

August 12, 2024

The National Stock Exchange of India Limited, Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai – 400 051.	BSE Limited, Corporate Relationship Department, P. J. Towers, Dalal Street, Fort, Mumbai – 400 023.
Code : PRSMJOHNSN	Code : 500338

Dear Sir/Madam,

Sub. : Disclosure of Voting Results of Resolutions passed at the 32nd Annual General Meeting of the Company and Consolidated Scrutiniser's Report.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the disclosure pertaining to the results of the e-voting in respect of the resolutions passed at the 32nd Annual General Meeting ('AGM') of the Company held on Friday, August 9, 2024 along with the consolidated Scrutiniser's Report on e-voting (i.e. remote e-voting and e-voting at the AGM).

Date of AGM	August 9, 2024
Total number of shareholders as on the cut-off date (August 2, 2024)	73,120
No. of shareholders attended the meeting through Video Conferencing :	
Promoters and Promoter Group :	04
Public :	59

The copy of the results of the e-voting along with the consolidated Scrutiniser's Report on e-voting are also available on the website of the Company at <http://www.prismjohnson.in> and on the website of KFin Technologies Limited, the authorised agency which provided e-voting facility at <https://evoting.kfintech.com> and also at the Registered Office and Corporate Office of the Company.

Based on the consolidated report of the Scrutiniser, all resolutions set out in the Notice of the AGM have been duly approved by the shareholders of the Company with requisite majority.

Kindly take the same on the records.

Thanking you,

Yours faithfully,
For **PRISM JOHNSON LIMITED**

SHAILESH DHOLAKIA
Company Secretary &
Compliance Officer

Encl.: E-voting results and Scrutiniser's Report on AGM

PRISM JOHNSON LIMITED

				Resolution (1)				
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				(a) To consider and adopt the audited standalone financial statement of the Company for the Financial Year ended March 31, 2024, together with the Reports of the Board of Directors and the Auditors thereon; and (b) To consider and adopt the audited consolidated financial statement of the Company for the Financial Year ended March 31, 2024, together with the Report of the 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	376881169	376880669	99.9999	376880669	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	376881169	376880669	99.9999	376880669	0	100.0000	0.0000
Public-Institutions	E-Voting	48768669	47320933	97.0314	47320933	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	48768669	47320933	97.0314	47320933	0	100.0000	0.0000
Public-Non Institutions	E-Voting	77706742	1866196	2.4016	1865245	951	99.9490	0.0510
	Poll		551	0.0007	551	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	77706742	1866747	2.4023	1865796	951	99.9491	0.0509
Total	Total	503356580	426068349	84.6454	426067398	951	99.9998	0.0002
Whether resolution is Pass or Not. (Y/N)							Yes	
Disclosure of notes on resolution							Resolution passed by the shareholders with requisite majority.	

PRISM JOHNSON LIMITED

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. Akshay Raheja (DIN : 00288397), who retires by rotation and being eligible, offers himself for re-appointment as Director.				
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	376881169	376880669	99.9999	376880669	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	376881169	376880669	99.9999	376880669	0	100.0000	0.0000
Public-Institutions	E-Voting	48768669	47320933	97.0314	43484886	3836047	91.8936	8.1064
	Poll							
	Postal Ballot (if applicable)							
	Total	48768669	47320933	97.0314	43484886	3836047	91.8936	8.1064
Public-Non Institutions	E-Voting	77706742	1866196	2.4016	1864625	1571	99.9158	0.0842
	Poll		551	0.0007	551	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	77706742	1866747	2.4023	1865176	1571	99.9158	0.0842
Total	Total	503356580	426068349	84.6454	422230731	3837618	99.0993	0.9007
Whether resolution is Pass or Not. (Y/N)							Yes	
Disclosure of notes on resolution							Resolution passed by the shareholders with requisite majority.	

PRISM JOHNSON LIMITED

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. Vijay Aggarwal (DIN : 00515412), who retires by rotation and being eligible, offers himself for re-appointment as Director.				
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	376881169	376880669	99.9999	376880669	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		376881169	376880669	99.9999	376880669	0	100.0000
Public-Institutions	E-Voting	48768669	47320933	97.0314	47110152	210781	99.5546	0.4454
	Poll							
	Postal Ballot (if applicable)							
	Total		48768669	47320933	97.0314	47110152	210781	99.5546
Public-Non Institutions	E-Voting	77706742	1866196	2.4016	1864625	1571	99.9158	0.0842
	Poll		551	0.0007	551	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		77706742	1866747	2.4023	1865176	1571	99.9158
Total	Total	503356580	426068349	84.6454	425855997	212352	99.9502	0.0498
Whether resolution is Pass or Not. (Y/N)							Yes	
Disclosure of notes on resolution							Resolution passed by the shareholders with requisite majority.	

PRISM JOHNSON LIMITED

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of remuneration of the Cost Auditors 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	376881169	376880669	99.9999	376880669	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	376881169	376880669	99.9999	376880669	0	100.0000	0.0000
Public-Institutions	E-Voting	48768669	47320933	97.0314	47320933	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	48768669	47320933	97.0314	47320933	0	100.0000	0.0000
Public-Non Institutions	E-Voting	77706742	1866196	2.4016	1864844	1352	99.9276	0.0724
	Poll		551	0.0007	551	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	77706742	1866747	2.4023	1865395	1352	99.9276	0.0724
Total	Total	503356580	426068349	84.6454	426066997	1352	99.9997	0.0003
Whether resolution is Pass or Not. (Y/N)							Yes	
Disclosure of notes on resolution							Resolution passed by the shareholders with requisite majority.	

PRISM JOHNSON LIMITED

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Private Placement of Non-convertible Debentures and/or other Debt Securities.				
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		376880669	99.9999	376880669	0	100.0000	0.0000
	Poll	376881169						
	Postal Ballot (if applicable)							
	Total	376881169	376880669	99.9999	376880669	0	100.0000	0.0000
Public-Institutions	E-Voting		47320933	97.0314	46542526	778407	98.3550	1.6450
	Poll	48768669						
	Postal Ballot (if applicable)							
	Total	48768669	47320933	97.0314	46542526	778407	98.3550	1.6450
Public-Non Institutions	E-Voting		1866196	2.4016	1865144	1052	99.9436	0.0564
	Poll	77706742	551	0.0007	551	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	77706742	1866747	2.4023	1865695	1052	99.9436	0.0564
Total	Total	503356580	426068349	84.6454	425288890	779459	99.8171	0.1829
Whether resolution is Pass or Not. (Y/N)							Yes	
Disclosure of notes on resolution							Resolution passed by the shareholders with requisite majority.	

Form MGT-13

Consolidated Scrutiniser's Report

[Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman/Managing Director,
Prism Johnson Limited,
Mumbai.

Ref.: Thirty-Second (32nd) Annual General Meeting ('AGM'/'Meeting') of the Equity Shareholders of Prism Johnson Limited, held on Friday, August 9, 2024 at 4.30 p.m. (IST) through Video Conference ('VC') /Other Audio-Visual Means ('OAVM'), to transact the business stated in the Notice of AGM dated July 15, 2024. The deemed venue of the AGM was the Registered Office at 305, Laxmi Niwas Apartments, Ameerpet, Hyderabad-500016.

Sub.: Consolidated Scrutiniser's Report on Remote e-Voting and Electronic Voting during AGM (collectively referred to as "e-Voting") conducted pursuant to the provisions of the Companies Act, 2013 read with the Rules thereunder, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with all applicable circulars issued by the Ministry of Corporate Affairs and SEBI (collectively referred to as "applicable Circulars").

I, Savita Jyoti of M/s. Savita Jyoti Associates, Practicing Company Secretary, Hyderabad had been appointed as the Scrutiniser by the Board of Directors of Prism Johnson Limited ("the Company") to scrutinise the process of e-voting (Remote e-voting and e-voting at AGM) in respect of the resolutions stated in the Notice of the AGM of the Equity Shareholders of the Company held on Friday, August 9, 2024 at 4.30 p.m. (IST) through VC/OAVM.

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to e-Voting on the resolutions proposed in the Notice of the AGM of the Company is the responsibility of the management. Our responsibility as a Scrutiniser is to ensure that the voting process through e-Voting is restricted to make a consolidated Scrutiniser's Report of the votes cast 'in favour' or 'against' the resolutions stated in the Notice of AGM, based on the reports generated from the e-voting system provided by KFin Technologies Limited ('KFin'), the Agency authorised under the rules and engaged by the Company to provide e-voting facility to the shareholders for voting through electronic means.

The Notice of the AGM dated July 15, 2024 along with explanatory statement setting out material facts under Section 102 of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 were sent only by the electronic mode (e-mail) to those shareholders whose email addresses were registered with the Company/KFin/Depository Participants pursuant to provisions of the Act and Rules thereunder, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with all the applicable Circulars.

The Company had availed the e-voting facility provided by KFin for conducting voting through electronic means by the Shareholders of the Company.

The shareholders of the Company holding shares as on the cut-off date i.e. Friday, August 2, 2024, were entitled to vote on the resolutions as stated in the Notice of the AGM.

The voting period for Remote e-voting commenced from Tuesday, August 6, 2024 (from 9.00 a.m.) till Thursday, August 8, 2024 (upto 5.00 p.m.). Voting beyond the said date was not allowed and the Remote e-voting platform was disabled thereafter by KFin.

CS. SAVITA JYOTI, B.Com., F.C.S.

As per the information given by the Company/KFin, the names of the shareholders who had voted by remote e-voting through the facility provided by KFin had been blocked and only those shareholders who were present at the AGM through VC/OAVM and who had not voted on Remote e-voting were allowed to cast their votes through e-voting system during the AGM.

After the closure of the voting at the AGM, the report on voting done at the AGM was generated and diligently scrutinised.

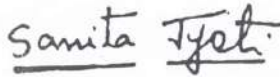
The votes cast under Remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company after the conclusion of the Meeting and the report on Remote e-voting was generated and diligently scrutinised.

We now submit our consolidated report on the result of the e-Voting in respect of the resolutions stated in the notice of AGM of the Company.

The Register and all other relevant records relating to the e-Voting are under our safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you,
Yours faithfully

For Savita Jyoti Associates
Company Secretaries



CS Savita Jyoti
Practicing Company Secretary
FCS No.: 3738, CP No.: 1796
UDIN: F003738F000950607
Peer Review No:1326/2021

Place: Hyderabad
Date: August 12, 2024

Consolidated Results on Remote e-voting and e-Voting at the AGM

Results of Item No. 1 – Ordinary Resolution

- (a) To consider and adopt the audited standalone financial statement of the Company for the Financial Year ended March 31, 2024, together with the Reports of the Board of Directors and the Auditors thereon; and
- (b) To consider and adopt the audited consolidated financial statement of the Company for the Financial Year ended March 31, 2024, together with the Report of the Auditors thereon.

Particulars	Number of Shareholders	Number of valid Votes cast by them	% of total number of valid votes cast
Voted in favour	221	426067398	99.9998
Voted against	9	951	0.0002
Total	230	426068349	100

Invalid/Abstain	1	50
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Results of Item No. 2 – Ordinary Resolution

To appoint a Director in place of Mr. Akshay Raheja (DIN: 00288397), who retires by rotation and being eligible, offers himself for re-appointment as Director.

Particulars	Number of Shareholders	Number of valid Votes cast by them	% of total number of valid votes cast
Voted in favour	181	422230731	99.0993
Voted against	50	3837618	0.9007
Total	231	426068349	100

Invalid/Abstain	1	50
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Results of Item No. 3 – Ordinary Resolution

To appoint a Director in place of Mr. Vijay Aggarwal (DIN : 00515412), who retires by rotation and being eligible, offers himself for re-appointment as Director.

Particulars	Number of Shareholders	Number of valid Votes cast by them	% of total number of valid votes cast
Voted in favour	213	425855997	99.9502
Voted against	21	212352	0.0498
Total	234	426068349	100

Invalid/Abstain	1	50
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Results of Item No. 4 – Ordinary Resolution

Ratification of remuneration of the Cost Auditors of the Company

Particulars	Number of Shareholders	Number of valid Votes cast by them	% of total number of valid votes cast
Voted in favour	216	426066997	99.9997
Voted against	14	1352	0.0003
Total	230	426068349	100

Invalid/Abstain	1	50
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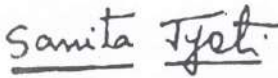
Results of Item No. 5 – Special Resolution

Private Placement of Non-convertible Debentures and/or other Debt Securities

Particulars	Number of Shareholders	Number of valid Votes cast by them	% of total number of valid votes cast
Voted in favour	212	425288890	99.8171
Voted against	21	779459	0.1829
Total	233	426068349	100

Invalid/Abstain	1	50
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Thanking you,
For Savita Jyoti Associates
Company Secretaries



CS Savita Jyoti
Practicing Company Secretary
FCS No.: 3738, CP No.: 1796
UDIN: F003738F000950607
Peer Review No:1326/2021

Witness 1:


Witness 2:



SAVITA JYOTI, FCS 3738
Practicing Company Secretary
Certificate of Practice No. 1796

Place: Hyderabad
Date: August 12, 2024

Countersigned by:
for **Prism Johnson Limited**


Shailesh Dholakia
Company Secretary &
Compliance Officer