taken as read. Further, the Secretarial Audit Report for the financial year 2023-24 issued by BNP & Associates, Company Secretaries (Firm Registration No.: P2014MH037400) did not contain any qualification or adverse remark.

Ms. Gonsalves informed the members that the Company had engaged the services of National Securities Depositories Limited (NSDL) to provide facility for voting through remote e-voting and e-voting during the AGM pursuant to the provisions of the Companies Act, 2013, the rules framed thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The remote e-voting commenced at 09:00 a.m. on Saturday, 13th July, 2024, and ended at 05:00 p.m. on Monday, 15th July 2024. The members were also informed that the facility for voting through e-voting system was also made available during the meeting for members who had not cast their vote prior to the meeting. The Company had appointed M/s. BNP & Associates, Company Secretaries, as the Scrutinizers to scrutinize the e-voting process in a fair and transparent manner.

The members who had registered themselves as speakers had expressed their views and asked questions which were suitably replied by the management. Thereafter, Mr. Gandharv Tongia, Executive Director and CFO thanked the members, auditors, government agencies, stock exchanges, regulators, banks, dealers, customers and employees for their enduring support.

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The meeting concluded at 09:55 a.m. Further, e-voting facility was kept opened for 15 minutes for members who had not cast their vote prior to the meeting.

The following items of business as set out in the notice convening 28th AGM were placed before the members for their consideration and approval which were duly passed with requisite majority:

RESULTS OF THE MEETING				
Sr. No.	Agenda	Resolution Required (Ordinary / Special)	Mode of Voting	Remarks
1.	Adoption of Audited Standalone Financial Statements.	Ordinary	Remote e-voting prior and during the AGM	Passed with requisite majority
2.	Adoption of Audited Consolidated Financial Statements.	Ordinary	Remote e-voting prior and during the AGM	Passed with requisite majority
3.	Declaration of Dividend.	Ordinary	Remote e-voting prior and during the AGM	Passed with requisite majority
4.	Appointment of Mr. Nikhil R. Jaisinghani (DIN: 00742771) as Director liable to retire by rotation.	Ordinary	Remote e-voting prior and during the AGM	Passed with requisite majority
5.	Re-appointment of B S R & Co. LLP Chartered Accountants (FRN: 101248W/-W-100022) as the Statutory Auditors of the Company.	Ordinary	Remote e-voting prior and during the AGM	Passed with requisite majority
6.	Re-appointment of Mr. Inder T. Jaisinghani (DIN:00309108) as Managing Director of the Company.	Special	Remote e-voting prior and during the AGM	Passed with requisite majority
7.	Payment of Commission to the Independent Directors of the Company.	Special	Remote e-voting prior and during the AGM	Passed with requisite majority
8.	Ratification of remuneration payable to R. Nanabhoy & Co. Cost Accountants, as Cost Auditors for the Financial Year ending 31 March 2025.	Ordinary	Remote e-voting prior and during the AGM	Passed with requisite majority

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Disclosure under Regulation 44 of SEBI (Listing Disclosure and Disclosure Requirements)
Regulations 2015

General information about company

Scrip Code	BSE Scrip Code: 542652; NSE Scrip Symbol: POLYCAB
Name of company	POLYCAB INDIA LIMITED
Type of meeting	Annual General Meeting
Start time of meeting	09:00
End time of meeting	09:55



VOTING RESULTS	
Record date	09-07-2024
Total number of shareholders on record date	418310
Number of shareholders present in the meeting either in person or through proxy	
a) Promoter and promoter group	0
b) Public	0
Number of shareholders attended the meeting through video conferencing	
a) Promoter and promoter group	30
b) Public	64
Number of resolutions passed in meeting	8
Disclosure of notes on voting results	NA

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Resolution Details(1)								
Resolution Required					Adoption of Audited Standalone Financial Statements			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter and Promoter Group	E-voting	94152619	94152619	100	94152619	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	94152619	94152619	100	94152619	0	100	0
Public Institutions	E-voting	31871875	25970784	81.48	25844386	126398	99.51	0.49
	Poll		0	0	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0	0	0	0.00	0.00
	Total	31871875	25970784	81.48	25844386	126398	99.51	0.49
Public Non-Institutions	E-voting	24336841	6631025	27.25	6630558	467	99.99	0.01
	Poll		0	0	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0	0	0	0.00	0.00
	Total	24336841	6631025	27.24	6630558	467	99.99	0.01
Total		150361335	126754428	84.30	126627563	126865	99.90	0.10

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Resolution Details(2)								
Resolution Required					Adoption of Audited Consolidated Financial Statements			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	94152619	94152619	100	94152619	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	94152619	94152619	100	94152619	0	100	0
Public Institutions	E-voting	31871875	25969229	81.48	25842831	126398	99.51	0.49
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	31871875	25969229	81.48	25842831	126398	99.51	0.49
Public Non-Institutions	E-voting	24336841	6631003	27.25	6630637	366	99.99	0.01
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	24336841	6631003	27.25	6630637	366	99.99	0.01
Total		150361335	126752851	84.30	126626087	126764	99.90	0.10

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Resolution Details(3)								
Resolution Required					Declaration of Dividend			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	94152619	94152619	100	94152619	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	94152619	94152619	100	94152619	0	100	0
Public Institutions	E-voting	31871875	25987517	81.54	25943693	43824	99.83	0.17
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	31871875	25987517	81.54	25943693	43824	99.83	0.17
Public Non-Institutions	E-voting	24336841	6630954	27.25	6630684	270	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	24336841	6630954	27.25	6630684	270	100.00	0.00
Total		160361335	126771090	84.31	126726996	44094	99.97	0.03

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Resolution Details(4)								
Resolution Required					Appointment of Mr. Nikhil R. Jaisinghani (DIN: 00742771) as Director liable to retire by rotation			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3) = $\frac{(2)}{(1)} * 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} * 100$	(7) = $\frac{(5)}{(2)} * 100$
Promoter and Promoter Group	E-voting	94152619	65698599	69.78	65698599	0	100	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot(if applicable)		0	0.00	0	0	0	0
	Total	94152619	65698599	69.78	65698599	0	100	0
Public Institutions	E-voting	31871875	25987517	81.54	25104906	882611	96.60	3.40
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	31871875	25987517	81.54	25104906	882611	96.60	3.40
Public Non-Institutions	E-voting	24336841	6630454	27.24	6630047	407	99.99	0.01
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	24336841	6630454	27.24	6630047	407	99.99	0.01
Total		150361335	98316570	65.39	97433552	883018	99.10	0.90

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Resolution Details(5)								
Resolution Required					Re-appointment of B S R & Co., LLP Chartered Accountants (FRN: 101248W/-W-100022) as the Statutory Auditors of the Company			
Whether promoter/ promoter group are interested in the agenda / resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	94152619	94152619	100	94152619	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if a		0	0	0	0	0	0
	Total		94152619	94152619	100	94152619	0	100
Public Institutions	E-voting	31871875	25987517	81.54	25945604	41913	99.84	0.16
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if a		0	0.00	0	0	0.00	0.00
	Total		31871875	25987517	81.54	25945604	41913	99.84
Public Non-Institutions	E-voting	24336841	6630453	27.24	6630061	392	99.99	0.01
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if a		0	0.00	0	0	0.00	0.00
	Total		24336841	6630453	27.24	6630061	392	99.99
Total		150361335	126770589	84.31	126728284	42305	99.97	0.03

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Resolution Details(6)								
Resolution Required					Re-appointment of Mr. Inder T. Jaisinghani (DIN:00309108) as Managing Director of the Company			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	94152619	65698599	69.78	65698599	0	100	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot(if applicable)		0	0.00	0	0	0	0
	Total	94152619	65698599	69.78	65698599	0	100	0
Public Institutions	E-voting	31871875	25987517	81.54	7416979	18570538	28.54	71.46
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	31871875	25987517	81.54	7416979	18570538	28.54	71.46
Public Non-Institutions	E-voting	24336841	6630343	27.24	6219057	411286	93.80	6.20
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	24336841	6630343	27.24	6219057	411286	93.80	6.20
Total		150361335	98316459	65.39	79334635	18981824	80.69	19.31

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Resolution Details(7)								
Resolution Required					Payment of Commission to the Independent Directors of the Company			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - In favour	No. of votes - In Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	94152619	94152619	100	94152619	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		94152619	94152619	100	94152619	0	100
Public Institutions	E-voting	31871875	25987517	81.54	22385190	3602327	86.14	13.86
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total		31871875	25987517	81.54	22385190	3602327	86.14
Public Non-Institutions	E-voting	24336841	6630343	27.24	6349831	280512	95.77	4.23
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total		24336841	6630343	27.24	6349831	280512	95.77
Total		150361335	126770479	84.31	122887640	3882839	96.94	3.06

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Resolution Details(8)								
Resolution Required					Ratification of remuneration payable to R. Nanabhoy & Co., Cost Accountants, as Cost Auditors for the			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		94152619	100	94152619	0	100	0
	Poll	94152619	0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	94152619	94152619	100	94152619	0	100	0
Public Institutions	E-voting		25966845	81.47	25966845	0	100.00	0.00
	Poll	31871875	0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	31871875	25966845	81.47	25966845	0	100.00	0.00
Public Non-Institutions	E-voting		6630453	27.24	6630003	450	99.99	0.01
	Poll	24336841	0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	24336841	6630453	27.24	6630003	450	99.99	0.01
Total		150361335	126749917	84.30	126749467	450	100.00	0.00

Nanabhoy

