

# Prithvi Exchange (India) Limited

(Erstwhile Prithvi Softech Limited)



Bombay Stock Exchange Limited  
Department of Corporate Services  
Floor 25, PJ Towers  
Dalal Street  
Mumbai -400001

Dear Sir/Madam,  
Sub: 24th Annual General Meeting E-voting and poll Results

In compliance of the Regulation 44 (3) of the SEBI (LODR) Regulations, 2015, please find the enclosed Voting Results along with Scrutinizer's Report on the resolutions passed at the 24th AGM held on 25th September 2019.

Kindly acknowledge and take this into your records.

Thanking you,  
Yours Faithfully,

For prithvi Exchange (India) Limited

Pavan Kumar Kavad  
Whole Time Director

# Prithvi Exchange (India) Limited

(Erstwhile Prithvi Softech Limited)



## A. Details on Proceedings of the Meeting

Sl. No.	Particulars	Details
1	Date of the AGM	25 <sup>th</sup> September 2019
2	Total Number of shareholders as on record Date	4660
3	No. of Shareholders present in the meeting either in person or through proxy:	52
	1. Promoters and Promoter Group.	3
	2. Public	49
4	No. of Shareholders attended the meeting through Video Conferencing:	Not Applicable
	1. Promoters and Promoter Group	Not Applicable
	2. Public	Not Applicable

## B. Results of the Meeting:

Sl. No.	Agenda	Resolution Required (Ordinary/ Special)	Mode of Voting	Remarks
<b>Ordinary Business</b>				
1	To receive, consider and adopt the Audited Balance Sheet of the Company as on 31st March 2019, the Profit and Loss Account for the year ended on that date and the Reports of the Directors and Auditors thereon	Ordinary Resolution	Remote e-voting and ballot paper at the <b>AGM</b> .	Passed with requisite majority
2	To appoint Mr. Suresh Kumar (DIN: 06691575), director who is retiring by rotation and being eligible offers himself for reappointment	Ordinary Resolution	Remote e-voting and ballot paper at the <b>AGM</b>	Passed with requisite majority
<b>Special Business</b>				
3	Reappointment of Mr. K.N Deenadayalan (DIN: 02910246) as an Independent Director of the Company for a second term of five consecutive years, in terms of Section 149 of the Companies Act, 2013.	Special Resolution	Remote e-voting and ballot paper at the <b>AGM</b> .	Passed with requisite majority

For PRITHVI EXCHANGE (INDIA) LTD.

  
PAVAN KUMAR KAVAD  
Whole Time Director

**Prithvi Exchange (India) Limited**

**Resolution (1)**

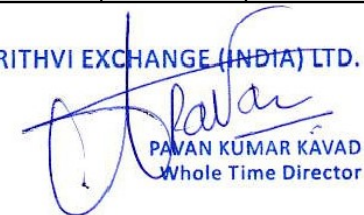
Resolution required: (Ordinary / Special) Ordinary

Whether promoter/ promoter group are interested in the agenda/resolution? No

To receive, consider and adopt the Audited Balance Sheet of the Company as on 31st March 2019, the Profit and Loss Account for the year ended on that date and the Reports of the Directors and Auditors thereon

Sl No.	Promoter /Public	Mode of Voting	Total 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 favor on votes polled	% of Votes in against on votes polled
			1	2	3 = (2/1)*100	4	5	6 = (4/2)*100	7 = (5/2)*100
1	Promoter and Promoter Group	E-Voting	5935382	5935382	100	5935382	0	100	0
		Poll	0	0	0	0	0	0	0
		Postal Ballot (if applicable)	0	0	0	0	0	0	0
		Total	5935382	5935382	100	5935382	0	100	0
2	Public - Institutional holders	E-Voting	0	0	0	0	0	0	0
		Poll	0	0	0	0	0	0	0
		Postal Ballot (if applicable)	0	0	0	0	0	0	0
		Total	0	0	0	0	0	0	0
3	Public-Others	E-Voting	2314268	960390	41.4987	960390	0	100	0
		Poll		90	0.0039	90	0	100	0
		Postal Ballot (if applicable)		0	0	0	0	0	0
		Total		960480	41.5025	960480	0	100	0
	<b>Total</b>	E-Voting	<b>8249650</b>	<b>6895772</b>	<b>83.59</b>	<b>6895772</b>	<b>0</b>	<b>100</b>	<b>0</b>
		Poll		<b>90</b>	<b>0.0011</b>	<b>90</b>	<b>0</b>	<b>100</b>	<b>0</b>
		Postal Ballot (if applicable)		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
		Total		<b>6895862</b>	<b>83.59</b>	<b>6895862</b>	<b>0</b>	<b>100</b>	<b>0</b>

For PRITHVI EXCHANGE (INDIA) LTD.

  
**PAVAN KUMAR KAVAD**  
 Whole Time Director

## Prithvi Exchange (India) Limited

## Resolution (2)

Resolution required: (Ordinary / Special) Ordinary

Whether promoter/ promoter group are interested in the agenda/resolution? No

To appoint Mr. Suresh Kumar (DIN: 06691575), director who is retiring by rotation and being eligible offers himself for reappointment

Sl No.	Promoter /Public	Mode of Voting	Total 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 favor on votes polled	% of Votes in against on votes polled
			1	2	3 = (2/1)*100	4	5	6 = (4/2)*100	7 = (5/2)*100
1	Promoter and Promoter Group	E-Voting	5935382	5935382	100	5935382	0	100	0
		Poll	0	0	0	0	0	0	0
		Postal Ballot (if applicable)	0	0	0	0	0	0	0
		Total	5935382	5935382	100	5935382	0	100	0
2	Public - Institutional holders	E-Voting	0	0	0	0	0	0	0
		Poll	0	0	0	0	0	0	0
		Postal Ballot (if applicable)	0	0	0	0	0	0	0
		Total	0	0	0	0	0	0	0
3	Public-Others	E-Voting	2314268	960390	41.4987	960390	0	100	0
		Poll		90	0.0039	90	0	100	0
		Postal Ballot (if applicable)		0	0	0	0	0	0
		Total		960480	41.5025	960480	0	100	0
	Total	E-Voting	8249650	6895772	83.59	6895772	0	100	0
		Poll		90	0.0011	90	0	100	0
		Postal Ballot (if applicable)		0	0	0	0	0	0
		Total		6895862	83.59	6895862	0	100	0

For PRITHVI EXCHANGE (INDIA) LTD.



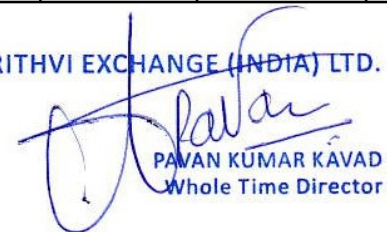
PAVAN KUMAR KAVAD  
Whole Time Director

**Prithvi Exchange (India) Limited**

Resolution (3)

Resolution required: (Ordinary / Special)				Special					
Whether promoter/ promoter group are interested in the agenda/resolution?				No					
<b>Reappointment of Mr. K.N Deenadayalan (DIN: 02910246) as an Independent Director of the Company for a second term of five consecutive years</b>									
Sl No.	Promoter /Public	Mode of Voting	Total 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 favor on votes polled	% of Votes in against on votes polled
			1	2	$3 = (2/1)*100$	4	5	$6 = (4/2)*100$	$7 = (5/2)*100$
1	Promoter and Promoter Group	E-Voting	5935382	5935382	100	5935382	0	100	0
		Poll	0	0	0	0	0	0	0
		Postal Ballot (if applicable)	0	0	0	0	0	0	0
		<b>Total</b>	<b>5935382</b>	<b>5935382</b>	<b>100</b>	<b>5935382</b>	<b>0</b>	<b>100</b>	<b>0</b>
2	Public - Institutional holders	E-Voting	0	0	0	0	0	0	0
		Poll	0	0	0	0	0	0	0
		Postal Ballot (if applicable)	0	0	0	0	0	0	0
		<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
3	Public-Others	E-Voting	2314268	960390	41.4987	960390	0	100	0
		Poll		90	0.0039	90	0	100	0
		Postal Ballot (if applicable)		0	0	0	0	0	0
		<b>Total</b>		<b>960480</b>	<b>41.5025</b>	<b>960480</b>	<b>0</b>	<b>100</b>	<b>0</b>
	<b>Total</b>	E-Voting	<b>8249650</b>	<b>6895772</b>	<b>83.59</b>	<b>6895772</b>	<b>0</b>	<b>100</b>	<b>0</b>
		Poll		<b>90</b>	<b>0.0011</b>	<b>90</b>	<b>0</b>	<b>100</b>	<b>0</b>
		Postal Ballot (if applicable)		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
		<b>Total</b>		<b>6895862</b>	<b>83.59</b>	<b>6895862</b>	<b>0</b>	<b>100</b>	<b>0</b>

For PRITHVI EXCHANGE (INDIA) LTD.

  
**PAVAN KUMAR KAVAD**  
 Whole Time Director

**Scrutinizer's Report**

[Pursuant to Sections 108 and 109 of the Companies Act, 2013 read with  
Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014]

To  
The Chairman  
PRITHVI EXCHANGE (INDIA) LIMITED  
CIN: L30006TN1995PLC031931  
Chennai - 600 031.

Dear Sir,

**Sub: Report of Scrutinizer for e-voting of the Company.**

- 1) I, V.Esaki, Proprietor of M/s.V.Esaki & Associates Company Secretaries in Practice, have been appointed as Scrutinizer, for the purpose of scrutinizing for conducting the postal ballot and e-voting process in a fair and transparent manner on the resolution contained in the Notice to 24<sup>th</sup> Annual General Meeting of the company held on 25<sup>th</sup> September 2019 at 11.30 AM.  
Annual General Meeting Notice was given pursuant to section 108 of the Companies Act, 2013 (the Act) read with the Companies (Management and Administration) Rules, 2014,
- 2) The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made there under relating to remote e-voting and poll on the resolutions contained in the Notice of the AGM of the Company.
- 3) My responsibility as Scrutinizer for the e-voting process and for the Poll at the AGM is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports downloaded from the e-voting system


provided by NDSL for e-voting and the Polling Papers received on the Poll conducted at the AGM.

4) I submit my report as under:

- a) The Company has provided the Members facility to exercise their right to vote at the AGM by electronic means to transact the business detailed in the Notice through remote e-voting services provided by National Securities Depository Limited (NSDL) for conducting remote e-voting by the Shareholders of the Company.
- b) The Shareholders of the Company holding shares on the "cut-off" date i.e., 18<sup>th</sup> September, 2019 were entitled to vote on the Resolutions as set out at Item Nos. 1 to 3 in the Notice of the AGM of the Company.
- c) The period for e-voting commenced on Saturday, 21<sup>st</sup> September, 2019 at 9.30 A.M. and ended on Tuesday, 24<sup>th</sup> September, 2019 at 5.00 P.M. and thereafter, the NSDL e-voting platform was blocked.
- d) Thereafter, I have unblocked the votes cast under e-voting facility in the presence of two witnesses, who are not in the employment of the Company.
- e) After conclusion of the Polling at the AGM of the Company held on 25<sup>th</sup> September, 2019, I have unlocked the Polling Box in the presence of two witnesses, who are not in the employment of the Company. On the conclusion of the Annual General Meeting, the full details of votes cast through remote e-voting were made available to me by the NDSL.
- f) I have scrutinized and reviewed the voting through electronic means based on the data downloaded from the NDSL e-voting system and on Poll based on the Polling Papers received at the AGM.
- g) I report that the result of the voting through electronic means and on poll in respect of the said Resolutions is as under:



**Resolution No: 1**

**Nature of resolution: Ordinary Resolution**

**Consideration & Adoption of Audited Accounts for the year ended on 31st March, 2019.**

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	14	6895772	100
Poll	6	90	0
Total	20	6895862	100

(ii) Voted against the resolution: NIL

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total	0	0	0

Total valid votes(i)	20	6895862	100
+ (ii)			

(iii) Invalid Votes:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total	0	0	0





**Resolution No: 2****Nature of Resolution: Ordinary Resolution**

To Appoint Mr SURESH KUMAR (DIN 06691575), director who is retiring by rotation and being eligible offers himself for reappointment.

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	14	6895772	100
Poll	6	90	0
Total	20	6895862	100

(ii) Voted against the resolution: NIL

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total	0	0	0

Total valid votes(i) + (ii)	20	6895862	100
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(iii) Invalid Votes:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total	0	0	0



**Resolution No: 3****Nature of Resolution: Special Resolution**

Reappointment of K.N.Deenadayalan, as an Independent Director of the Company for a Second term of Five Consecutive Years, In terms of Section 149 of the Companies Act 2013.

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	14	6895772	100
Poll	6	90	0
Total	20	6895862	100

(ii) Voted against the resolution: NIL

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total	0	0	0

Total valid votes(i) + (ii)	20	6895862	100
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(iii) Invalid Votes:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total	0	0	0

Thanking You,

Yours Faithfully,

V.Esaki & Associates

Company Secretaries



V.Esaki

Proprietor Member Ship No: 30353

Place: Chennai

Date: 25.09.2019

For PRITHVI EXCHANGE (INDIA) LTD.

Chairman

Chairman

(K.N. DEENADAYALAN)

Chairman of the meeting