

PDS/SE/2026-27/47

July 31, 2026

Listing Department National Stock Exchange of India Limited Exchange Plaza, C-1 Block G, Bandra Kurla Complex, Bandra (E), Mumbai -400 051 Scrip Symbol: PDSL	Corporate Relationship Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 Scrip Code: 538730
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Sub: Voting Results of the 15th Annual General Meeting of the Company pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, along with the Consolidated Scrutinizer's Report.

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), please find enclosed herewith the details of the voting results of the 15th Annual General Meeting ("AGM") of PDS Limited ("the Company"), held on Friday, July 31, 2026, at 2:30 P.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), which concluded at 4:05 P.M. (IST).

The Company had provided the facility of remote e-Voting to its Members in respect of all the resolutions set out in the Notice convening the AGM from 9:00 A.M. (IST) on Tuesday, July 28, 2026, until 5:00 P.M. (IST) on Thursday, July 30, 2026, through the e-Voting platform of MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited) ("MUFG Intime"). In addition, Members who participated in the AGM through VC/OAVM and had not cast their votes through remote e-Voting were provided the facility to vote electronically during the AGM through InstaMeet.

All the resolutions set out in the Notice convening the AGM were duly approved by the Members with the requisite majority. Accordingly, pursuant to Regulation 44(3) of the SEBI Listing Regulations read with Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the details of the voting results are enclosed herewith as **Annexure -1** and the Consolidated Scrutinizer's Report on the remote e-Voting conducted prior to the AGM and the electronic voting conducted during the AGM as **Annexure -2**.

The aforesaid voting results, along with the Consolidated Scrutinizer's Report, are also being made available on the Company's website at www.pdsltd.com and on the website of MUFG Intime at <https://instavote.linkintime.co.in>, in accordance with the applicable statutory requirements.

This is for your information and records.

Thanking you,
Yours faithfully,
for PDS Limited

Abhishekh Kanoi
Group General Counsel & Company Secretary
ICSI Membership No.: F-9530

Enclosed: As above

PDS Limited

Registered Office Address : PDS Tower, 5th Floor, Plot No. 222, Udyog Vihar Phase -1, Industrial Complex Dundaheera, Gurgaon - 122016, Haryana, India.

Corporate Office Address: Unit No. 1031 & 1032, Solitaire Corporate Park Andheri- Ghatkopar Link Road, Andheri East, Mumbai 400093, Maharashtra, India.

CIN : L18101HR2011PLC147408  www.pdsltd.com  info@psltd.com  +91 2241441100

Annexure -1

A. DETAILS OF THE PROCEEDINGS OF THE MEETING:

Sl. No.	Particulars	Details
1	Date of Annual General Meeting ('AGM')	July 31, 2026
2	Total No. of Shareholders as on Cut-off Date i.e. Friday, July 24, 2026 for voting purpose	33,079
3	No. of Shareholders present in the AGM either in person or through proxy	Not Applicable
4	Total No. of Shareholders attended the AGM through Video Conferencing and other Audio-Visual Means facility	62 (Sixty -Two)

B. RESULTS OF THE MEETING:

Sl. No.	Agenda	Type of Resolution (Ordinary/ Special)	Mode of Voting	Remarks
1	To receive, consider and adopt: a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and the Auditors thereon; and b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, together with the Report of the Auditors thereon.	Ordinary Resolution	Remote E-Voting and E-Voting during the AGM	Passed with requisite majority
2	To declare the final dividend of ₹1.65 /- (Rupee One and Sixty-Five Paise Only) per Equity Share for the financial year ended March 31, 2026.	Ordinary Resolution	Remote E-Voting and E-Voting during the AGM	Passed with requisite majority
3	To appoint a director in place of Ms. Yael Gairola (DIN: 08434509), who retires by rotation, and being eligible, offers herself for re-appointment.	Ordinary Resolution	Remote E-Voting and E-Voting during the AGM	Passed with requisite majority
4	To re-appoint Mr. Robert Sinclair (DIN: 09390821) as an Independent Director of the Company.	Special Resolution	Remote E-Voting and E-Voting during the AGM	Passed with requisite majority

PDS Limited

Registered Office Address : PDS Tower, 5th Floor, Plot No. 222, Udyog Vihar Phase -1, Industrial Complex Dundaheera, Gurgaon - 122016, Haryana, India.

Corporate Office Address: Unit No. 1031 & 1032, Solitaire Corporate Park Andheri- Ghatkopar Link Road, Andheri East, Mumbai 400093, Maharashtra, India.

5	To re-appoint Mr. Nishant Parikh (DIN: 07349640) as an Independent Director of the Company.	Special Resolution	Remote E-Voting and E-Voting during the AGM	Passed with requisite majority
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C. RESOLUTION WISE DETAILS OF VOTING RESULTS: Details of Voting Results, as per the requirements of Regulation 44(3) of the SEBI Listing Regulations, as attached.

Thanking you,

Yours faithfully,
for PDS Limited

Abhishekh Kanoi
Group General Counsel & Company Secretary
ICSI Membership No.: F-9530

PDS Limited

Resolution Required :Ordinary			1. To receive, consider and adopt: a.the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and the Auditors thereon; and b.the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, together with the Report of the Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	86799430	86799430	100.0000	86799430	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		86799430	100.0000	86799430	0	100.0000	0.0000
Public Institutions	E-Voting	11942109	6414177	53.7106	6414017	160	99.9975	0.0025
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6414177	53.7106	6414017	160	99.9975	0.0025
Public Non Institutions	E-Voting	42700594	9647	0.0226	9614	33	99.6579	0.3421
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		9647	0.0226	9614	33	99.6579	0.3421
Total		141442133	93223254	65.9091	93223061	193	99.9998	0.0002

PDS Limited

Resolution Required :Ordinary			2 - To declare the final dividend of ₹1.65 /- (Rupee One and Sixty-Five Paise Only) per Equity Share for the financial year ended March 31, 2026.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	86799430	86799430	100.0000	86799430	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		86799430	100.0000	86799430	0	100.0000	0.0000
Public Institutions	E-Voting	11942109	6414177	53.7106	6414177	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6414177	53.7106	6414177	0	100.0000	0.0000
Public Non Institutions	E-Voting	42700594	9647	0.0226	9612	35	99.6372	0.3628
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		9647	0.0226	9612	35	99.6372	0.3628
Total		141442133	93223254	65.9091	93223219	35	100.0000	0.0000

PDS Limited

Resolution Required :Ordinary			3 - To appoint a director in place of Ms. Yael Gairola (DIN: 08434509), who retires by rotation, and being eligible, offers herself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	86799430	86799430	100.0000	86799430	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		86799430	100.0000	86799430	0	100.0000	0.0000
Public Institutions	E-Voting	11942109	6414177	53.7106	6414177	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6414177	53.7106	6414177	0	100.0000	0.0000
Public Non Institutions	E-Voting	42700594	9647	0.0226	9612	35	99.6372	0.3628
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		9647	0.0226	9612	35	99.6372	0.3628
Total		141442133	93223254	65.9091	93223219	35	100.0000	0.0000

PDS Limited

Resolution Required :Special			4 - To re-appoint Mr. Robert Sinclair (DIN: 09390821) as an Independent 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	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	86799430	86799430	100.0000	86799430	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		86799430	100.0000	86799430	0	100.0000	0.0000
Public Institutions	E-Voting	11942109	6414177	53.7106	6414177	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6414177	53.7106	6414177	0	100.0000	0.0000
Public Non Institutions	E-Voting	42700594	9647	0.0226	9612	35	99.6372	0.3628
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		9647	0.0226	9612	35	99.6372	0.3628
Total		141442133	93223254	65.9091	93223219	35	100.0000	0.0000

PDS Limited

Resolution Required :Special			5 - To re-appoint Mr. Nishant Parikh (DIN: 07349640) as an Independent 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	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	86799430	86799430	100.0000	86799430	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		86799430	100.0000	86799430	0	100.0000	0.0000
Public Institutions	E-Voting	11942109	6414177	53.7106	6414103	74	99.9988	0.0012
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6414177	53.7106	6414103	74	99.9988	0.0012
Public Non Institutions	E-Voting	42700594	9647	0.0226	9612	35	99.6372	0.3628
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		9647	0.0226	9612	35	99.6372	0.3628
Total		141442133	93223254	65.9091	93223145	109	99.9999	0.0001

Consolidated Scrutinizer's Report

To,
The Chairman
PDS Limited
PDS Tower, 5th Floor Plot No. 222,
Udyog Vihar Phase -1,
Industrial Complex Dundaheera,
Gurgaon - 122016, Haryana, India.

Ref: 15th Annual General Meeting ('AGM') of the Members of PDS Limited held on Friday, July 31, 2026, at 2:30 P.M. (IST) through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM')

Subject: Passing of resolutions through electronic voting pursuant to Section 108 of the Companies Act, 2013 (the 'Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ('Rules'), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') as amended from time to time, and various circulars issued by Ministry of Corporate Affairs ('MCA') in relation to passing of resolutions through electronic mode ('MCA Circulars').

Dear Sir,

I, Gaurav Sainani, Partner-SSGS & Associates, Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of PDS Limited (hereinafter referred to as 'the Company') at its Meeting held on May 15, 2026, to scrutinize the remote e-voting process as well as the e-voting conducted at the AGM (remote e-voting and e-voting at the AGM collectively referred to as 'E-voting') held on Friday, July 31, 2026, at 2:30 P.M. (IST) through VC / OAVM pursuant to Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the SEBI Listing Regulations and as amended by the MCA Circulars issued in this connection, providing relaxation for the manner in which the AGM shall be held.

The MCA Circulars and SEBI Listing Regulations provide relaxation for the manner in which the AGM will be held including the manner of sending the Notices and Annual Reports to the Members and the manner of voting at the AGM. I say that I am familiar and well versed with the concept of electronic voting system as prescribed under the Rules and the relaxation as provided in the MCA Circulars.

The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules thereunder and the SEBI Listing Regulations. My responsibility as the Scrutinizer of the voting process (through E-voting), is restricted to scrutinize the E-voting process, in a fair and transparent manner and to prepare a Report of the votes cast in favour and against the Resolutions stated in the Notice, based on the reports generated from the E-voting system provided by the MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited), Registrar and Share Transfer Agent of the Company, ('MUFG Intime' or the 'Service Provider' or 'RTA'), the service provider authorized under the Rules and engaged by the Company to provide E-voting facilities.

SSGS & Associates

Address: Office No. 2415, Solus, Hiranandani Estate, Ghodbunder Road,
Thane West- 400607, Maharashtra, India
Hand Phone- +91 8375070606; +91 9922744338
Email: Info@legalixir.com; Website: www.legalixir.com



I submit my report as under:

1. The Service Provider had provided a system for recording the votes of the Members electronically through E-voting on all the items of the business (both Ordinary and Special businesses) sought to be transacted at the AGM of the Company, which was held on Friday, July 31, 2026.
2. The Service Provider had inter-alia set up an electronic voting facility on their website, <https://instavote.linkintime.co.in>. The Company had uploaded all the items of the business to be transacted at the AGM on the website of the Company, the Service Provider and also on the websites of Stock Exchanges viz. BSE Limited ('BSE') and National Stock Exchange of India Limited ('NSE') to facilitate its Members to cast their vote through E-voting.
3. As mentioned in the MCA Circulars and SEBI Listing Regulations, the Service Provider had sent the Notice along with Annual Report and E-voting details by e-mail to those members, whose e-mail ids were made available by the RTA / Depository Participant(s). The Notices sent through e-mail contained a detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, and as provided in the MCA Circulars.
4. Pursuant to Regulation 36 of the SEBI Listing Regulations, the Company had dispatched letters providing the weblink for accessing the Notice of AGM and Annual Report for the financial year 2025-26, to the Members whose e-mail addresses were not registered with Company / RTA / Depository Participant(s).
5. The Cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was Friday, July 24, 2026.
6. As prescribed in the aforesaid Rules, the remote e-voting facility was kept open for three days from Tuesday, July 28, 2026, 9:00 a.m. (IST) to Thursday, July 30, 2026, till 5:00 p.m. (IST).
7. The Company released advertisements before and after the dispatch of the Notice of AGM. The pre-dispatch newspaper advertisement were released in Business Standard (All Editions), English Newspaper, and Mumbai Lakshadweep (Mumbai Edition), Marathi Newspaper, on June 30, 2026, and July 01, 2026, respectively, and post-dispatch newspaper advertisements were released in Business Standard (All Editions), English Newspaper, and in Business Standard (New Delhi), Hindi Newspaper, on July 08, 2026.
8. At the end of the remote e-voting period on July 30, 2026, at 5:00 PM, the voting portal of the Service Provider was blocked forthwith.
9. At the 15th AGM of the Company held through VC / OAVM, on Friday, July 31, 2026, after considering all the items of business, the facility to vote electronically was provided to the Members who attended the meeting through VC / OAVM but could not participate in the remote e-voting to record their votes.

SGGS & Associates

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Thane West- 400607, Maharashtra, India
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Email: info@legalixir.com; Website: www.legalixir.com



10. On July 31, 2026, matters tabulating the votes casted through E-voting system provided by the Service Provider, was duly unblocked by me as a Scrutinizer in the presence of Mr. Anand Prajapati and Mr. Jatin Negi who acted as the witnesses. After unblocking the total votes casted both through remote e-voting and e-voting conducted at the AGM by way of electronic means, were consolidated and the final Scrutinizer's Report was prepared.

SUMMARY OF DETAILS OF MEMBERS:

Particulars	Details
No. of Members on the Cut Off date	33,079
No. of Shares Held as on the Cut Off date	14,14,42,133
No. of members present at the AGM	62

The results of the remote e-voting together with that of the e-voting conducted at the AGM by way of electronic means are as under:

ORDINARY BUSINESS**Item No. 1 of Notice (As an Ordinary Resolution):**

To receive, consider and adopt:

- a. The Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and the Auditors thereon; and
- b. The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, together with the Report of the Auditors thereon.

Manner of voting	Votes in Favour		Votes Against		Abstained / Less Voted
	Nos.	%	Nos.	%	Nos.
Total votes through remote e-voting and e-voting at the AGM	9,32,23,061	100.00	193	0.00	-

Invalid Votes: Nil

Item No. 1 of Notice stands passed with requisite majority.

**SGGS & Associates**

Address: Office No. 2415, Solus, Hiranandani Estate, Ghodbunder Road,
Thane West- 400607, Maharashtra, India
Hand Phone- +91 8375070606; +91 9922744338
Email: Info@legalixir.com; Website: www.legalixir.com



Item No. 2 of Notice (As an Ordinary Resolution):

To declare the final dividend of Rs. 1.65 (Rupee One and Sixty-five Paise Only) per Equity Share for the financial year ended March 31, 2026.

Manner of voting	Votes in Favour		Votes Against		Abstained / Less Voted
	Nos.	%	Nos.	%	Nos.
Total votes through remote e-voting and e-voting at the AGM	9,32,23,219	100.00	35	0.00	-

Invalid Votes: Nil

Item No. 2 of Notice stands passed with requisite majority.

Item No. 3 of Notice (As an Ordinary Resolution):

To appoint a Director in place of Ms. Yael Gairola (DIN: 08434509), who retires by rotation, and being eligible, offers himself for re-appointment.

Manner of voting	Votes in Favour		Votes Against		Abstained / Less Voted
	Nos.	%	Nos.	%	Nos.
Total votes through remote e-voting and e-voting at the AGM	9,32,23,219	100.00	35	0.00	-

Invalid Votes: Nil

Item No. 3 of Notice stands passed with requisite majority.

SPECIAL BUSINESS

Item No. 4 of Notice (As a Special Resolution):

To re-appoint Mr. Robert Sinclair (DIN: 09390821) as an Independent Director of the Company.

Manner of voting	Votes in Favour		Votes Against		Abstained / Less Voted
	Nos.	%	Nos.	%	Nos.
Total votes through remote e-voting and e-voting at the AGM	9,32,23,219	100.00	35	0.00	-

Invalid Votes: Nil

Item No. 4 of Notice stands passed with requisite majority.

SGGS & Associates

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Thane West- 400607, Maharashtra, India
Hand Phone- +91 8375070606; +91 9922744338
Email: Info@legalixir.com; Website: www.legalixir.com



Item No. 5 of Notice (As a Special Resolution):

To re-appoint Mr. Nishant Parikh (DIN: 07349640) as an Independent Director of the Company

Manner of voting	Votes in Favour		Votes Against		Abstained / Less Voted
	Nos.	%	Nos.	%	Nos.
Total votes through remote e-voting and e-voting at the AGM	9,32,23,145	100.00	109	0.00	-

Invalid Votes: Nil

Item No. 5 of Notice stands passed with requisite majority.

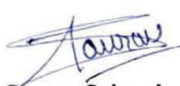
The above-mentioned resolutions are deemed to be passed with requisite majority as on the date of the 15th AGM of the Company i.e., July 31, 2026.

The electronic data and all other relevant records relating to the E-voting shall remain in my safe custody and shall be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the 15th AGM of the Company.

Yours faithfully,

For SGGS & Associates

ICSI Unique Code: P2021MH086900


Gaurav Sainani

Partner

ICSI Membership No.: A36600

Certificate of Practice No.: 24482

UDIN: A036600H000992038

Peer Review Certificate No.: 5721/2024



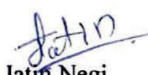
Place: New Delhi

Date: 31st July 2026

The following were the witnesses to the unblocking of the votes:



Anand Prajapati



Jatni Negi

Received the Report

For PDS Limited

Abhishekh Kanoi

Digitally signed by Abhishekh

Kanoi

Date: 2026.07.31 19:31:48 +05'30'

Group General Counsel & Company Secretary

ICSI Membership No.: F-9530

SGGS & Associates

Address: Office No. 2415, Solus, Hiranandani Estate, Ghodbunder Road,

Thane West- 400607, Maharashtra, India

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