

PRISM FINANCE LIMITED

[CIN: L63910GJ1994PLC021915]

Regd. Office: 301, Iscon Mall, Above Star India Bazar, Satellite Road, Ahmedabad - 380 015.
Tel. (079) 26763503 Fax: (079) 26763504 Email: prismfinance@yahoo.com Website: www.prismfinance.in

DECLARATION OF RESULTS OF E-VOTING & BALLOT VOTING IN RESPECT OF 20TH ANNUAL GENERAL MEETING HELD ON 25TH SEPTEMBER, 2014.

In terms of Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement, Prism Finance Limited provided e-voting facility and facility of voting through Ballot to the Members vide notice dated 29th July, 2014 of 20th AGM. Members voted through e-voting from 18th September, 2014 to 20th September, 2014. Further on 25th September, 2014, the day of the 20th AGM physical ballot forms were distributed to the members present in person or by proxy to enable them to vote through ballot voting. The Board appointed M/s. Kashyap R. Mehta & Associates, Company Secretaries, Ahmedabad as Scrutineer to scrutinize the votes cast through e-voting and ballot voting. Scrutineer prepared the Scrutineer's Report on the e-voting on 21st September, 2014 in terms of the said Rule 20 and further submitted the Consolidated Scrutineer's Report dated 25th September, 2014.

Based on the Scrutineer's Consolidated Report dated 25th September, 2014, I hereby declare that all the 7 (Seven) Resolutions contained in the Company's Notice dated 29th July, 2014 of 20th AGM have been duly passed on the date of 20th AGM as per the details given below:

| Item No. | Brief description of the resolution | Votes in favour (Assent) | Votes Against (Dissent) | Passed as |
|----------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------|-------------------------|---------------------|
| 1. | Adoption of Audited Statement of Profit & Loss for the year ended 31 st March, 2014 and Balance Sheet as on that date along with Directors' Report & Auditors' Report thereon | 2892170 [100.00%] | NIL | Ordinary Resolution |
| 2. | Appointment of Statutory Auditors and fixing their remuneration | 2892170 [100.00%] | NIL | Ordinary Resolution |
| 3. | Appointment of Mr. Udayan D. Velvan as an Independent Director | 2892170 [100.00%] | NIL | Ordinary Resolution |
| 4. | Appointment of Mr. Kashyap R. Mehta as an Independent Director | 2892170 [100.00%] | NIL | Ordinary Resolution |
| 5. | Appointment of Ms. Anal R. Desai as an Independent Director. | 2892170 [100.00%] | NIL | Ordinary Resolution |
| 6. | Approval for Borrowing powers of the Board under section 180(1)(c) of the Companies Act, 2013 | 2892170 [100.00%] | NIL | Special Resolution |
| 7. | Approval for creation of charge/mortgage under Section 180(1)(a) of the Companies Act, 2013 | 2892170 [100.00%] | NIL | Special Resolution |

FOR PRISM FINANCE LIMITED


ANAL R. DESAI
CHAIRPERSON

Place: Ahmedabad
Date: 25th September, 2014