

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

28th September, 2017

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001. Company Code No. 531735	Ahmedabad Stock Exchange Limited, Kamdhenu Complex, 1st Floor, Opp. Sahajanand College, Panjara Pole, Ambawadi, Ahmedabad- 380 015. Company Code No. 45565
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Dear Sir,

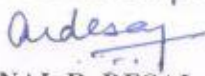
**Sub: Declaration of Results of Resolutions passed at the 23rd Annual General Meeting
and Submission of Scrutiniser's Report**

This is to inform you that pursuant to section 108 of Companies Act, 2013 and Rules made thereunder and Regulation 44 of SEBI (LODR), Regulations 2015, the Company provided remote e – voting and voting through ballot forms facilities to the Members of the Company for 23rd Annual General Meeting.

Based on the Scrutiniser's Consolidated Report, all the 3 (Three) Resolutions contained in the 23rd Annual General Meeting Notice dated 20th July, 2017 have been duly passed on the date of 23rd AGM i.e. 28th September, 2017 and the same has been attached as Annexure – 1 along with Declaration of results.

Thanking you,

Yours faithfully,
for PRISM FINANCE LIMITED,


ANAL R. DESAI
CHAIRMAN



PRISM FINANCE LIMITED

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DECLARATION OF RESULTS OF REMOTE E-VOTING & BALLOT VOTING IN RESPECT OF 23RD ANNUAL GENERAL MEETING HELD ON 28TH SEPTEMBER, 2017.

In terms of Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Reg. 44 of SEBI (LODR), Regulations 2015, M/s. Prism Finance Limited provided remote e-voting facility and facility of voting through Ballot to the Members vide notice dated 20th July, 2017 of 23rd AGM. Members voted through remote e-voting from 25th September, 2017 to 27th September, 2017. Further on 28th September, 2017, the day of the 23rd AGM physical ballot forms were distributed to those members present in person or by proxy who could not exercise their votes through remote evoting, 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 remote e-voting and ballot voting. Scrutineer prepared and submitted the Consolidated Scrutineer's Report on the remote e-voting and ballot voting on 28th September, 2017 in terms of the said Rule 20.

Based on the Scrutineer's Consolidated Report dated 28th September, 2017, I hereby declare that both Resolutions contained in the Company's Notice dated 20th July, 2017 of 23rd AGM have been duly passed on the date of 23rd 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 the Audited Financial Statements of the Company for the financial year ended 31 st March, 2017, the reports of the Board of Directors and Auditors thereon	34,76,100 (100%)	NIL	Ordinary Resolution
2	Appointment of Statutory Auditors of the Company	34,76,100 (100%)	NIL	Ordinary Resolution
3	Authority under Section 94 of Companies Act, 2013 to Link Intime India Private Limited (RTA) for maintaining Register of Members together with the Index of members of the Company and copies of Annual Returns.	34,76,100 (100%)	NIL	Special Resolution

FOR PRISM FINANCE LIMITED.


ANAL R. DESAI
CHAIRPERSON

Place: Ahmedabad
Date: 28th September, 2017



203, Devashish, 2nd Floor, Near Bawarchi Restaurant, St. Xavier's Corner, Off C.G. Road, Navrangpura, Ahmedabad - 380 009.
Tel. No.: 079-2646 1365 / 66 / 67 Email : kashyapmehta@hotmail.com, info@cskashyap.in Web: www.cskashyap.in

**CONSOLIDATED SCRUTINEER'S REPORT FOR REMOTE E-VOTING AND BALLOT VOTING
FOR M/S. PRISM FINANCE LIMITED**

The Chairman,
Prism Finance Limited,
301, Iscon Mall, Above Star Bazar,
Satellite Road,
Ahmedabad - 380 015

Sub.: Passing of resolutions through remote electronic voting and ballot voting conducted for the 23rd Annual General Meeting (AGM) of M/s. Prism Finance Limited (The Company) (CIN: L63910GJ1994PLC021915) held on 28th September, 2017

Report to the Chairman of the Annual General Meeting of M/s. Prism Finance Limited [CIN- L63910GJ1994PLC021915], a Company incorporated under the Companies Act, 1956 and having its Registered Office at 301, Iscon Mall, Above Star Bazar, Satellite Road, Ahmedabad - 380 015 on the remote E-voting and Ballot voting conducted by the Company to pass 3 items on the agenda as contained in the Notice dated 20th July, 2017 for the 23rd Annual General Meeting held on Thursday, the 28th September, 2017.

The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the Rules made there under and the Listing Regulations. The responsibility of the undersigned as a Scrutineer for remote e-voting and physical ballot voting is restricted to give a consolidated report on the votes cast by the members for the resolutions as contained in the Notice dated 20th July, 2017, based upon the Report generated from the e-voting platform provided by Central Depository Services (India) Limited [CDSL], (Extracted report of CDSL e-voting is attached herewith along with Consolidated Scrutineer's report at **Annexure - 1**), the authorised agency engaged by the Company to provide remote e-voting facilities for e-voting and physical ballot voting facilities provided at the 23rd Annual General Meeting by the Company/the Registrar and Share Transfer agent of the Company.

The Board of Directors of the Company at its meeting held on 20th July, 2017 had appointed the undersigned as Scrutineer for the remote E-voting and Ballot voting pursuant to Regulation 44 of SEBI (LODR), Regulations 2015 and relevant sections of the Companies Act, 2013 and Rules made thereunder.

The Company appointed Central Depository Services (India) Limited (CDSL) as the service provider for extending the facility of remote electronic voting to the Shareholders of the Company during remote E-voting period i.e. **9.00 a.m. on Monday, 25th September, 2017 to 5.00 p.m. Wednesday, 27th September, 2017.** M/s. Link Intime (India) Private Limited is the Registrar and Share Transfer agent of the Company. The cutoff date for remote E-voting was **21st September, 2017.**

The Members were required to cast their vote on the resolutions as contained in the Notice dated 20th July, 2017 either electronically conveying their assent or dissent, on remote E-voting platform provided by CDSL or through ballot voting facility provided by the Company at the 23rd AGM.

The remote E-voting results were unblocked by the undersigned on 28th September, 2017 in the presence of two witnesses viz. Mr. Yash Mehta, Chartered Accountant and Ms. Rajkumari Udhwani, Advocate, Ahmedabad.

At the 23rd AGM of the Company held on 28th September, 2017, ballot voting was conducted to facilitate the members present in the meeting who did not participate in the remote E-voting, to record their votes through ballot voting.



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Kindly refer Consolidated Scrutineer's report dated 28th September, 2017 on the results of the remote e-voting and ballot voting at the Annual General Meeting in respect of the said resolutions attached herewith as **Annexure – 1**.

The following is the voting results of remote E-voting and ballot voting:

Item No.	Brief description of the resolution	Type of Resolution	No. of Shares in favour (Assent) & %	No. of Shares Against (Dissent) & %
1	Adoption of the Audited Financial Statements of the Company for the financial year ended 31 st March, 2017, along with the reports of the Board of Directors and Auditors thereon.	Ordinary	34,76,100 (100%)	NIL
2	Appointment of Statutory Auditors of the Company.	Ordinary	34,76,100 (100%)	NIL
3	Authority to Link Intime India Private Limited (RTA) for maintaining Register of Members together with the Index of members of the Company and copies of Annual Returns.	Special	34,76,100 (100%)	NIL

The Registers for remote e-voting and physical ballots for votes casted by the Shareholders of the Company will be handed over to the Company upon declaration of results.

for **KASHYAP R. MEHTA & ASSOCIATES**
Company Secretaries



[Handwritten Signature]

KASHYAP R. MEHTA
Proprietor
COP No.: 2052
FCS No.: 1821
FRN: S2011GJ166500

Place: Ahmedabad
Date: 28th September, 2017

WITNESSED BY:

Mr. Yash Mehta *[Signature]*
Chartered Accountant

Ms. Rajkumari Udhwani *[Signature]*
Advocate

COUNTERSIGNED BY:

For Prism Finance Limited[^]



[Handwritten Signature]
Anal Desai
Director

Prism Finance Limited

[CIN: L63910GJ1994PLC021915]

Summary of Remote E-voting & Ballot Voting taken for 23rd Annual General Meeting held on 28-09-2017 (Thursday)

Date of AGM	28-09-2017
Total Number of Shareholders on Cut-Off Date [i.e. 21-09-2017 for Remot e-voting]	1629
No. of Shareholders Present in the meeting either in person or through Proxy	
Promoter & Promoter Group	5
Public	11
No. of Shareholder attended the meeting through Video conferencing	Not arranged
Promoter & Promoter Group	NA
Public	NA

Date: 28-09-2017
Place: Ahmedabad



Scrutineer : Kashyap R. Mehta, Proprietor, Kashyap R. Mehta Associates, Ahmedabad

Resolution - 1

Resolution Required : (Ordinary / Special)

Ordinary

Whether Promoter / Promoter Group are interested in the Agenda / Resolution ?

No

Description of Resolution considered

Adoption of Audited Financial Statements of the Company for the financial year ended 31st March, 2017, together with the Reports of the Board of Directors and the Auditors thereon.

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	Invalid Votes
		[1]	[2]	[3]	[4]	[5]	[6]	[7]	
				$[(2)/(1)] * 100$			$[(4)/(2)] * 100$	$[(5)/(2)] * 100$	
Promoter & Promoter Group	E-Voting		2681300	89.87	2681300	0	100.00	0.00	
	Poll / Ballot	2983690	277400	9.30	277400	0	100.00	0.00	
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	
	Total	2983690	2958700	99.16	2958700	0	100.00	0.00	0
Public Institutions	E-Voting		0	0.00	0	0	0.00	0.00	
	Poll / Ballot	0	0	0.00	0	0	0.00	0.00	
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	
	Total	0	0	0.00	0	0	0.00	0.00	0
Public Non-Institutions	E-Voting		410700	11.68	410700	0	100.00	0.00	
	Poll / Ballot	3516610	106700	3.03	106700	0	100.00	0.00	
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	
	Total	3516610	517400	14.71	517400	0	100.00	0.00	
	Total No. of Shares	6500300	3476100	53.48	3476100	0	100.00	0.00	

Whether Resolution is Pass or Not

Yes

Date: 28-09-2017
Place: Ahmedabad

Scrutineer : Kashyap R. Mehta, Proprietor, Kashyap R. Mehta Associates, Ahmedabad



Resolution - 2

Resolution Required : (Ordinary / Special)

Ordinary

Whether Promoter / Promoter Group are interested in the Agenda / Resolution ?

No

Description of Resolution considered

Appointment of Statutory Auditors of the Company

Category	Mode of Voting	Total No of Shares held	Total No of Votes Polled	Total % 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	Invalid Votes
Promoter & Promoter Group	E-Voting		2681300	89.87	2681300	0	100.00	0.00	
	Poll / Ballot	2983690	277400	9.30	277400	0	100.00	0.00	
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	
	Total	2983690	2958700	99.16	2958700	0	100.00	0.00	0
Public Institutions	E-Voting		0	0.00	0	0	0.00	0.00	
	Poll / Ballot	0	0	0.00	0	0	0.00	0.00	
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	
	Total	0	0	0.00	0	0	0.00	0.00	0
Public Non-Institutions	E-Voting		410700	11.68	410700	0	100.00	0.00	
	Poll / Ballot	3516610	106700	3.03	106700	0	100.00	0.00	
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	
	Total	3516610	517400	14.71	517400	0	100.00	0.00	0
	Total No. of Shares	6500300	3476100	53.48	3476100	0	100.00	0.00	0

Whether Resolution is Pass or Not

Yes

Date: 28-09-2017
Place: Ahmedabad

Scrutineer : Kashyap R. Mehta, Proprietor, Kashyap R. Mehta Associates, Ahmedabad



Resolution -3

Resolution Required : (Ordinary / Special)

Special

Whether Promoter / Promoter Group are interested in the Agenda / Resolution ?

No

Description of Resolution considered

Authority to Link Intime India Pvt. Ltd (RTA) for maintaining Register of Members together with the Index of Members of the Company and copies of Annual Returns under Section 94 of the Companies Act, 2013

Category	Mode of Voting	Total No of Shares held	Total No of Votes Polled	Total % 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	Invalid Votes
		[1]	[2]	[3] [(2)/(1)]*100	[4]	[5]	[6] [(4)/(2)]*100	[7] [(5)/(2)]*100	
Promoter & Promoter Group	E-Voting		2681300	89.87	2681300	0	100.00	0.00	
	Poll / Ballot	2983690	277400	9.30	277400	0	100.00	0.00	
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	
	Total	2983690	2958700	99.16	2958700	0	100.00	0.00	0
Public Institutions	E-Voting		0	0.00	0	0	0.00	0.00	
	Poll / Ballot	0	0	0.00	0	0	0.00	0.00	
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	
	Total	0	0	0.00	0	0	0.00	0.00	0
Public Non-Institutions	E-Voting		410700	11.68	410700	0	100.00	0.00	
	Poll / Ballot	3516610	106700	3.03	106700	0	100.00	0.00	
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	
	Total	3516610	517400	14.71	517400	0	100.00	0.00	0
	Total No. of Shares	6500300	3476100	53.48	3476100	0	100.00	0.00	0

Whether Resolution is Pass or Not

Yes

For KASHYAP R. MEHTA & ASSOCIATES
COMPANY SECRETARIES

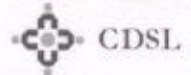
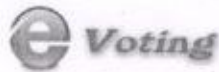
FCS - 1821
COPR - 2828
203, Daryasahi Building
Off. C. G. ROAD
Navisinduria,
Ahmedabad - 380009

KASHYAP R. MEHTA
PROPRIETOR

Date: 28-09-2017
Place: Ahmedabad

Scrutineer : Kashyap R. Mehta, Proprietor, Kashyap R. Mehta Associates, Ahmedabad





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Ballot Details

Voting Result as of today.

EVSN 170726009 for PRISM FINANCE LIMITED
 ISIN INE429Q01019 PRISM FINANCE LIMITED# EQUITY SHARES
 Nominal Value 10
 Voting Rights 1
 Total Folios Voted 11
 No of Votes 3092000

Ras. No.					Total Count	Total
1	11	3092000 (100.00%)	0	0 (0.00%)	11	3092000
2	11	3092000 (100.00%)	0	0 (0.00%)	11	3092000
3	11	3092000 (100.00%)	0	0 (0.00%)	11	3092000

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