

# PRIMA INDUSTRIES LTD.

27<sup>th</sup> September, 2019



Stock Code: BSE: 531246  
ISIN: INF723N01012

CORPORATE & REGD. OFFICE  
Industrial Development Area  
Muppathadam P. O., Edayar, Cochin - 683 110  
Kerala State, India  
Tel: 91-484-2551533, (5 Lines)  
Fax: 91-484-2556060  
CIN: L15142KL1994PLC008368  
E-mail: primagroupcompanies@gmail.com  
www.prima.net.in

To,

BSE Limited  
Corporate Relationship Department,  
2<sup>nd</sup> Floor, New Trading Wing  
Rotunda Building, PJ Towers,  
Dalal Street, Mumbai - 400 001

Dear Sir/Madam,

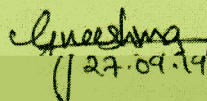
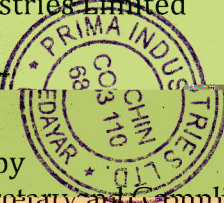
**Sub: Submission of Voting Results of 25<sup>th</sup> Annual General Meeting held on 26<sup>th</sup> September, 2019 in terms of Regulation 44(3) of SEBI (LODR) Regulations, 2015**

Please be informed that pursuant to Regulation 44 (3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015, we enclose herewith Voting Results of 25<sup>th</sup> Annual General Meeting of the Company held on 26<sup>th</sup> September, 2019 at the Registered Office of the Company.

You are requested to kindly take above information on your records.

Thanking you,

Yours faithfully,  
For Prima Industries Limited

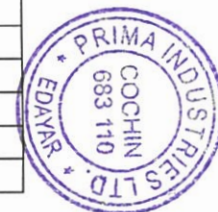
  
27.09.19  


Greeshma Baby  
Company Secretary and Compliance Officer

## Prima Industries Limited - Details of Voting Result as per Regulation 44(3) of SEBI (LODR) Regulations, 2015

Date of the AGM	26.09.2019
Total number of shareholders on record date	919
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promotor Group:	10
Public:	15
No. of shareholders attended in the meeting through Video Conferencing	
Promoters and Promotor Group:	0
Public:	0

Agenda - Item No. 1				Adoption of Audited financial statements of the Company for the year ended 31st March, 2019 including the Audited Balance Sheet and the statement of Profit and Loss for the year ended on that date and the Reports of the Directors and Auditors thereon.				
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/ promotor group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Poled 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	-	-	0%	-	-	0%	0%
	Poll	57,91,267.00	57,91,267.00	100%	57,91,267.00	-	100%	0%
	Postal Ballot (if applicable)	-	-	0%	-	-	0%	0%
	Total	57,91,267.00	57,91,267.00	100%	57,91,267.00	-	100%	0%
Public Institution	E -Voting	-	-	0%	-	-	0%	0%
	Poll			0%			0%	0%
	Postal Ballot (if applicable)			0%			0%	0%
	Total	-	-	0%	-	-	0%	0%
Public Non Institutions	E -Voting			0%			0%	0%
	Poll	7,12,067.00	7,12,067.00	100%	7,12,067.00		100%	0%
	Postal Ballot (if applicable)			0%			0%	0%
	Total	7,12,067.00	7,12,067.00	100%	7,12,067.00	-	100%	0%
Total		65,03,334.00	65,03,334.00	100%	65,03,334.00	-	100%	0%



*Guarishma*  
27.09.19

Agenda - Item No. 2				Appointment of Director in place of Mrs. Swati Gupta (DIN: 00249036) who retires by rotation and, being eligible, offers herself for re-appointment.				
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/ promotor group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Poled 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	-	-	0%	-	-	0%	0%
	Poll	57,91,267.00	57,91,267.00	100%	57,91,267.00	-	100%	0%
	Postal Ballot (if applicable)	-	-	0%	-	-	0%	0%
	Total	57,91,267.00	57,91,267.00	100%	57,91,267.00	-	100%	0%
Public Institution	E -Voting	-	-	0%	-	-	0%	0%
	Poll			0%			0%	0%
	Postal Ballot (if applicable)			0%			0%	0%
	Total	-	-	0%	-	-	0%	0%
Public Non Institutions	E -Voting			0%			0%	0%
	Poll	7,12,067.00	7,12,067.00	100%	7,12,067.00	-	100%	0%
	Postal Ballot (if applicable)			0%			0%	0%
	Total	7,12,067.00	7,12,067.00	100%	7,12,067.00	-	100%	0%
Total		65,03,334.00	65,03,334.00	100%	65,03,334.00	-	100%	0%

Agenda - Item No. 3				Appointment of Mrs. Vanshika Rathi as an Independent Non-Executive Director of the Company				
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/ promotor group are interested in the agenda/resolution?				Yes				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Poled 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	-	-	0%	-	-	0%	0%
	Poll	57,91,267.00	57,91,267.00	100%	57,91,267.00	-	100%	0%
	Postal Ballot (if applicable)	-	-	0%	-	-	0%	0%
	Total	57,91,267.00	57,91,267.00	100%	57,91,267.00	-	100%	0%
Public Institution	E -Voting	-	-	0%	-	-	0%	0%
	Poll			0%			0%	0%
	Postal Ballot (if applicable)			0%			0%	0%
	Total	-	-	0%	-	-	0%	0%
Public Non	E -Voting			0%			0%	0%
	Poll	7,12,067.00	7,12,067.00	100%	7,12,067.00		100%	0%



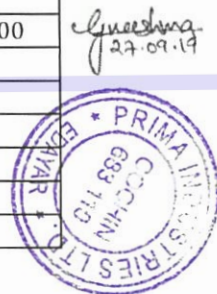
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Institutions	Postal Ballot (if applicable)			0%			0%	0%
	Total	7,12,067.00	7,12,067.00	100%	7,12,067.00	-	100%	0%
Total		65,03,334.00	65,03,334.00	100%	65,03,334.00	-	100%	0%

Agenda - Item No. 4				Appointment of Miss. Vedika Agarwala as an Independent Non-Executive Director of the Company				
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/ promotor group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Poled 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	-	-	0%	-	-	0%	0%
	Poll	57,91,267.00	57,91,267.00	100%	57,91,267.00	-	100%	0%
	Postal Ballot (if applicable)	-	-	0%	-	-	0%	0%
	Total	57,91,267.00	57,91,267.00	100%	57,91,267.00	-	100%	0%
Public Institution	E -Voting	-	-	0%	-	-	0%	0%
	Poll			0%		-	0%	0%
	Postal Ballot (if applicable)			0%			0%	0%
	Total	-	-	0%	-	-	0%	0%
Public Non Institutions	E -Voting			0%			0%	0%
	Poll	7,12,067.00	7,12,067.00	100%	7,12,067.00		100%	0%
	Postal Ballot (if applicable)			0%			0%	0%
	Total	7,12,067.00	7,12,067.00	100%	7,12,067.00	-	100%	0%
Total		65,03,334.00	65,03,334.00	100%	65,03,334.00	-	100%	0%

Agenda - Item No. 5				Appointment of Mr. Kusheshwar Jha as an Independent Non-Executive Director of the Company				
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/ promotor group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Poled 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	-	-	0%	-	-	0%	0%
	Poll	57,91,267.00	57,91,267.00	100%	57,91,267.00	-	100%	0%
	Postal Ballot (if applicable)	-	-	0%	-	-	0%	0%
	Total	57,91,267.00	57,91,267.00	100%	57,91,267.00	-	100%	0%
Public	E -Voting	-	-	0%	-	-	0%	0%
	Poll			0%		-	0%	0%



Institution	Postal Ballot (if applicable)			0%			0%	0%
	Total	-	-	0%	-	-	0%	0%
Public Non Institutions	E -Voting			0%			0%	0%
	Poll	7,12,067.00	7,12,067.00	100%	7,12,067.00		100%	0%
	Postal Ballot (if applicable)			0%			0%	0%
	Total	7,12,067.00	7,12,067.00	100%	7,12,067.00	-	100%	0%
Total		65,03,334.00	65,03,334.00	100%	65,03,334.00	-	100%	0%

#### Agenda - Item No. 6

Re-appointment of Mr. Ladhu Singh as Whole Time Director and payment of remuneration

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/ promotor group are interested in the agenda/resolution?

No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Poled 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	-	-	0%	-	-	0%	0%
	Poll	57,91,267.00	57,91,267.00	100%	57,91,267.00	-	100%	0%
	Postal Ballot (if applicable)	-	-	0%	-	-	0%	0%
	Total	57,91,267.00	57,91,267.00	100%	57,91,267.00	-	100%	0%
Public Institution	E -Voting	-	-	0%	-	-	0%	0%
	Poll			0%		-	0%	0%
	Postal Ballot (if applicable)			0%			0%	0%
	Total	-	-	0%	-	-	0%	0%
Public Non Institutions	E -Voting			0%			0%	0%
	Poll	7,12,067.00	7,12,067.00	100%	7,12,067.00		100%	0%
	Postal Ballot (if applicable)			0%			0%	0%
	Total	7,12,067.00	7,12,067.00	100%	7,12,067.00	-	100%	0%
Total		65,03,334.00	65,03,334.00	100%	65,03,334.00	-	100%	0%

#### Agenda - Item No. 7

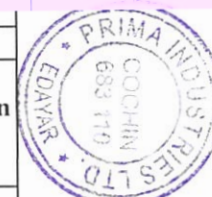
Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/ promotor group are interested in the

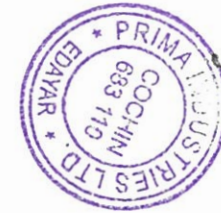
No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Poled 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	-	-	0%	-	-	0%	0%
	Poll	57,91,267.00	57,91,267.00	100%	57,91,267.00	-	100%	0%
	Postal Ballot (if applicable)	-	-	0%	-	-	0%	0%
	Total	57,91,267.00	57,91,267.00	100%	57,91,267.00	-	100%	0%



*guresh*  
22.09.19

Public Institution	E -Voting	-	-	0%	-	-	0%	0%
	Poll			0%		-	0%	0%
	Postal Ballot (if applicable)			0%			0%	0%
	Total	-	-	0%	-	-	0%	0%
Public Non Institutions	E -Voting			0%			0%	0%
	Poll	7,12,067.00	7,12,067.00	100%	7,12,067.00		100%	0%
	Postal Ballot (if applicable)			0%			0%	0%
	Total	7,12,067.00	7,12,067.00	100%	7,12,067.00	-	100%	0%
Total		65,03,334.00	65,03,334.00	100%	65,03,334.00	-	100%	0%



*gneeshing*  
27.09.19



## **VIJAYAKUMAR & EASWARAN**

### **CHARTERED ACCOUNTANTS**

Vith FLOOR, AMRITATRADETOWERS

PALLIMUKKU, S. A. ROAD, KOCHI - 682 016

Phone No: 0484 - 2354694. Fax: 2373610

E mail: [keaswaran@gmail.com](mailto:keaswaran@gmail.com), [vkande@gmail.com](mailto:vkande@gmail.com)



### **Consolidated Scrutinizer's Report**

[Pursuant to section 108 of the Companies Act, 2013 and rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto; and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To

**Chairman**

**Prima Industries Limited**

**Door No. V/679, C, IDA,**

**Muppathadam P.O, Edayar,**

**Cochin - 683 110**

Subject: Twenty Fifth Annual General Meeting of Members of Prima Industries Limited held on Thursday, 26<sup>th</sup> September 2019 at the registered office of the Company

Dear Sir,

I, Bibin Sajan, Practicing Chartered Accountant (Membership No. 228064), Partner, M/s Vijayakumar & Easwaran Chartered Accountants (FRN:004703S) have been appointed as a scrutinizer by the Board of Directors of Prima Industries Limited for the purpose of scrutinizing the remote e-voting carried out at the venue of the Annual General Meeting and ascertaining the requisite majority on remote e-voting undertaken as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the resolutions contained in the notice of the Twenty Fifth AGM of the members of the Company held on Thursday, 26<sup>th</sup> September 2019 at the registered office of the Company.

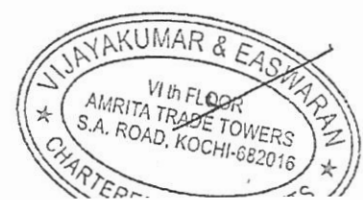
Devikripa", T.C. 9/1327(1), Prasanth Lane, Temple Road,  
Sasthamangalam, Trivandrum - 10, Tel: 2724580. Email: [vke.2007@rediffmail.com](mailto:vke.2007@rediffmail.com)



Further to above, I submit my report as under:

- The notice dated 12<sup>th</sup> August, 2019 along with statement setting out material facts under Section 102 of the Act, as confirmed by the Company, were sent to the shareholders in respect of the below mentioned resolutions proposed at the AGM of the Company.
- The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the Shareholders of the Company.
- The Company had also provided voting through electronic voting system to the shareholders present at the AGM and who had not cast their vote earlier through remote e-voting facility.
- The shareholders of the Company holding shares as on the cut-off date of 19<sup>th</sup> September, 2019 were entitled to vote on the resolutions as contained in the Notice of the AGM.
- The voting period for remote e-voting commenced on Monday, 23<sup>rd</sup> September, 2019 at 9.00 AM and ended on Wednesday, 25<sup>th</sup> September, 2019 at 5.00 PM and the NSDL e-voting platform was blocked thereafter.
- After the closure of the voting at the AGM, the report on voting done through electronic voting system at the meeting was generated in my presence and the voting was diligently scrutinized.
- The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the NSDL e-voting system.
- The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and the voting conducted through electronic voting system at the meeting and the resolutions contained in the notice of the AGM. My responsibility as scrutinizer for the remote e-voting and the voting conducted through electronic voting system at the meeting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions as stated in the Notice.

I now submit my consolidated Report as under on the result of the remote e-voting and voting through electronic voting system at the AGM in respect of the said resolutions.





## ORDINARY BUSINESS

### Resolution 1: Ordinary Resolution

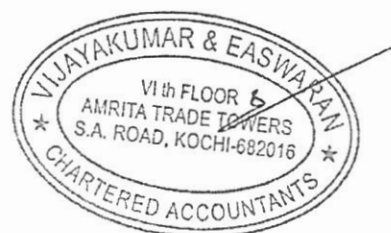
Adoption of Audited financial statements of the Company for the year ended 31<sup>st</sup> March, 2019 including the Audited Balance Sheet and the ~~statement of Profit and~~ Loss for the year ended on that date and the Reports of the Directors and Auditors thereon.

Details of Voting	Assent(For)		Dissent(Against)		Invalid Votes
	No. of Shareholders	No. of Shares with %	No. of Shareholders	No. of Shares with %	No. of Shareholders
By Poll	25	65,03,334 (60.26%)	NIL	NIL	NIL
By E-Voting	NIL	NIL	NIL	NIL	NIL
Consolidated Votes	25	65,03,334 (60.26%)	NIL	NIL	NIL

### Resolution 2: Ordinary Resolution

Appointment of Director in place of Mrs. Swati Gupta (DIN: 00249036) who retires by rotation and, being eligible, offers herself for re-appointment.

Details of Voting	Assent(For)		Dissent(Against)		Invalid Votes
	No. of Shareholders	No. of Shares with %	No. of Shareholders	No. of Shares with %	No. of Shareholders
By Poll	25	65,03,334 (60.26%)	NIL	NIL	NIL
By E-Voting	NIL	NIL	NIL	NIL	NIL
Consolidated Votes	25	65,03,334 (60.26%)	NIL	NIL	NIL



## SPECIAL BUSINESS

### Resolution 3: Ordinary Resolution

**Appointment of Mrs. Vanshika Rathi as an Independent Non-Executive Director of the Company**

Details of Voting	Assent(For)		Dissent(Against)		Invalid Votes
	No. of Shareholders	No. of Shares with %	No. of Shareholders	No. of Shares with %	No. of Shareholders
By Poll	25	65,03,334 (60.26%)	NIL	NIL	NIL
By E-Voting	NIL	NIL	NIL	NIL	NIL
Consolidated Votes	25	65,03,334 (60.26%)	NIL	NIL	NIL

### Resolution 4: Ordinary Resolution

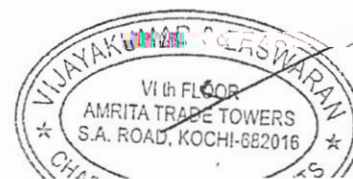
**Appointment of Miss. Vedika Agarwala as an Independent Non-Executive Director of the Company**

Details of Voting	Assent(For)		Dissent(Against)		Invalid Votes
	No. of Shareholders	No. of Shares with %	No. of Shareholders	No. of Shares with %	No. of Shareholders
By Poll	25	65,03,334 (60.26%)	NIL	NIL	NIL
By E-Voting	NIL	NIL	NIL	NIL	NIL
Consolidated Votes	25	65,03,334 (60.26%)	NIL	NIL	NIL

### Resolution 5: Ordinary Resolution

**Appointment of Mr. Kusheshwar Jha as an Independent Non-Executive Director of the Company**

Details of Voting	Assent(For)		Dissent(Against)		Invalid Votes
	No. of Shareholders	No. of Shares with %	No. of Shareholders	No. of Shares with %	No. of Shareholders
By Poll	25	65,03,334 (60.26%)	NIL	NIL	NIL
By E-Voting	NIL	NIL	NIL	NIL	NIL
Consolidated Votes	25	65,03,334 (60.26%)	NIL	NIL	NIL



**Resolution 6: Ordinary Resolution****Re-appointment of Mr. Ladhu Singh as Whole Time Director and payment of remuneration**

Details of Voting	Assent(For)		Dissent(Against)		Invalid votes
	No. of Shareholders	No. of Shares with %	No. of Shareholders	No. of Shares with %	No. of Shareholders
By Poll	25	65,03,334 (60.26%)	NIL	NIL	NIL
By E-Voting	NIL	NIL	NIL	NIL	NIL
Consolidated Votes	25	65,03,334 (60.26%)	NIL	NIL	NIL

**Resolution 7: Ordinary Resolution****Approval for Related Party Transactions**

Details of Voting	Assent(For)		Dissent(Against)		Invalid Votes
	No. of Shareholders	No. of Shares with %	No. of Shareholders	No. of Shares with %	No. of Shareholders
By Poll	25	65,03,334 (60.26%)	NIL	NIL	NIL
By E-Voting	NIL	NIL	NIL	NIL	NIL
Consolidated Votes	25	65,03,334 (60.26%)	NIL	NIL	NIL

Thanking you,

Yours faithfully,

For **VIJAYAKUMAR & EASWARAN**  
**CHARTERED ACCOUNTANTS**  
FRN : 004703 S

  
**CA. BIBIN SAJAN, ACA**  
**PARTNER.**

Membership No. 228064



Countersigned

  
**SK GUPTA (DIN: 00248760)**

Chairman & Managing Director

Place: Cochin

Date: 26.09.2019