

Date: 24.09.2022

To,  
The Manager, Listing  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400 001

Dear Sir/Madam

**SCRIP ID: BSE: 540404**

**Sub: Voting Result of Annual General Meeting of the Company held on Friday, 23<sup>rd</sup> September, 2022.**

We are pleased to forward herewith the following reports with respect to the 15<sup>th</sup> Annual General Meeting of the Company held on Friday, 23<sup>rd</sup> September, 2022 at 04:00 PM through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")

In this regards, Please find the enclosed following:

1. Voting Result pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")
2. Scrutinizer Report dated 24<sup>th</sup> September, 2022 on Ballot voting conducted at the meeting.

Kindly take the note of the same.

Thanking You,

Yours faithfully,

**FOR PRIME FRESH LIMITED**  
**(FORMERLY KNOWN AS PRIME CUSTOMER SERVICES LIMITED)**

  
**JINEN GHELANI**  
**MANAGING DIRECTOR & CFO**  
**DIN: 01872929**  
Encl: As Stated



<b>General information about company</b>	
Scrip code	540404
NSE Symbol	
MSEI Symbol	
ISIN	INE442V01012
Name of the company	PRIME FRESH LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	23-09-2022
Start time of the meeting	04:00 PM
End time of the meeting	04:35 PM

*Jinan Ghelani*



<b>Scrutinizer Details</b>	
Name of the Scrutinizer	UMESH VED
Firms Name	UMESH VED & ASSOCIATES
Qualification	CS
Membership Number	4411
Date of Board Meeting in which appointed	25-07-2022
Date of Issuance of Report to the company	24-09-2022

*Umesh Ved*



<b>Voting results</b>	
Record date	16-09-2022
Total number of shareholders on record date	292
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	8
b) Public	6
No. of resolution passed in the meeting	5
Disclosure of notes on voting results	

*Jinan Ghelani*





Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY INCLUDING THE AUDITED BALANCE SHEET AS ON MARCH 31, 2022, THE STATEMENT OF PROFIT AND LOSS ACCOUNT AND CASH FLOW STATEMENT(INCLUDING CONSOLIDATED FINANCIAL STATEMENTS) FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2022 TOGETHER WITH THE REPORT OF THE BOARD OF DIRECTORS AND 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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7209708	7089708	98.3356	7089708	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7209708	7089708	98.3356	7089708	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	4999297	2134500	42.696	2134500	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4999297	2134500	42.696	2134500	0	100
Total		12209005	9224208	75.5525	9224208	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

*Jinard Ghetani*



<b>Details of Invalid Votes</b>	
<b>Category</b>	<b>No. of Votes</b>
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

*Jinad Ghelani*



Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO APPOINT A DIRECTOR IN PLACE OF MR. MAYUR NANALAL THAKKAR (DIN: 08423444) WHO RETIRES BY ROTATIONAND BEING ELIGIBLE, OFFERS HIMSELF FOR RE APPOINTMENT				
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	7209708	7089708	98.3356	7089708	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7209708	7089708	98.3356	7089708	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	4999297	2134500	42.696	2134500	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4999297	2134500	42.696	2134500	0	100
Total		12209005	9224208	75.5525	9224208	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

*Timar Ghelani*




<b>Details of Invalid Votes</b>	
<b>Category</b>	<b>No. of Votes</b>
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

*Jinad Ghelani* 


Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO APPOINT A DIRECTOR IN PLACE OF MR. GURMEETSINGH BHAMRAH (DIN: 02527135) WHO RETIRE BY RORATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE APPOINTMENT				
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	7209708	7089708	98.3356	7089708	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7209708	7089708	98.3356	7089708	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	4999297	1872000	37.4453	1872000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4999297	1872000	37.4453	1872000	0	100
Total		12209005	8961708	73.4024	8961708	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

*Tinor Ghelani*



<b>Text Block</b>	
Textual Information(1)	Mr. Gurmeetsingh Bhamrah being interested Director in the resolution no.3 holding 2,62,500 shares, who have voted in resolution no. 3 is not counted for the purpose of calculation

*Jinad Ghelani*



<b>Details of Invalid Votes</b>	
<b>Category</b>	<b>No. of Votes</b>
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

*Jinard Ghelani*



Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				TO APPROVE RELATED PARTY TRANSACTION				
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	7209708	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7209708	0	0	0	0	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	4999297	1872000	37.4453	1872000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4999297	1872000	37.4453	1872000	0	100
Total		12209005	1872000	15.3329	1872000	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

*Iman Ghelani*





<b>Text Block</b>	
Textual Information(1)	08 promoter members and one Director of the Company holding 73,52,208 shares, who voted in resolution no. 4 are not counted for the purpose of calculation here since they are related party and not allowed to vote.

*Jinan Ghelani*



<b>Details of Invalid Votes</b>	
<b>Category</b>	<b>No. of Votes</b>
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

*Jinan Ghelani* 

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO MAKE LOAN(S) TO GIVE GUARANTEE(S), Provide security (IES) OR MAKE INVESTMENT(S) IN EXCESS OF THE PRESCRIBED LIMIT UNDER SECTION 186 OF THE COMPANIES Act, 2013				
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	7209708	7089708	98.3356	7089708	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7209708	7089708	98.3356	7089708	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	4999297	2134500	42.696	2134500	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4999297	2134500	42.696	2134500	0	100
Total		12209005	9224208	75.5525	9224208	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

*Jinad Ghelani*



<b>Details of Invalid Votes</b>	
<b>Category</b>	<b>No. of Votes</b>
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

*Tinaz Ghelani*





**UMESH VED & ASSOCIATES**  
**Company Secretaries**

304, Shoppers Plaza-V, Opp. Municipal Market, C. G. Road, Navrangpura, Ahmedabad - 380 009.  
Telefax : (O) +91 79 26464153, 48904153 • Moblie +91 98250 35998  
E mail : info@umeshvedcs.com, umeshvedcs.office@airtelmail.in • Website : www.umeshvedcs.com

**FORM NO. MGT-13**

**CONSOLIDATED SCRUTINIZER'S REPORT**

[Pursuant to section 108 & 109 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,  
The Chairman,  
**Prime Fresh Limited**  
102, Sanskar- 2, Near Ketav Petrol Pump,  
Polytechnic Road, Ambawadi,  
Ahmedabad Gujarat - 380015

**Re: 15<sup>th</sup> Annual General Meeting (AGM) of Prime Fresh Limited held on Friday, the 23<sup>rd</sup> September, 2022 at 04:00 p.m. held through video conferencing (VC)/other audio visual means (OAVM).**

Dear Sir,

I, Umesh Ved, Proprietor of M/s. Umesh Ved & Associates, Company Secretaries, Ahmedabad, was appointed as Scrutinizer for the purpose of scrutinizing the Remote E-Voting process and voting at the Annual General Meeting ("AGM") pursuant to Section 108 & 109 of the Companies Act, 2013 read with rule 20 of Companies (Management and Administration) Rules, 2014, as amended on the resolutions contained in the Notice of the 15<sup>th</sup> AGM of the Members of " Prime Fresh Limited" (the Company) held on Friday, the 23<sup>rd</sup> September, 2022 at 04:00 p.m. held through video conferencing (VC)/other audio visual means (OAVM) without the physical presence of members at a common venue.

My responsibility as a scrutinizer for the voting process is restricted to preparing a Scrutinizer's Report of the votes casted "in favour" or "against" the resolution(s) based on the reports generated from the Remote e-voting system and e-voting provided by National Securities Depository Limited (the Agency/ service provider).

I submit my report as under:

- i. The notice dated 09<sup>th</sup> August, 2022 as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020, April 13, 2020, January 13, 2021 and May 5, 2022 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020.



- ii. The Company has availed the e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting remote e-voting and voting at the AGM by the shareholders of the Company.
- iii. The shareholders of the Company holding shares as on the "cut-off" date Friday 16<sup>th</sup> September, 2022 were entitled to vote on the proposed resolutions as set out in item nos. 1 to 5 in the Notice of the 15<sup>th</sup> AGM of Prime Fresh Limited.
- iv. The facility provided for Remote E-Voting commenced from 9:00 A.M. on Tuesday, the 20<sup>th</sup> September, 2022 and ended on 5:00 P.M. on Thursday, the 22<sup>nd</sup> September, 2022. The Remote E-voting facility was blocked thereafter.
- v. The votes cast were unblocked on Friday, 23<sup>rd</sup> September, 2022 after the conclusion of Annual General Meeting and was witnessed by two witnesses, Ms. Harshita Lalwani and Ms. Krina Thakkar, who are not in the employment of the Company. They have signed below in confirmation of the same.



Harshita Lalwani



Krina Thakkar

- vi. The Company had also provided e-voting facility to the shareholders present at the AGM through VC/ OAVM and who had not cast their vote earlier.
- vii. The voting done through Remote e-voting and E-voting at the meeting was reconciled with the records maintained by the RTA and the authorizations lodged with the Company.
- viii. The result of the Remote e-voting as well as of E-voting at the AGM is as under:

- (1) **ORDINARY RESOLUTION** for receive, consider and adopt the audited financial statements of the Company including the Audited Balance Sheet as on March 31, 2022, the Statement of Profit and Loss and the Cash flow statement [including consolidated financial statements] for the financial year ended on March 31, 2022 together with the Reports of the Board of Directors and Auditors thereon.

Voted in Favor of the Resolution

Type of Voting	Number of members present and voting	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	29	9224208	100
E-voting (AGM)	0	0	0
<b>Total</b>	<b>29</b>	<b>9224208</b>	<b>100</b>



Voted against of the Resolution

Type of Voting	Number of members present and voting	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	0	0	0
E-voting (AGM)	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

- (2) **ORDINARY RESOLUTION** for appoint a Director in place of Mr. Mayur Nanalal Thakkar (DIN: 08423444) who retires by rotation and being eligible, offers himself for re-appointment.

Voted in Favor of the Resolution

Type of Voting	Number of members present and voting	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	29	9224208	100
E-voting (AGM)	0	0	0
<b>Total</b>	<b>29</b>	<b>9224208</b>	<b>100</b>

Voted against of the Resolution

Type of Voting	Number of members present and voting	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	0	0	0
E-voting (AGM)	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

- (3) **ORDINARY RESOLUTION** for appoint a Director in place of Mr. Gurmeetsingh Bhamrah (DIN: 02527135) who retires by rotation and being eligible, offers himself for re-appointment.

Voted in Favor of the Resolution

Type of Voting	Number of members present and voting	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	28	8961708	100
E-voting (AGM)	0	0	0
<b>Total</b>	<b>28</b>	<b>8961708</b>	<b>100</b>





Voted against of the Resolution

Type of Voting	Number of members present and voting	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	0	0	0
E-voting (AGM)	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

(4) **ORDINARY RESOLUTION** for approval of Related Party Transaction.

Voted in Favor of the Resolution

Type of Voting	Number of members present and voting	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	20	1872000	100
E-voting (AGM)	0	0	0
<b>Total</b>	<b>20</b>	<b>1872000</b>	<b>100</b>

Voted against of the Resolution

Type of Voting	Number of members present and voting	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	0	0	0
E-voting (AGM)	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

(5) **SPECIAL RESOLUTION** for make loan(s) and to give guarantee(s), provide security (ies) or make investment(s) in excess of the prescribed limit under Section 186 of the Companies Act, 2013.

Voted in Favor of the Resolution

Type of Voting	Number of members present and voting	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	29	9224208	100
E-voting (AGM)	0	0	0
<b>Total</b>	<b>29</b>	<b>9224208</b>	<b>100</b>





Voted against of the Resolution

Type of Voting	Number of members present and voting	Number of Votes Cast by them	% of total number of Valid votes cast
Remote e-voting	0	0	0
E-voting (AGM)	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

- ix. Mr. Gurmeetsingh Bhamrah being interested Director in the resolution no.3 holding 2,62,500 shares, who have voted in resolution no. 3 is not counted for the purpose of calculation here in item no. 3.
- x. 08 promoter members and one Director of the Company holding 73,52,208 shares, who voted in resolution no. 4 are not counted for the purpose of calculation here in item no. 6 since they are related party and not allowed to vote.
- xi. All the resolutions mentioned in the AGM Notice as per details above accordingly stand passed with requisite majority.
- xii. The Electronic data and all other relevant records relating to Remote e-voting and electronic voting conducted at the AGM is under my safe custody and all will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of AGM.

Thanking You,

Yours faithfully,

*Umesh H. Ved*

Umesh Ved  
Umesh Ved & Associates  
Company Secretaries  
FCS No: 4411  
CP No: 2924  
UDIN: F004411D001037663



*Jinen Ghelani*

Jinen Ghelani  
Chairman  
(DIN: 01872929)



Date: 24/09/2022

Place: Ahmedabad