

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.comWebsite:www.prismfinance.in

20th July, 2024

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400001

Company Code No. 531735

Sub.: Outcome of Board Meeting – Intimation of date of Annual General Meeting, Book Closure, E-voting & other matters

This is to inform you that the Board of Directors of the Company in their meeting held today have decided to:

1. Convene the 30th Annual General Meeting of the Members/Shareholders of the Company on Monday, the 30th September, 2024 at 3:00 P.M. through Video Conferencing (VC)/Other Audio Visual Means (OAVM) in compliance with the applicable provisions of the Companies Act, 2013 read with MCA General Circular No. 9/2023 dated 25th September, 2023 read with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 5th May, 2020 and earlier circulars issued in this regard extending relaxation by the Ministry of Corporate Affairs (“MCA circulars”) and in compliance with the provisions of the Companies Act, 2013 (“Act”) and SEBI Circular dated 6th October, 2023 & 7th October, 2023 (hereinafter referred to as SEBI Circulars) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
2. The Register of members and Share Transfer Books of the Company will remain closed from Tuesday, the 24th September, 2024 to Monday, the 30th September, 2024(both days inclusive) for the purpose of the above referred 30th Annual General Meeting.
3. The Company has provided its Shareholders, the facility to cast their vote by Electronic means i.e. ‘Remote e-voting’ and ‘e-voting system during the AGM’ on all the resolutions as set forth in the Notice of 30th Annual General Meeting. The details of Remote e-voting is as under:

1	Date & Time of commencement of Remote e-voting	at 9:00 a.m. on Friday, the 27 th September, 2024
2	Date & Time of end of Remote e-voting	at 5:00 p.m. on Sunday, the 29 th September, 2024
3	Cut-off date for determining rights of entitlement of Remote e-voting	Monday, the 23 rd September, 2024
4	E-voting system during the AGM shall not be allowed beyond	15 minutes after the conclusion of AGM

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4. The Board in their meeting held today, based on the recommendation of the Nomination and Remuneration Committee of the Company (“NRC”), also considered and approved:

- a) Appointment of Ms. Rajkumari R. Udhwani (DIN: 02636225), as an Additional Director (Non-Executive & Independent Director – Woman Director) of the Company for a term of five consecutive years w.e.f. 1st September, 2024 subject to approval of members/shareholders of the Company
- b) Appointment of Mr. Parth B. Thakkar (DIN: 10709057), as an Additional Director (Non-Executive & Independent Director) of the Company for a term of five consecutive years w.e.f. 1st September, 2024 subject to approval of members/shareholders of the Company

In accordance with Regulation 30 of Listing Regulations, the necessary disclosures including brief profile of the Directors appointed/re-appointed as above are as per Annexure – 1.

5. The Board, in their meeting held today, also considered and approved:

- a) Re-appointment of M/s. Nishant Pandya & Associates, Practising Company Secretaries, (Membership No: ACS-51005, COP No.: 22435), as Secretarial Auditors of the Company for the F.Y. 2024- 25. The necessary disclosures under Regulation 30 of Listing Regulations are as per Annexure – 2.
- b) Re-constitution of Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee with effect from 1st September, 2024.

The updated details of Board of Directors & KMP with effect from 1st September, 2024 and reconstituted Committees with effect from 1st September, 2024 is available as Annexure – 3 and Annexure – 4 respectively.

This is in due compliance of the relevant regulation of SEBI (LODR) Regulations, 2015.

Request you to please take the same on your records.

The Meeting was commenced at 11:30 a.m. and concluded at 1.00 p.m.

Thanking you.

for PRISM FINANCE LIMITED

KARANGUPTA
COMPANY SECRETARY & COMPLIANCE OFFICER
(ACS- 53265)

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Annexure-1

Brief Profile of the Director appointed:

Name of Director(s)	Ms. Rajkumari R. Udhwani (DIN: 02636225)	Mr. Parth B. Thakkar (DIN: 10709057)
Category of Director(s)	Additional Non-Executive Independent - Woman Director	Additional Non-Executive Independent
Qualification of Director	Graduation & Master of Law	Company Secretary, B.com and LLB
Brief profile & Experience / Expertise in Specific Functional Areas of Director	Ms. Rajkumari R. Udhwani holds degree of B.Com., LL.B. & LLM (Corporate Law). She is Practicing Advocate & Trade Mark Attorney. She has experience of more than 1 decade in Corporate Law, Intellectual Property Rights, Management Accounting, Banking, Strategic Management, Commercial functions and other related matters.	He is an Associate Member of Institute of Company Secretaries of India (ICSI). He has Completed B. Com from Gujarat University and LLB from Saurashtra University.
Date of Appointment	1 st September, 2024	1 st September, 2024
Reason for change	Appointment	Appointment
Terms of Appointment	Appointment as Additional Independent Director (Non-Executive Woman Director) of the Company for a term of 5 consecutive years w.e.f. 1 st September, 2024, subject to the approval of the members/shareholders of the Company	Appointment as Additional Independent Director (Non- Executive) of the Company for a term of 5 consecutive years w.e.f. 1 st September, 2024, subject to the approval of the members/shareholders of the Company
Shareholding of Director in the Company	NIL	NIL
Relationship between Directors	Not related	Not related
Affirmation that the Director being appointed is not debarred from holding the office of director by virtue of any SEBI order or any other such authority	It is hereby affirmed that she is not debarred from holding the office of director by virtue of any SEBI order or any other such authority of any SEBI order or any other such authority	It is hereby affirmed that he is not debarred from holding the office of director by virtue of any SEBI order or any other such authority of any SEBI order or any other such authority

for PRISM FINANCE LIMITED

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Annexure-2

Brief Profile of the Auditor appointed:

The disclosure pursuant to SEBI Circular no. CIR/CFD/CMD/4/2015 dated 9th September, 2015 read with SEBI Circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 with regard to change in Auditor is given herein under:-

Sr. No.	Particulars	Details
(a)	Name of Auditors	M/s. Nishant Pandya & Associates, Practising Company Secretaries
(b)	Reason for change	Re-appointment as Secretarial Auditors
(c)	Date & Terms of Appointment	20/07/2024 Re-appointed as Secretarial Auditors of the Company for the F.Y. 2024-25.
(d)	Brief Profile (in case of appointment)	Mr. Nishant Pandya, Proprietor of M/s. Nishant Pandya & Associates, Company Secretaries holds degree of B.Com & ACS. He is a Company Secretary in practice since more than 5 years. He has experience in Corporate Laws & Finance.
(e)	Disclosure of relationships between Directors (in case of appointment of a director)	Not Applicable

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Annexure-3

Updated list of Board of Directors& KMP with effect from 1st September, 2024

Sr. No.	Name of Director/ KMP	Designation
1	Ms. Anal R. Desai*	Chairperson - Non- Executive & Independent Director– Woman Director
2	Mr. Kashyap R. Mehta*	Non- Executive & Independent Director
2	Mr. Hemendra C. Shah	Non – Executive &Independent Director
1	Ms. Rajkumari R. Udhwani	Additional Director (Non- Executive & Independent Director – Woman Director)
3	Mr. Parth B. Thakkar	Additional Director (Non- Executive & Independent Director)
4	Mr. Chirag Desai	CFO
5	Mr. Karan Gupta	Company Secretary& Compliance Officer

*will retire upon the conclusion of upcoming 30th AGM to be held on 30th September, 2024

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Annexure-4

Re-constituted Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee with effect from 1st September, 2024

A. Re-constitution of the Audit Committee with following as members:

Sr. No.	Name	Committee Position	Company Designation
1	Ms. Rajkumari Udhwani	Chairperson	Non-Executive & Independent Director
2	Mr. Parth B. Thakkar	Member	Non-Executive & Independent Director
3	Mr. Hemendra C. Shah	Member	Non-Executive & Independent Director

B. Reconstitution of the Nomination & Remuneration Committee with following as members:

Sr. No.	Name	Committee Position	Company Designation
1	Mr. Hemendra C. Shah	Chairman	Non-Executive & Independent Director
2	Ms. Rajkumari Udhwani	Member	Non-Executive & Independent Director
3	Mr. Parth B. Thakkar	Member	Non-Executive & Independent Director

C. Reconstitution of the Stakeholders Relationship Committee with following as members:

Sr. No.	Name	Committee Position	Company Designation
1	Ms. Rajkumari Udhwani	Chairperson	Non-Executive & Independent Director
2	Mr. Parth B. Thakkar	Member	Non-Executive & Independent Director
3	Mr. Hemendra C. Shah	Member	Non-Executive & Independent Director

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