



PREMIER LTD.

30th December, 2020

To,

Department of Corporate Relationship BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001. Scrip Code: 539177	The Manager Listing Department National Stock Exchange of India Ltd. 'Exchange Plaza', C-1, Block G Bandra-Kurla Complex Bandra (East) <u>Mumbai – 400 051</u> Scrip Code: PREMIER
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Dear Sir / Madam,

Sub: Scrutinizer's Report and Results of E-voting for 74th AGM of the Company held through Video Conferencing on December 30, 2020

The 74th AGM of the Company was held on Wednesday, December 30, 2020 through Video Conferencing/Other Audio-Visual Means, to transact the following business as stated in the Notice dated November 11, 2020, convening the AGM which have been passed with requisite majority:

1. To consider and adopt (a) the audited standalone financial statement of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2020 and the report of Auditors thereon.
2. To appoint a Director in place of Mrs. Rohita M. Doshi (holding DIN 00246388) who retires by rotation as a Director and being eligible and offer herself for re-appointment.
3. To re- appoint Mr. Maitreya Doshi, as the Managing Director of the Company, for a period of 3 years with effect from 29th March, 2020 to 28th March, 2023.
4. To appoint and ratify remuneration payable to M/s ABK & Associates, the Cost Auditors of the Company.

In this regard, please find enclosed the following:

- 1) Voting results of the business transacted at the AGM, as required under Regulation 44(3) of the Listing Regulations;
- 2) The Scrutinizer's Report dated December 30, 2020, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, each as amended.

The Voting Results along with the Scrutinizer's Report will also be available on the Company's website and Stock exchanges.

Request you to take note of the same.

Thanking you,

Yours faithfully,
For Premier Ltd.

Maitreya Doshi
Chairman and Managing Director
(DIN- 00060755)



Corporate Office : 58, Nariman Bhavan, Nariman Point, Mumbai- 400021, India. **Tel:** +91-22-61179000, **Fax:** +91-22-61179003

Registered Office & Works : Gat No. 169, Sawardari, Jal. Khed, Dist. Pune – 410501. **Tel:** +91-213568320 www.premier.co.in, investors@premier.co.in **CIN:** L34103PN1944PLC020842

Premier Limited

1 - To consider and adopt (a) the audited standalone financial statement of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2020 and the report of Auditors thereon and in this regard, to consider and if thought fit, to pass, with or without modification(s)

Resolution Required : (Ordinary)

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
Promoter and Promoter Group	E-Voting	8358113	8352202	99.9293	8352202	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		8352202	99.9293	8352202	0	100.0000	0.0000
Public Institutions	E-Voting	3093546	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	18920911	50905	0.2690	50904	1	99.9980	0.0020
	Poll		29	0.0002	29	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		50934	0.2692	50933	1	99.9980	0.0020
Total		30372570	8403136	27.6669	8403135	1	100.0000	0.0000




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Resolution Required : (Ordinary)		2 - To appoint a Director in place of Mrs. Rohita M. Doshi (holding DIN 00246388) who retires by rotation as a Director and being eligible and offer herself for re-appointment and in this regard, to consider and if thought fit, to pass, with or without modification(s),						
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	8358113	8352202	99.9293	8352202	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		8352202	99.9293	8352202	0	100.0000	0.0000
Public Institutions	E-Voting	3093546	1820815	58.8585	1820815	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		1820815	58.8585	1820815	0	100.0000	0.0000
Public Non Institutions	E-Voting	18920911	50905	0.2690	50704	201	99.6051	0.3949
	Poll		29	0.0002	29	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		50934	0.2692	50733	201	99.6054	0.3946
Total		30372570	10223951	33.6618	10223750	201	99.9980	0.0020



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3 - To consider, and if thought fit, to pass with or without modification subject to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) read with Schedule- V of the Companies Act, 2013 and Article 192A of Articles of Association of the Company and subject to such approvals as may be required.

Resolution Required : (Special)

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
Promoter and Promoter Group	E-Voting	8358113	8352202	99.9293	8352202	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		8352202	99.9293	8352202	0	100.0000	0.0000
Public Institutions	E-Voting	3093546	1820815	58.8585	1820815	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		1820815	58.8585	1820815	0	100.0000	0.0000
Public Non Institutions	E-Voting	18920911	50905	0.2690	50904	1	99.9980	0.0020
	Poll		29	0.0002	29	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		50934	0.2692	50933	1	99.9980	0.0020
Total		30372570	10223951	33.6618	10223950	1	100.0000	0.0000



M. S. D. J.

Premier Limited

4 - To consider and if thought fit, to pass with or without modification(s) " pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 or such other Rules as may be prescribed (including any statutory modifications made thereunder), from time to time, the Company do hereby ratify the remuneration of Rs.1,65,000/- plus applicable taxes and out-of- pocket expenses payable to M/s ABK & Associates, Cost Accountants (Membership No.000036), who are appointed as Cost Auditors by the Board of Directors of the Company, based on the recommendation of the Audit Committee, to conduct the audit of the cost records of the Company for the year ending 31st March, 2021."

Resolution Required : (Ordinary)

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
Promoter and Promoter Group	E-Voting	8358113	8352202	99.9293	8352202	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		8352202	99.9293	8352202	0	100.0000	0.0000
Public Institutions	E-Voting	3093546	1820815	58.8585	1820815	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		1820815	58.8585	1820815	0	100.0000	0.0000
Public Non Institutions	E-Voting	18920911	50905	0.2690	50904	1	99.9980	0.0020
	Poll		29	0.0002	29	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		50934	0.2692	50933	1	99.9980	0.0020
Total		30372570	10223951	33.6618	10223950	1	100.0000	0.0000





CS Dipali Vora
(B.COM, ACS)

D N VORA & ASSOCIATES

Company Secretaries

Address : 103, Matru Chhaya, Daulat Nagar, Road No 9, Borivali (east), Mumbai 400066
Email ID: dipali2993@gmail.com Contact No. 9022688680

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]

Mr. Maitreya V. Doshi
Chairman
Premier Limited
Mumbai- Pune Road
Chinchwad, Pune-411019
Maharashtra

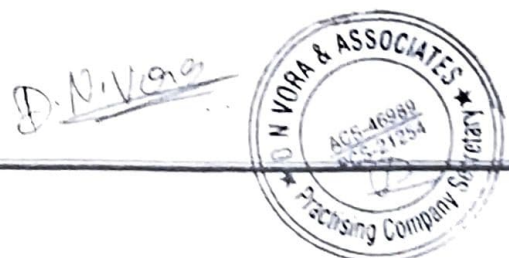
Dear Sir,

1. As per the provisions of the Companies Act, 2013 and Regulation 44(1) of the SEBI (Listing obligations & Disclosure Requirements), Regulations, 2015, the company had provided the facility of Remote e-voting to the Shareholders to enable them to cast their vote electronically on the Resolutions proposed in the Notice of the 74th Annual General Meeting (AGM). The e-voting was open from 09:00 AM (IST) on Sunday, 27th December, 2020 and ended at 5:00 PM (IST) on Tuesday, 29th December, 2020. It may be mentioned here that in view of the Covid-19 Pandemic, as per the Ministry of Corporate Affairs General Circular No.20/2020 dated 5th May, 2020 read with General Circulars No.14/2020 dated 8th April, 2020 and No. 17/2020 dated 13th April, 2020 and Securities Exchange Board of India (SEBI) Circular No. SEBI/HO/ CFD/ CMDI/ CIR/ P/ 2020/79 dated 12th May, 2020, the AGM was conducted through video Conferencing /other Audio visual Means, and accordingly, for voting during the AGM, E-voting facility was provided.
2. I, Ms. Dipali Natvarlal Vora, Practising Company Secretary of M/s D N Vora & Associates was appointed by the Company as Scrutinizer for conducting remote e-voting and e-voting during the AGM in a fair & transparent manner. The Scrutinizer has carried out the scrutiny of all the electronic votes through remote e-voting received upto 5:00 pm on 29th December, 2020 and through e-voting during the AGM received-till the conclusion of the meeting and submitted their Report on 30th December, 2020. A copy of the Scrutinizer's Report is enclosed.

D. N. Vora



3. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and remote E-voting on the resolutions contained in the Notice of the 74th AGM of the members of the Company. My responsibility as a Scrutinizer for the remote e-voting and e-voting during the AGM is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the Resolutions stated in the Notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the Company.
4. Further to above, I submit my report as under:
- 3.1 The Company has provided the e-voting facility through Link Intime, on their website <https://instavote.linkintime>. The Company had uploaded all the items of businesses to be transacted at the AGM on the website of the Company to facilitate their shareholders to cast their vote through e-voting;
- 3.2 The 74th AGM Notice sent (through email only) contained the detailed procedure to be followed by the members who were desirous of casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto;
- 3.3 As prescribed in the said Rules, the Company has also published an advertisement in newspapers on December 2nd 2020 in The Free Press Journal (in English) and Navshakti (in Marathi) and it carried the required information as specified in the said Rules;
- 3.4 The members of the Company as on the "cut-off" date i.e. Wednesday, December, 23rd 2020 were entitled to vote on the resolutions (item nos. 1 to 4) as set out in the notice of the 74th AGM;
- 3.5 The Chairman of the 74th AGM, held on Wednesday, 30th December, 2020 had announced that members who have not exercised their votes through e-voting, if they wish to; exercise their votes through electronic voting during AGM;
- 3.6 The Company had arranged for electronic voting during the 74th Annual General Meeting shareholders' members who have not exercised their vote through the remote e-voting
- 3.7 The e-voting commenced from Sunday, December 27th 2020 (09:00 a.m.) and ended on Tuesday, December 29, 2020 (5:00 p.m.)
- 3.8 After the closure of the voting during the 74th AGM, the report on voting was prepared and scrutinized;



3.9 The votes cast under e-voting facility were unblocked after the conclusion of e-voting during 74th AGM

3.10 My combined report on the results of voting through remote e-voting and electronic Voting during the 74th AGM is as under:

ORDINARY BUSINESS:

➤ **Item No. 1 - As an Ordinary Resolution:**

To receive, consider and adopt the Directors' Report, the Audited Financial Statements including the Statement of Profit and Loss for the year ended March 31, 2020 and the Balance Sheet as at that date and the Auditors' Report thereon.

No of Shares held	No of Shares cast	No of Votes in Favour	No of Votes against	% of votes		No of Invalid Votes	No. of Votes Abstain
				Favour	Against		
10223922	10223922	8403106	1	82	0	0	1820815

➤ **Item No. 2 - As an Ordinary Resolution:**

To appoint a Director in place of Mrs. Rohita M. Doshi (holding DIN 00246388) who retires by rotation in terms of section 152(6) of the Companies Act, 2013, and being eligible, offers herself for reappointment

No of Shares held	No of Shares cast	No of Votes in Favour	No of Votes against	% of votes		No of Invalid Votes	No. of Votes Abstain
				Favour	Against		
10223922	10223922	10223721	201	99.99	0.001	0	0

SPECIAL BUSINESS:

➤ **Item No. 3 – As an Special Resolution:**

Re-appointment of Mr. Maitreya Doshi (DIN: 00060755) as Managing Director for a term of 3 years with effect from 29th March 2020 to 28th March 2023.



No of Shares held	No of Shares east	No of Votes in Favour	No of Votes against	% of votes		No of Invalid Votes	No. of Votes Abstain
				Favour	Against		
10223922	10223921	10223921	1	100	0	0	0

➤ **Item No. 4 - As a Special Resolution:**

Ratification of the remuneration of Rs.1,65,000/- plus applicable taxes and out-of pocket expenses payable to M/s ABK & Associates, Cost Accountants.

No of Shares held	No of Shares east	No of Votes in Favor	No of Votes against	% of votes		No of Invalid Votes	No. of Votes Abstain
				Favour	Against		
10223922	10223921	10223921	1	100	0	0	0

5. A register, and all other papers and relevant records containing details of equity shareholders, who voted "IN FAVOUR", or "AGAINST" and those whose votes were declared invalid for each resolution under e-voting and electronic voting done during AGM shall remain in our safe custody until the Chairman approves and signs the Minutes of the aforesaid AGM and the same would thereafter be handed over to Company Secretary/CFO for safe keeping.
6. Based on the foregoing, the Resolution Nos. 1 to 4 shall be deemed to have been passed with the requisite majority on the date of the 74th AGM i.e., December 30, 2020

Thanking you,

Place: Mumbai

Date: December 30, 2020.

UDIN: A046989B001738008

D. N. Vora



Dipali Vora

For D N Vora & Associates
Practising Company Secretary

Scrutinizer

ACS-46989

C.P NO. 21254



Countersigned

M. Maitreya V. Doshi

Mr. Maitreya V. Doshi
Chairman