

# PREMIER LTD.

September 2, 2016

BSE Ltd. Floor 25, P.J. Towers Dalal Street Mumbai – 400 001	The Manager Listing Department National Stock Exchange of India Ltd. 'Exchange Plaza', C-1, Block G Bandra-Kurla Complex Bandra (East) Mumbai – 400 051	Central Depository Services (India) Limited Phiroze Jeebhoy Towers, 17 <sup>th</sup> Floor, Dalal Street, Mumbai - 400 001
<b>Scrip Code:500540</b>	<b>Scrip Code:PREMIER</b>	<b>Scrip Code:INE342A01018</b>

Dear Sirs,

## Intimation under Regulation-44 of the SEBI (Listing Obligations & Disclosure) Regulations, 2015 (LODR)

### Details of voting Results – 70<sup>th</sup> AGM held on 2<sup>nd</sup> September, 2016

Pursuant to Regulation-30 of SEBI (Listing Obligations & Disclosure) Regulations, 2015 (Listing Regulations, 2015), we wish to inform you that the 70<sup>th</sup> Annual General Meeting (AGM) of the Company was held on 2<sup>nd</sup> September, 2016 at 10.00 a.m and was concluded at 10.45 a.m. at the Registered Office of the Company at Mumbai-Pune Road, Chinchwad, Pune – 411 019.

Pursuant to Section 108 of the Companies Act, 2013, read with Rule-20 of the Companies (Management and Administration) Rules, 2014, all the shareholders of the Company were given an opportunity to exercise their right to vote on all the resolutions set out in the Notice of the AGM through electronic voting (remote e-voting) during the period commencing from 30.08.2016 (9.00 a.m. IST) to 01.09.2016 (5.00 p.m. IST).

Further, the Company provided voting facility at the AGM venue through a ballot voting for those who had not exercised remote e-voting.

All the resolutions contained in the Notice of the above AGM and given below, were approved by requisite majority of shareholders through remote e-voting and ballot voting at the venue of the AGM. Accordingly, all the resolutions were declared to be passed on 2<sup>nd</sup> September, 2016, which is the date of the Annual General Meeting.

Item / Resolution No.	Details of the Agenda	Resolution required (Ordinary / Special)
1	Adoption of the Audited Financial Statements including the statement of Profit and Loss for the year ended 31 <sup>st</sup> March, 2016 and Balance Sheet as at that date, report of the Board of Directors and Auditors	Ordinary Resolution
2	Reappointment of Mrs. Rohita M. Doshi who retires by rotation	Ordinary Resolution
3	Appointment of M/s K.S. Aiyar & Co., Chartered Accountants as Auditors	Ordinary Resolution
4	Remuneration payable to Cost Auditors	Ordinary Resolution

[Continued]

Corporate Office : 58, Nariman Bhavan, Nariman Point, Mumbai - 400021, India. Tel: +91-22-61179000 / 61179001, Fax: +91-22-61179003

Registered Office & Works: Mumbai-Pune Road, Chinchwad, Pune - 411019, India. Tel: +91-20-66310000 / 27475161, Fax: +91-20-66310371

www.premier.co.in

CIN : L34103PN1944PLC020842



# PREMIER LTD.

[2]

In accordance with the Regulation-44 of SEBI (LODR), we enclose the consolidated voting results in the prescribed format along with the combined Scrutinizer's Report for remote e-voting and voting conducted physically through ballot forms at the AGM venue. The voting details, as given below, are also being uploaded on the Company's website.

## DETAILS OF VOTING RESULTS

Sr. No.	Particulars	Details
1	<b>Date of AGM</b>	2 <sup>nd</sup> September, 2016
2	<b>Total number of shareholders on record date</b> (Cut-off date for e-voting 26 <sup>th</sup> August, 2016)	35,293
3	<b>Number of shareholders present in the meeting either in person or through proxy</b>  Promoters and Promoter Group: 2  Public: 63	65
4	<b>Number of shareholders attended the meeting through Video Conferencing</b>	No Video Conferencing facility was made available

This may also be considered as compliance of Regulation-44 of the Listing Regulations, 2015.

Thanking you,

Yours faithfully,  
For Premier Ltd.

Ramesh M. Tavhare  
Vice President (Legal and Corporate Affairs)  
& Company Secretary

## Premier Limited

Resolution Required : (Ordinary)  
1 - To adopt the Audited Financial Statements including the statement of Profit and Loss for the year ended 31st March, 2016 and the Balance Sheet as at that date, report of the Board of Directors and Auditors.

Whether promoter/ promoter group are interested in the agenda/resolution?

Category	Mode of Voting	No. of shares held [1]	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 Group	E-Voting		13653202	100.0000	13653202	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	13653202	0	0.0000	0	0	0.0000	0.0000
	Total		13653202	100.0000	13653202	0	100.0000	0.0000
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	2040343	0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting		592351	4.0354	290505	301846	49.0419	50.9581
	Poll		1056	0.0072	1056	0	100.0000	0.0000
	Postal Ballot	14679025	0	0.0000	0	0	0.0000	0.0000
	Total		593407	4.0426	291561	301846	49.1325	50.8675
<b>Total</b>		<b>30372570</b>	<b>14246609</b>	<b>46.9062</b>	<b>13944763</b>	<b>301846</b>	<b>97.8813</b>	<b>2.1187</b>



## Premier Ltd.

Resolution Required : (Ordinary)

2 - Re-appointment of Mrs. Rohita M. Doshi, who retires by rotation.

Whether promoter/ promoter group are interested in the agenda/resolution?

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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting		13653202	100.0000	13653202	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	13653202	0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>13653202</b>	<b>100.0000</b>	<b>13653202</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	2040343	0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting		592351	4.0354	290105	302046	48.9909	51.0091
	Poll		1056	0.0072	1056	0	100.0000	0.0000
	Postal Ballot	14679025	0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>593407</b>	<b>4.0426</b>	<b>291161</b>	<b>302046</b>	<b>49.0817</b>	<b>50.9183</b>
<b>Total</b>	<b>Postal Ballot</b>	<b>30372570</b>	<b>14246609</b>	<b>46.9062</b>	<b>13944363</b>	<b>302046</b>	<b>97.8798</b>	<b>2.1202</b>



## Premier Limited

Resolution Required : (Ordinary)

3 - Appointment of M/s K.S. Aiyar & Co., Chartered Accountants as Auditors

Whether promoter/ promoter group are interested in the agenda/resolution?										
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		13653202	100.0000	13653202	0	100.0000	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000		
	<b>Total</b>		<b>13653202</b>	<b>100.0000</b>	<b>13653202</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000		
	<b>Total</b>		<b>2040343</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0.0000</b>	
Public Non Institutions	E-Voting		592351	4.0354	290505	301846	49.0419	50.9581		
	Poll		1056	0.0072	1056	0	100.0000	0.0000		
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000		
	<b>Total</b>		<b>14679025</b>	<b>4.0426</b>	<b>291561</b>	<b>301846</b>	<b>49.1325</b>	<b>50.8675</b>		
<b>Total</b>		<b>30372570</b>	<b>14246609</b>	<b>46.9062</b>	<b>13944763</b>	<b>301846</b>	<b>97.8813</b>	<b>2.1187</b>		



29/11/16

## Premier Limited

Resolution Required : (Ordinary)

4 - Remuneration payable to the Cost Auditor

Whether promoter/ promoter group are interested in the agenda/resolution?

Category	Mode of Voting	No. of shares held [1]	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 Group	E-Voting		13653202	100.0000	13653202	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>13653202</b>	<b>100.0000</b>	<b>13653202</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2040343</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting		592351	4.0354	290422	301929	49.0278	50.9722
	Poll		1056	0.0072	1056	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>14679025</b>	<b>4.0426</b>	<b>291478</b>	<b>301929</b>	<b>49.1185</b>	<b>50.8815</b>
<b>Total</b>		<b>30372570</b>	<b>14246609</b>	<b>46.9062</b>	<b>13944680</b>	<b>301929</b>	<b>97.8807</b>	<b>2.1193</b>





### Scrutinizer's Report

[Pursuant to section 108 of the Companies Act, 2013 and rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,  
Mr. Maitreya V. Doshi  
Chairman  
PREMIER LIMITED  
Mumbai- Pune Road  
Chinchwad, Pune-411019  
Maharashtra

Dear Sir,

1. I, N. L. Bhatia, Practicing Company Secretary (Membership No. FCS 1176 / C.P No. 422), have been appointed as scrutinizer, by the Board of Directors of Premier Limited, for the purpose of scrutinizing the e-voting and physical ballot process at the 70<sup>th</sup> Annual General Meeting (AGM) and ascertaining the requisite majority on e-voting and physical ballot process carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, on the Resolutions contained in the notice of the 70<sup>th</sup> AGM of the Members of the Company, held on September 2, 2016 at the registered office of the Company at Mumbai- Pune Road Chinchwad Pune-411 019.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice of the 70<sup>th</sup> AGM of the members of the Company. My responsibility as a Scrutinizer for the e-voting and physical ballot process at the AGM is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the Resolutions stated in the Notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the Company and voting through Ballot Paper at the AGM.

Further to above, I submit my report as under:

- 3.1 The Company has provided the e-voting facility through CDSL, on their website



[www.evotingindia.com](http://www.evotingindia.com). The Company had uploaded all the items of businesses to be transacted at the AGM on the website of the Company and also on CDSL's website to facilitate their shareholders to cast their vote through e-voting.

- 3.2 The 70<sup>th</sup> AGM Notice sent (both through email and physical form) contained the detailed procedure to be followed by the members who were desirous of casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto.
- 3.3 As prescribed in the said Rules, the Company has also published an advertisement in newspapers on August 9, 2016 in Free Press and Navshakti and it carried the required information as specified in the said Rules.
- 3.4 The members of the Company as on the "cut-off" date i.e. August 26, 2016 were entitled to vote on the resolutions (item no. 1 to 4) as set out in the notice of the 70<sup>th</sup> AGM.
- 3.5 The Chairman of the 70<sup>th</sup> AGM, held on September 2, 2016 had announced that members who have not exercised their votes through e-voting, if they wish to; exercise their votes through ballot at the AGM.
- 3.6 The Company had arranged for Ballot Papers which were duly distributed to the members and proxies present at the AGM on September 2, 2016; in case of joint shareholders, the Ballot Paper was given to the first named holder or in his / her absence, to the joint holder attending the meeting as appearing in the chronological order in the folio;
- 3.7 The e-voting commenced from August 30, 2016 (09:00 a.m.) and ended on September 1, 2016 (5:00 p.m.).
- 3.8 After the closure of the voting at AGM, the report on voting was prepared and scrutinized.
- 3.9 The votes cast under e-voting facility were unblocked after the conclusion of voting by physical ballot process at the AGM and votes cast were counted in the presence of 2 witnesses, Ms. Urvi Shah and Ms. Subhasini Sinha, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

U.P. Shah.

JS.

- 3.10 My combined report on the results of voting through e-voting and Ballot Paper at the AGM is as under;





**Item No. 1- As an Ordinary Resolution: -**

To receive, consider and adopt the Directors' Report, the Audited Financial Statements including the Statement of Profit and Loss for the year ended March 31, 2016 and the Balance Sheet as at that date and the Auditors' Report thereon.

No of Shares held	No of Shares cast	No of Votes in Favor	No of Votes against	% of votes		No of Invalid Votes
				Favor	Against	
14246609	14246609	13944763	301846	97.88	2.12	0

**Item No. 2:- As an Ordinary Resolution: -**

To appoint a Director in place of Mrs. Rohita M. Doshi (holding DIN 00246388) who retires by rotation in terms of section 152(6) of the Companies Act, 2013, and being eligible, offers herself for reappointment.

No of Shares held	No of Shares cast	No of Votes in Favor	No of Votes against	% of votes		No of Invalid Votes
				Favor	Against	
14246609	14246409	13944363	302046	97.88	2.12	200

**Item No. 3:- As an Ordinary Resolution: -**

To Reappoint Statutory Auditor and fixing their remuneration for the financial year 2016-17

No of Shares held	No of Shares cast	No of Votes in Favor	No of Votes against	% of votes		No of Invalid Votes
				Favor	Against	
14246609	14246609	13944763	301846	97.88	2.12	0

**Item No. 4:- As an Ordinary Resolution: -**

Ratification of Cost Auditor's Remuneration

No of Shares held	No of Shares cast	No of Votes in Favor	No of Votes against	% of votes		No of Invalid Votes
				Favor	Against	
14246609	14246609	13944680	301929	97.88	2.12	0



4. A Register and all other papers and relevant records containing details of equity shareholders, who voted "IN FAVOUR", or "AGAINST" and those whose votes were declared invalid for each resolution under e-voting and voting done at the AGM through Ballot Paper shall remain in our safe custody until the Chairman approves and signs the Minutes of the aforesaid AGM and the same would thereafter be handed over to Mr. Ramesh Tavhare, Company Secretary for safe keeping.
5. Based on the foregoing, the Resolution Nos. 1 to 4 shall be deemed to have been passed with the requisite majority on the date of the AGM i.e., September 2, 2016.

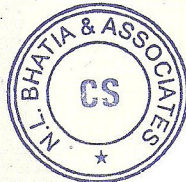
Thanking you,

Yours faithfully,

*N. L. Bhatia*

**N. L. Bhatia, FCS-1176**

Practicing Company Secretary  
Scrutinizer for E-voting and voting at AGM Venue



Countersigned by

*M. L. J.*

Chairman

Place: Mumbai

Date: September 2, 2016