

# PRIME INDUSTRIES LIMITED

CIN: L15490PB1992PLC012662

Regd. Office: Master Chamber, SCO -19,

Feroze Gandhi Market, Ludhiana- 141 001, Punjab

Tel.: 0161-3911500, 3013411, 412 E-mail: prime\_indust@yahoo.com

Website: www.primeindustrieslimited.com

Date: 01st October, 2016

To,
The Secretary,
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street Fort,
Mumbai.

Scrip Code: 519299

Sub: Voting Results and Proceedings of the 24<sup>th</sup> Annual General Meeting of Prime Industries Limited held on 30<sup>th</sup> September, 2016.

Dear Sir/Madam,

Pursuant to Regulation 44 of the SEBI (LODR) Regulations, 2015, we enclose herewith the voting results declared for the resolutions passed at the 24<sup>th</sup> Annual General Meeting held on Friday, 30<sup>th</sup> September, 2016.

Also, please find enclosed herewith the summary of proceedings of the 24<sup>th</sup> Annual General Meeting pursuant to Schedule III of the SEBI (LODR) Regulations, 2015.

Thanking You, Yours Faithfully

For & on behalf of PRIME INDUSTRIES LIMITED

**Sharon Arora** 

(Company Secretary)

# SUMMARY OF PROCEEDINGS OF 24TH ANNUAL GENERAL MEETING OF PRIME INDUSTRIES LIMITED

### 1. Date, time and Venue of the Meeting:

The 24<sup>th</sup> Annual General Meeting of Prime Industries Limited was held on 30<sup>th</sup> September, 2016 and the meeting commenced at 12:00 a.m. at Registered Office, SCO 19, Master Chambers, Feroze Gandhi Market, Ludhiana - 141002. The meeting concluded at 12:40 A.M. on the same date.

## 2. Brief details of items deliberated at the meeting and result thereof:

- Mr. Rajinder Kumar Singhania, Managing Director, chaired the proceedings of the meeting.
- The requisite quorum being present, the Chairman declared the meeting as commenced.
- The Chairman then delivered his speech and answered the queries of shareholders.
- The Company Secretary, Ms. Sharon Arora, then started with the formal proceedings of the meeting. She informed the shareholders that remote e-voting facility being provided by the Company through CDSL commenced at 9:30 a.m. on 27<sup>th</sup> September, 2016 and ended at 05:00 p.m. on 29<sup>th</sup> September, 2016. She further informed that the facility to E-vote during the AGM and the ballot voting are available to the shareholders who have yet not cast their vote.
- The following items of the business as set out in the notice calling the meeting were put for shareholders' approval:

#### Ordinary Business:

- I. Consideration and adoption of Audited Balance sheet as at 31<sup>st</sup> March, 2016, Statement of Profit & Loss for the year ended on that date, together with the Reports of Auditors and Directors thereon.
- II. Appointment of a Director in place of Mr. Rajinder Kumar Singhania, (holding DIN No. 00077540), who retires by rotation in terms of Section 152(6) of the Companies Act 2013.
- III. Ratification of the appointment of Statutory Auditors of the Company for the financial year 2016-17 and to fix their remuneration.



#### Special Business:

- I. Re-appointment of Mr. Rajinder Kumar Singhania as the Managing Director of the Company. (DIN: 00077540). (Special Resolution)
- II. To authorise the Board of Directors u/s 180(1)(a) of the Companies Act, 2013 (Special Resolution)
- III. To authorise the Board of Directors u/s 180(1)(c) of the Companies Act, 2013 (Special Resolution)
- IV. Approval of Related Party Transactions. (Special Resolution)

The Company Secretary informed the members that Mr. Rajeev Bhambri, Practicing Company Secretary was appointed as the scrutinizer for the purpose of scrutinizing both the e-voting process as well as polling process.

The Company Secretary informed the members that the results of the voting (both e-voting and poll put together) shall be disseminated to the stock exchange and also uploaded on the website of the Company and CDSL (<a href="www.evotingindia.com">www.evotingindia.com</a>) within 48 hours of conclusion of the Annual General Meeting.

### 3. Manner of approval:

- Pursuant to the provisions of the Companies Act, 2013 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), the Company had provided remote e-voting facility to the members to cast votes electronically, on all the resolutions set out in the notice.
- Further, the facility for voting through poll was made available to the members who were present at the meeting and had not cast their votes by remote e-voting.
- All the resolutions set out in the Notice calling Annual General Meeting were passed with the requisite majority (as provided in Annexure—II) and are passed on the date of the Annual General Meeting i.e. 30<sup>th</sup> September, 2016.



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				Format 1	ormat for Voting Results			
Date of the AGM							30.09.2016	
Total number of shareholders on record date	olders on record date						3775	
No. of shareholders present in the meeting either in person or through proxy.	sent in the meeting eith	ner in person or through	gh proxy:					
Promoters and Promoter Group:	r Group:						13	
Public:							9	
No. of Shareholders attended the meeting through Video Conferencing	ended the meeting thro	ugh Video Conferenc	ing					
Promoters and Promoter Group:	r Group:						N.A	
Public								
				Agenda	Agenda- wise disclosure			
Resolution required:				.a	Adoption of the audit	ted Balance Sheet an of the Board of Dire	Adoption of the audited Balance Sheet and Profit & Loss Account for the year ended March 31, 2016 and the reports of the Board of Directors and Auditors thereon. (Ordinay)	; year ended March 31,
Whether promoter/ promoter group are interested in the agenda/resolution?	noter group are interes	ted in the agenda/rest	olution?	de	No			
Category	Mode of Voting	No. of shares held	No. of shares held No. of votes polled -	% of Votes Polded on outstanding shares (3)=[(2)(1)]* 100	No. of Votes – in favour -4	No. of Votes – against – 5	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	E-Voting		3201202	100:00	3201202	0	100.00	00:0
Promoter and Promoter Poil	Poll	3201203	1	0.00	1	0	100.00	0:00
	Postal Ballot		0	0	0	0	0	0
	Total	3201203	3201203	100	3201203	0	100.00	0
	E Votion		Š			•		c
Public- Institutions	Poll	006988	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	006988	0	0	0	0	0	0
	E-Voting	,	T308450.	34.33	1308450	0	100.00	0
Public- Non Institutions Poll	s Poll	3811897	4305	0.11	4305	0	100.00	0
	Postal Ballot		0	, , 0 .,	0	. 0	0	0
	Total	3811897	1312755	34.44	1312755		100.00	
				4.5				
Total		7900000	4513958	57.14	4513958	0	100	0



Date of the AGM  Total number of shareholders on record date  No. of shareholders present in the meeting either in person or through proxy:  Promoters and Promoter Group:  Public:  No. of Shareholders attended the meeting through Video Conferencing  Promoters and Promoter Group:  Public	olders on record date sent in the meeting eit Group:  Indeed the meeting three Group:	her in person or throu ough Video Conferen	gh proxy: cing	Format f	Format for Voting Results  Agenda- wise disclosure			30.09.2016 3775 13 6 N.A
Resolution required: Whether promoter/ pron	Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution?	sted in the agenda/res	olution?	Agenda	Adoption of the audi 2016 and the reports	ted Balan of the Bo	ce Sheet an	wise disclosure Adoption of the audited Balance Sheet and Profit & Loss Account for the year ended March 31, 2016 and the reports of the Board of Directors and Auditors thereon, (Ordinay)
	Mode of Voting	No. of shares held -1	No. of shares held No. of votes polled -	% of Votes Polled on outstanding shares (3)–[(2)/(1)]* 100	No. of Votes - in favour -4	No. of Votes - against - 5	'	% of Votes in favour on votes polled (6)=[(4)/(2)]*100
E-V Promoter and Promoter Poli	E-Voting Poll Postal Ballot	3201203	3201202 1 0	0.00	3201202 1 0	0 0	. 1. 1. 1	100.00 100.00
	Total	3201203	3201203	100	3201203	Ű	- 1 1	100.00
Public-Institutions	E-Voting Poll Postal Ballot	886900	0	0 0	0 0 0	0 0 0		0 0
	Total	886900	0	0	0	0		0
E-V Public- Non Institutions Poll Post	E-Voting Poll Postal Ballot	3811897	1308450 4305 0	34.33 0.11 0	1308450 4305 0		000	0 100.00 0 100.00
	Total	3811897	1312755	34.44	1312755			100.00
Total		7900000	4513958	57.14	45†3958	П	0	0 1 100



The state of the s				a de la companya de			John Commission of the Commiss	
esolution required:			4		Re-Appointment of Mr. Raj	Mr. Rajinder Kumar dinary)	Singhania (DIN: 00077540), wh	Re-Appointment of Mr. Rajinder Kumar Singhania (DIN: 00077540), who retires by rotation and being eligible, seeks re-appointment. (Ordinary)
Whether promoter/ promoter group are interested in the agenda/resolution?	noter group are interest	ed in the agenda/reso	lution?		Yes			
Category	Mode of Voting	No. of shares held -1	No. of votes polled -	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour 4	No. of Votes - against - 5	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]•100
	E-Voting		3201202	100.00	3201202	0	100.00	0.00
Promoter and Promoter	Poll	3201203	1	0.00	1	0	100.00	0.00
	Postal Ballot		0	0	0	0	0	0
	Total	3201203	3201203	100	3201203	0	100.00	0
	E-Voting		0	0	0	0	0	0
Public- Institutions	Poll	886900	0	0	ď	0	0	0
	Total Dallot	00000			0	0	0	0
					<		***	
	E-Voting		1308450	34.33	1308450	0	100.00	0
Public- Non Institutions	Poll	3811897	4305	0.11	4305	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	Total	3811897	1312755	34.44	1312755		100.00	
							A 30 A 3	
lotal		7900000	4513958	57.14	4513958	0	100	0
Resolution required:			-		To ratify the appoir remuneration. (Ordi	ppointment of Statutory / (Ordinary)	Auditors of the Company for the	ppointment of Statutory Auditors of the Company for the Financial Year 2016-17, and to fix their (Ordinary)
Whether promoter/ promoter group are interested in the agenda/resolution?	noter group are interest	ted in the agenda/reso	olution?		<b>№</b>			
Category	Mode of Voting	No. of shares held	No. of votes polled -	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour 4	No. of Votes - against - 5	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	E-Voting		3201202	100.00	3201202	0	100.00	0.00
Promoter and Promoter	Poll	3201203	1	0.00	1	0	100.00	0.00
	Postal Ballot		0	0	0 ,	0	0	0
	Total	3201203	3201203	100	3201203	0	100.00	0
	E-Voting		0	0	0	0		
		_						



Public- Non Institutions Poll
Postal Ballot
Total

34.44

34.33 0.11

100.00

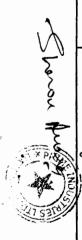
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Public-Institutions

Poll
Postal Ballot
Total

Total

Resolution required:					To re-appoint Mr. R	ajinder Kumar Sing	;hania,(DIN: 00077540) as the M	Ar. Rajinder Kumar Singhania,(DIN: 00077540) as the Managing Director of the Company. (Special)
Whether promoter/ promoter group are interested in the agenda/resolution?	oter group are interest	ed in the agenda/reso	lution?		Yes · ·			
					,			
Category	Mode of Voting	No. of shares held	No. of votes polled - 2	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour 4	No. of Votes - against - 5	% of Votes in favour on votes polled $(6)=[(4)/(2)]*100$	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter	E-Voting Poll	3201203	3201202 1	0.00	3201202 1	0	100.00 100.00	0.00
	Postal Ballot	3201202	2201202	0	0	0	0	0
	Total	3201203	3201203	100	3201203	0	100.00	0
	E-Voting		0	0	0	0	0	0
Public- Institutions	Poll	886900	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	886900	0	0	0	0	0	0
	E-Voting		1308450	34.33	1308450	0	100.00	0
Public- Non Institutions	Poll	3811897	4305	0.11	4305	0	100.00	0
	Postal Ballot		0	0	0	0,	0	0
	Total	3811897	1312755	34.44	1312755		100.00	
Total		7900000	4513958	57.14	4513958	0	100	0
Resolution required:					To Approve the Related Party Transactions. (Special)	ated Party Transact	ions. (Special)	
Whether promoter/ promoter group are interested in the agenda/resolution?	oter group are interest	ed in the agenda/reso	lution?		Yes			
Category	Mode of Voting	No. of shares held	No. of votes polled -	% of Votes Polled on	No. of Votes – in	No. of Votes -	% of Votes in favour on votes	% of Votes against on votes polled
	E Wating		1002.402	(2) [(2)/(2)] (0)	100	,		
	E-vouig	2201202	1083402	33.84	1083402		100.00	0.00
TOUROW MIN T TOUROW	Postal Ballot	2201203	0	0	0	0	00.001	0.00
	Total	3201203	1083403	33.84	1083403	0	100.00	0
								•
	E-Voting		0	0	0 *	0	0	0
Public- Institutions	Poll	886900	0	0	0	0	0	0
	Postal Ballot		0	0	0 ,	, O	0	0
	Total	886900	0	0	0	0	0	0
	E-Voting		1308450	34.33	1308450	0	100 00	0
Public- Non Institutions	Poll	3811897	4305	0.11	4305	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	Total	3811897	1312755	34.44	1312755		100.00	
Total		7900000	2396158	30.33	2396158	0	100	0



csolution required:			•		To approve creation of charge on the Companies Act, 2013. (Special)	of charge on the tot 2013. (Special)	tal assets of the Company to sec	To approve creation of charge on the total assets of the Company to secure its borrowings under Section 180(1)(a) of the Companies Act, 2013. (Special)
Whether promoter/ promoter group are interested in the agenda/resolution?	er group are intereste	d in the agenda/resol	ution?		No			
Category	Mode of Voting	No. of shares held 1	No. of votes polled -	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour 4	No. of Votes – against – 5	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
E.	E-Voting		3201202	100.00	3201202	0	100.00	0.00
Promoter and Promoter Poll	oll	3201203	1	0.00	1	0	100.00	0.00
Po	Postal Ballot		0	0	0	0	0	0
To	Total	3201203	3201203	100	3201203	0	100.00	0
E	E-Voting		0	0	0	0	0	0
Public- Institutions Po	Poll	886900	0	0	Õ	0	0	0
	Postal Ballot		0	0	. 0	0	0	0
T	Total	886900	0	0	0	0	0 -	0
						,	414	
Е	E-Voting		1308450	34.33	1308450	0	100.00	0
Public- Non Institutions Poll	oll	3811897	4305	0.11	4305	0	100.00	0
च	Postal Ballot		0	0	0	0	0	0
T	Total	3811897	1312755	34.44	1312755		100.00	
						F	1. C. C.	
<u>0</u>		790000	4513058	57 14	4513058	η,	100	O
וטומו		700000	4010900	07.14	401000	,	- 00	

Resolution required:					To authorise the Bos Section 180(1)(c) of t	the Board of Directors to borrow in exces	orrow in excess of the paid-up ca 2013. (Special)	the Board of Directors to borrow in excess of the paid-up capital and free reserves of the Company under Ve) of the Companies Act. 2013. (Special)
Whether promoter/ promoter group are interested in the agenda/resolution?	noter group are interes	ted in the agenda/reso	olution?		No			
Category	Mode of Voting	No. of shares held	No. of votes polled -	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour 4	No. of Votes – against – 5	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	E-Voting		3201202	100.00	3201202	0	100.00	0.00
Promoter and Promoter Poll	Poll	3201203	1	0.00	1	0	100.00	0.00
	Postal Ballot		0	0	0.	0	0	0
	Total	3201203	3201203	100	3201203	0	100.00	0
					, , , , , , , , , , , , , , , , , , ,			
	E-Voting		0	0	0	0	0	0
Public- Institutions	Poll	886900	0	0	0.*	0	0	0
	Postal Ballot		0	0	0 -	0	0	0
	Total	886900	0	0	0	0	0	0
	E-Voting		1308450	34.33	1308450	0	100.00	0
Public- Non Institutions Poll	Poll	3811897	4305	0.11	4305	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	Total	3811897	1312755	34.44	1312755	,	100.00	
Total		7900000	4513958	57.14	4513958	0	100	0

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0	100	2	4513958	57 14	4513958	7900000		Total
	100.00		1014/00	27.77	*******	201107	A COMM	
	100,000		1317755	34 44	1312755	3811897	Total	
0	0	0	0	0	0		Postal Ballot	
0	100.00	0	4305	0.11	4305	3811897	Poll	Public- Non Institutions Poll
0	100.00	0	1308450	34.33	1308450		E-Voting	
0	ō	0	0	0	0	886900	Total	
0	0	0	0	0	0		Postal Ballot	I
0	0	0	0	0	0	886900	Poli	Public- Institutions I
0	0	0	0-	0	0		E-Voting	11
0	100.00	0	3201203	100	3201203	3201203	Total	
0	0	0	0	0	0		Postal Ballot	F
0.00	100.00	0	1	0.00	1	3201203	Poll	Promoter and Promoter Poll
0.00	100.00	0	3201202	100.00	3201202		E-Voting	<b>I</b>
% of Votes against on votes polled (7)=[(5)/(2)]*100	% of Votes in favour on votes polled $(6)=[(4)/(2)]*100$	No. of Votes – against – 5	No. of Votes – in favour 4	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of votes polled -	No. of shares held	Mode of Voting	Category
			No		olution?	ed in the agenda/reso	oter group are interest	Whether promoter/ promoter group are interested in the agenda/resolution?
To give Loans/guarantees/providing securities and investments in other bodies corporate in excess of the limits prescribed under section 186 of the Companies Act, 2013. (Special)	To give Loans/guarantees/providing securities and investments in other l prescribed under section 186 of the Companies Act, 2013. (Special)	intees/providing secution 186 of the Com	To give Loans/guari prescribed under se		•			solution required:

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