

Date: 02nd February, 2024

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 Extra-Ordinary General Meeting of the Company held on Wednesday, 31st January, 2024.

The Extra-Ordinary General Meeting of the Company was held on Wednesday, 31st January, 2024 at 02.30 PM through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") to transact the business as set out in the Notice of the Extra-Ordinary General Meeting.

In this regard, please find enclosed Voting Results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Further, the Scrutinizer's Report is made available on the Company's Website at www.primefreshlimited.com

You are requested to update the record accordingly.

For, PRIME FRESH LIMITED

**JASMIN
JAYKUMA
R DOSHI**

Digitally signed by JASMIN
JAYKUMAR DOSHI
DN: c=IN, o=Personal,
postalCode=380015, st=Gujarat,
serialNumber=F8082216B7513D
72E4F42BADF67D11281992E469
1268292F0CF4480259F5A5CA,
cn=JASMIN JAYKUMAR DOSHI
Date: 2024.02.02 10:50:53 +05'30'

**JASMIN DOSHI
COMPANY SECRETARY & COMPLIANCE OFFICER**



Encl: As stated above.

General information about company	
Scrip code	540404
NSE Symbol	NOTLISTED
MSEI Symbol	NOLISTED
ISIN	INE442V01012
Name of the company	PRIME FRESH LIMITED
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	31-01-2024
Start time of the meeting	02:30 PM
End time of the meeting	02:39 PM



Jivan Ghelani

Scrutinizer Details	
Name of the Scrutinizer	UMESH VED
Firms Name	UMESH VED & ASSOCIATES
Qualification	CS
Membership Number	4411
Date of Board Meeting in which appointed	04-01-2024
Date of Issuance of Report to the company	01-02-2024



Umesh Ghelani

Voting results	
Record date	24-01-2024
Total number of shareholders on record date	584
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	4
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	



Tinoo Ghosh

Resolution(1)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			TO RECTIFY THE NAME OF TH ULTIMATE BENEFICIAL OWNERSHIP OF MR. CHATAN HASMUKHLAL MEHTA HUF GIVEN IN ITEM NO. 6(F) OF THE EXPLANATORY STATEMENT OF THE NOTICE AND ADDENDUM TO NOTICE DATED 16TH AUGUST, 2023 AND 24TH AUGUST, 2023 RESPECTIVELY OF THE 16TH ANNUAL GENERAL MEETING OF THE COMPANY					
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	7200708	99.8752	7200708	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7209708	7200708	99.8752	7200708	0	100
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	5313240	1383000	26.0293	1383000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5313240	1383000	26.0293	1383000	0	100
Total		12522948	8583708	68.5438	8583708	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Timon Ghelani

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Jimon Ghalani

Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				MIGRATION OF COMPANY FROM SME PLATFORM OF BSE LIMITED TO THE MAIN BOARD OF BSE LIMITED AND NATIONAL STOCK EXCHANGE OF INDIA LIMITED				
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	7200708	99.8752	7200708	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	7209708	7200708	99.8752	7200708	0	100	0
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	5313240	1383000	26.0293	1383000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5313240	1383000	26.0293	1383000	0	100	0
Total		12522948	8583708	68.5438	8583708	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Tarun Ghoshani

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Timon Ghelani



Jimn 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 • Mobile +91 98250 35998
E mail : info@umeshvedcs.com, umesh@umeshvedcs.com • 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: Extra-Ordinary General Meeting (EGM) of Prime Fresh Limited held on Wednesday, the 31st January, 2024 at 02:30 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 Extra-Ordinary General Meeting ("EGM") 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 EGM of the Members of " Prime Fresh Limited" (the Company) held on Wednesday, the 31st January, 2024 at 02:30 p.m. held through video conferencing (VC)/other audio visual means (OAVM) in accordance with the applicable circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

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 4th January, 2024 as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the EGM 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, January 15, 2021, May 13, 2022 and January 5, 2023 (collectively referred to as "SEBI Circulars").



- 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 EGM by the shareholders of the Company.
- iii. The shareholders of the Company holding shares as on the "cut-off" dated 24th January, 2024 were entitled to vote on the proposed resolutions as set out in item nos. 1 and 2 in the Notice of the EGM of Prime Fresh Limited.
- iv. The facility provided for Remote E-Voting commenced from 9:00 A.M. on Sunday, the 28th January, 2024 and ended on 5:00 P.M. on Tuesday, 30th January, 2024. The Remote E -voting facility was blocked thereafter.
- v. The votes casted were unblocked on Wednesday, 31st January, 2024 after the conclusion of Extra-Ordinary General Meeting and was witnessed by two witnesses, Mr. Jatin Rajpurohit and Ms. Dhruvanshi Mistry, who are not in the employment of the Company. They have signed below in confirmation of the same.
- vi. The Company had also provided e-voting facility to the shareholders present at the EGM through VC/ OAVM and who had not casted 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 Insta Poll at the EGM is as under:



Jatin Rajpurohit



Dhruvanshi Mistry

- (1) **SPECIAL RESOLUTION** for rectification of the name of ultimate beneficial ownership of Mr. Chetan Hasmukhlal Mehta HUF given in item no. 6(f) of the Explanatory Statement of the Notice and Addendum to Notice dated 16th August, 2023 and 24th August, 2023 respectively of the 16th Annual General Meeting of the Company

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	33	8583708	100%
Insta Poll	0	0	0
Total	33	8583708	100%

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
Insta Poll	0	0	0
Total	0	0	0



- (2) **SPECIAL RESOLUTION** for Migration of Company from SME Platform of BSE Limited to the Main Board of BSE Limited and National Stock Exchange of India Limited.

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	33	8583708	100%
Insta Poll	0	0	0
Total	33	8583708	100%

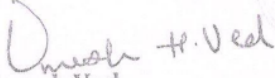
Voted against of the Resolution

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
Insta Poll	0	0	0
Total	0	0	0

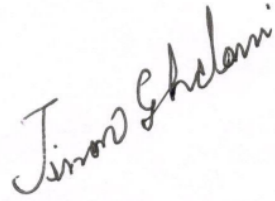
- ix. All the resolutions mentioned in the EGM Notice as per details above accordingly stand passed with requisite majority
- x. The Electronic data and all other relevant records relating to Remote e-voting and electronic voting conducted at the EGM is under my safe custody and all will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of EGM.

Thanking You,

Yours faithfully,


 Umesh Ved
 Umesh Ved & Associates
 Company Secretaries
 FCS No: 4411
 CP No: 2924
 UDIN: F004411E003352580




 Jinen Ghelani
 Chairman
 (DIN: 01872929)



Date: 1st February, 2024
 Place: Ahmedabad