



**PRAKASH**  
Constrowell Limited

Concrete Values. Concrete Solutions.

**Ref No.: PCL/2017-18/196**

**Date: 30<sup>th</sup> September, 2017**

**National Stock Exchange of India Limited**

Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No. C/1, G Block,  
Bandra Kurla Complex,  
Bandra (East), Mumbai - 400 051  
Fax: 022-26598237/38

**BSE Limited**

Corporate Relationship Department  
1<sup>st</sup> Floor, New Trading Ring,  
PJ Towers, Dalal Street,  
Fort, Mumbai - 400 001  
Fax: 022-22722061/41/39/37

**Sub: Summary of proceedings of 21<sup>st</sup> Annual General Meeting held on 29<sup>th</sup> September, 2017.**

**Dear Sir,**

In terms of Regulation 30 Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we submit herewith the summary of proceedings of 21<sup>st</sup> Annual General Meeting of the Company held on September 29, 2017 at Country Club 723/ A , Prathemesh Complex, Veera Desai Road Extn., Andheri West, Mumbai,

Kindly take above on record.

Thanking you,

**For Prakash Constrowell Limited**

**Madhura Ubale**

**CS & Compliance Officer**

Place: Nashik

Encl: as above

## **Summary of proceedings of 21<sup>st</sup> Annual General Meeting**

The 21<sup>st</sup> Annual General Meeting (AGM) of the Members of Prakash Constrowell Limited was held on Friday, September 29, 2017, at 1.00 p.m. at Country Club 723/ A , Prathemesh Complex, Veera Desai Road Extn., Andheri West, Mumbai,

Mr. Prakash P. Laddha, Chaired the Meeting. The Chairman welcomed the members and requisite quorum being present, he called meeting to order. He introduced the Directors on the dias namely, Mr. Vishal Ahuja, Mr. Prafulla Bhat, Mr. Prashant Gadkari. He also introduced the Chief Financial Officer, Mr. Praveen Purohit and Company Secretary, Ms. Madhura Ubale.

The Chairman also acknowledged the presence of Mr. Mahipal representing the Statutory Auditors, M/s G. P. Pimplikar, Chartered Accountants.

The Chairman thereafter delivered his speech. He explained the members the performance and various other operational aspects of the Company. He further informed that the Company had provided facility for e-voting to the Members through Central Depository Securities Limited (CDSL) in respect of all the items to be transacted at this AGM. The e-voting period commenced on 26<sup>th</sup> September, 2017 at 9:00 A.M and ended on 28<sup>th</sup> September, 2017 at 5:00 P.M. In e-voting, the shareholders have voting rights in proportion to their shares in the paid up equity capital and therefore to maintain the parity, poll is being called on all resolutions, instead of show of hands. Members, who have already voted through e-voting process, shall not be debarred from participation in the meeting, but he/she shall not be entitled to vote again in meeting and the vote cast by him/her through e-voting shall be treated as final. Mr. Dharmesh Zaveri, Practicing Company Secretary is appointed as Scrutinizers to conduct the poll in a fair and transparent manner and report on the results of the poll. The consolidated results of the poll and e-voting will be declared within 48 hours and it will be filed with Stock Exchanges and uploaded on the website of the Company. In the usual course, the Members are requested to propose and second the Resolutions before the poll is taken on all the Resolutions.

The following items of business as per the Notice of AGM dated 30<sup>th</sup> August, 2017 were transacted at the Meeting:

### **ORDINARY BUSINESS**

1. Adoption of the Audited Financial Statements for the financial year ended on March 31, 2017 together with the Reports of the Directors and Auditors thereon.
2. Re-appointment of Mr. Prafulla Bhat retired by rotation as a Director.
3. Appointment of M/s. JPL and Associates as Auditors to hold office from the conclusion of this Annual General Meeting till the conclusion of the 26<sup>th</sup> Annual General Meeting and fixing their remuneration.

**SPECIAL BUSINESS**

4. Resolution for ratification of Remuneration payable to M/s. Shriniwas Diddi, Cost Auditor of the company passed the resolution with requisite majority.

The Chairman invited queries/suggestion from the members. Queries were raised by the few members regarding financial performance and business plan, which were duly clarified by the Chairman of the Company.

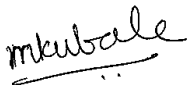
The members then cast their votes on the ballot papers and deposited the same in the Poll box placed in the meeting hall. The Chairman informed the members that the consolidated result of e- voting and ballot would be announced within 48 hours and also be intimated to the Stock Exchanges and posted on the website of the Company.

Voting results and other details in prescribed format as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is filed separately as per online filing requirement.

The Chairman thanked the members present and declared the meeting as closed. The meeting concluded at 1.30 p.m.

This is for your information and records.

**For Prakash Constrowell Limited**



**Madhura Ubale**

**CS & Compliance Officer**

Place: Nashik

**Prakash Constrowell Limited**

Date of declaration of results: 30th September, 2017

Date of the AGM/EGM	29/09/2017
Total Number of Shareholders on record date i.e. 29th September, 2017	11765
No. of shareholders present in the meeting either in person or through proxy:	34
Promoter and Promoter Group:	4
Public:	30
No. of shareholders attended the the meeting through Video Conferencing:	NA
Promoter and Promoter Group:	NA
Public:	NA

**Resolution 1: Adoption of Standalone and Consolidated Audited Financial Statements, including Balance Sheet, Statement of Profit and Loss Statement, Cash Flow Statement for the financial year ended 31st March 2017 together with the Reports of the Board of Directors' and Auditor's thereon.**

Resolution required: Ordinary/Special			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	Total no. of shares held (1)	No. of Valid 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		344,58,803	#DIV/0!	344,58,803	-	100.0000	-
	Pol/Postal ballot		-	#DIV/0!	-	-	#DIV/0!	#DIV/0!
	<b>Total</b>		<b>344,58,803</b>	<b>#DIV/0!</b>	<b>344,58,803</b>	<b>-</b>	<b>100.0000</b>	<b>-</b>
Public – Institutional holders	E-Voting		-	#DIV/0!	-	-	#DIV/0!	#DIV/0!
	Pol/Postal ballot		-	#DIV/0!	-	-	#DIV/0!	#DIV/0!
	<b>Total</b>		<b>-</b>	<b>#DIV/0!</b>	<b>-</b>	<b>-</b>	<b>#DIV/0!</b>	<b>#DIV/0!</b>
Public-Non Institutional	E-Voting		21,42,373	#DIV/0!	21,42,373	-	100.0000	-
	Pol/Postal ballot		32,300	#DIV/0!	32,300	-	100.0000	-
	<b>Total</b>		<b>21,74,673</b>	<b>#DIV/0!</b>	<b>21,74,673</b>	<b>-</b>	<b>100.0000</b>	<b>-</b>
<b>Total</b>	E-voting		366,01,176	#DIV/0!	366,01,176	-	100.0000	-
	Pol/Postal ballot		32,300	#DIV/0!	32,300	-	100.0000	-
	<b>Total</b>		<b>366,33,476</b>	<b>#DIV/0!</b>	<b>366,33,476</b>	<b>-</b>	<b>100.0000</b>	<b>-</b>



**Prakash Constrowell Limited**

**Resolution 2: Appointment of Mr Prafulla Bhat( DIN:06604513) who retires by rotation and, being eligible, offers himself for re-appointment.**

Resolution required: Ordinary/Special

Ordinary

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

No

Category	Mode of Voting	Total no. of shares held (1)	No. of Valid 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	-	344,58,803	#DIV/0!	344,58,803	-	100.0000	-
	Pol/Postal ballot	-	-	#DIV/0!	-	-	#DIV/0!	#DIV/0!
	<b>Total</b>	-	<b>344,58,803</b>	<b>#DIV/0!</b>	<b>344,58,803</b>	-	<b>100.0000</b>	-
Public – Institutional holders	E-Voting	-	-	#DIV/0!	-	-	#DIV/0!	#DIV/0!
	Pol/Postal ballot	-	-	#DIV/0!	-	-	#DIV/0!	#DIV/0!
	<b>Total</b>	-	-	<b>#DIV/0!</b>	-	-	<b>#DIV/0!</b>	<b>#DIV/0!</b>
Public-Non Institutional	E-Voting	-	21,42,373	#DIV/0!	21,42,373	-	100.0000	-
	Pol/Postal ballot	-	32,300	#DIV/0!	32,300	-	100.0000	-
	<b>Total</b>	-	<b>21,74,673</b>	<b>#DIV/0!</b>	<b>21,74,673</b>	-	<b>100.0000</b>	-
Total	E-voting	-	366,01,176	#DIV/0!	366,01,176	-	100.0000	-
	Pol/Postal ballot	-	32,300	#DIV/0!	32,300	-	100.0000	-
	<b>Total</b>	-	<b>366,33,476</b>	<b>#DIV/0!</b>	<b>366,33,476</b>	-	<b>100.0000</b>	-

**Resolution 3: Appointment of M/s. JPL and Associates, Chartered Accountants, as Statutory Auditors for a period of five years.**

Resolution required: Ordinary/Special

Ordinary

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

No

Category	Mode of Voting	Total no. of shares held (1)	No. of Valid 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	-	344,58,803	#DIV/0!	344,58,803	-	100.0000	-
	Pol/Postal ballot	-	-	#DIV/0!	-	-	#DIV/0!	#DIV/0!
	<b>Total</b>	-	<b>344,58,803</b>	<b>#DIV/0!</b>	<b>344,58,803</b>	-	<b>100.0000</b>	-
Public – Institutional holders	E-Voting	-	-	#DIV/0!	-	-	#DIV/0!	#DIV/0!
	Pol/Postal ballot	-	-	#DIV/0!	-	-	#DIV/0!	#DIV/0!
	<b>Total</b>	-	-	<b>#DIV/0!</b>	-	-	<b>#DIV/0!</b>	<b>#DIV/0!</b>
Public-Non Institutional	E-Voting	-	21,42,373	#DIV/0!	21,42,373	-	100.0000	-
	Pol/Postal ballot	-	32,300	#DIV/0!	32,300	-	100.0000	-
	<b>Total</b>	-	<b>21,74,673</b>	<b>#DIV/0!</b>	<b>21,74,673</b>	-	<b>100.0000</b>	-
Total	E-voting	-	366,01,176	#DIV/0!	366,01,176	-	100.0000	-
	Pol/Postal ballot	-	32,300	#DIV/0!	32,300	-	100.0000	-
	<b>Total</b>	-	<b>366,33,476</b>	<b>#DIV/0!</b>	<b>366,33,476</b>	-	<b>100.0000</b>	-



**Prakash Constrowell Limited**

**Resolution 4: Ratification of Appointment of M/s Srinivas Diddi & Co. as Cost Auditors of the Company for the financial year ended 31st March,2017 along with the remuneration and other out-of pocket expenses.**

Resolution required: Ordinary/Special

Ordinary

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

No

Category	Mode of Voting	Total no. of shares held (1)	No. of Valid 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
<b>Promoter and Promoter Group</b>	E-Voting	-	344,58,803	#DIV/0!	344,58,803	-	100.0000	-
	Poll/Postal ballot	-	-	#DIV/0!	-	-	#DIV/0!	#DIV/0!
	<b>Total</b>	-	<b>344,58,803</b>	<b>#DIV/0!</b>	<b>344,58,803</b>	-	<b>100.0000</b>	-
<b>Public – Institutional holders</b>	E-Voting	-	-	#DIV/0!	-	-	#DIV/0!	#DIV/0!
	Poll/Postal ballot	-	-	#DIV/0!	-	-	#DIV/0!	#DIV/0!
	<b>Total</b>	-	-	<b>#DIV/0!</b>	-	-	<b>#DIV/0!</b>	<b>#DIV/0!</b>
<b>Public-Non Institutional</b>	E-Voting	-	21,42,373	#DIV/0!	21,42,373	-	100.0000	-
	Poll/Postal ballot	-	32,300	#DIV/0!	32,300	-	100.0000	-
	<b>Total</b>	-	<b>21,74,673</b>	<b>#DIV/0!</b>	<b>21,74,673</b>	-	<b>100.0000</b>	-
<b>Total</b>	E-voting	-	366,01,176	#DIV/0!	366,01,176	-	100.0000	-
	Poll/Postal ballot	-	32,300	#DIV/0!	32,300	-	100.0000	-
	<b>Total</b>	-	<b>366,33,476</b>	<b>#DIV/0!</b>	<b>366,33,476</b>	-	<b>100.0000</b>	-



**CS Dharmesh Zaveri**  
B.Com., F.C.S.

Office No.145, 1st Floor, Kesar Residency, Charkop Sector 3, Kandivali (W), Mumbai - 400 067  
**Email:** dmz@dmzaveri.com **Tel.:** 022-28679660 **Mobile:** 98203 20503 **Website:** www.dmzaveri.com

**Combined Report of Scrutinizer for e-voting & voting through ballot process**

*[Pursuant to Section 108/109 of the Companies Act, 2013 read with Rule 20(4)(xii) of Companies (Management and Administration) Rules, 2014 as amended]*

To,  
The Chairman  
21st Annual General Meeting of Equity Shareholders of  
Prakash Constrowell Limited,  
held on 29th September, 2017 at,  
Country Club, 723/A,  
Prathemesh Complex,  
Veera Desai Road Extn,  
Andheri West, Mumbai- 400053.

Dear Sir,

I, **Dharmesh Zaveri, proprietor of D. M. Zaveri & Co., Company Secretaries, Mumbai**, was appointed as Scrutinizer by the Board of Directors for the purpose of scrutinizing the remote e-voting process under the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any amendment thereof and voting through ballot process at the venue of the 21st Annual General Meeting (AGM) in a fair and transparent manner in respect of the below mentioned resolutions contained in the Notice of the 21st AGM of the Equity Shareholders of Prakash Constrowell Limited,(Company), held on Friday, 29th September, 2017, at Country Club, 723/A, Prathemesh Complex, Veera Desai Road Extn, Andheri West, Mumbai-400053.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to voting through electronic means (remote e-voting) and voting by use of physical ballots by the shareholders at the venue of 21st AGM on the resolution contained in the Notice of the 21st AGM of the members of the Company. My responsibility as a



# D. M. ZAVERI & Co.

Company Secretaries

**CS Dharmesh Zaveri**  
B.Com., F.C.S.

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Email: dmz@dmzaveri.com Tel.: 022-28679660 Mobile: 98203 20503 Website: www.dmzaveri.com

scrutinizer for the remote e-voting process and for the physical ballot voting at the 21st AGM is restricted to make a Scrutinizer report of the Votes Cast "in favour" or "against" the resolutions as stated below, based on the report generated from the remote e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorised agency engaged by the Company to provide remote e-voting facilities and the report generated electronically for voting by use of physical ballots at the venue of AGM.

At the 21st AGM of the Company held on 29<sup>th</sup> August, 2017, facility of voting through ballot process was given to the members present in the meeting.

I hereby submit consolidated scrutinizer's report pursuant to Rule 20(4)(xii) on the resolutions proposed in the Notice of the 21st AGM. I have issued separate Scrutinizer's Report dated 29<sup>th</sup> September, 2017, on the remote e-voting and on the Poll through physical ballot.

The Result of remote e-voting together with that of the Poll is as under;

Mode of voting	Total valid votes	Votes in favour of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot / e-voting entry	Nos	% to total valid votes	No of ballot / e-voting entry	Nos	% to total valid votes	Nos
<b>Item 1: Adoption of Standalone and Consolidated Audited Financial Statements, including Balance Sheet, Statement of Profit and Loss Statement, Cash Flow Statement for the financial year ended 31st March 2017 together with the Reports of the Board of Directors' and Auditor's thereon.(Ordinary Resolution)</b>								
E-voting	36601176	15	36601176	100	0	0	0	0
Poll	32300	5	32300	100	0	0	0	0
<b>Total</b>	<b>36633476</b>	<b>20</b>	<b>36633476</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Item 2: Appointment of Mr Prafulla Bhat( DIN:06604513) who retires by rotation and, being eligible, offers himself for re-appointment. (Ordinary Resolution)</b>								
E-voting	36601176	15	36601176	100	0	0	0	0
Poll	32300	5	32300	100	0	0	0	0
<b>Total</b>	<b>36633476</b>	<b>20</b>	<b>36633476</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>





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Mode of voting	Total valid votes	Votes in favour of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot / e-voting entry	Nos	% to total valid votes	No of ballot / e-voting entry	Nos	% to total valid votes	Nos
<b>Item 3: Appointment of M/s. JPL and Associates, Chartered Accountants, as Statutory Auditors of the Company for a period of five years.(Ordinary Resolution)</b>								
E-voting	36601176	15	36601176	100	0	0	0	0
Poll	32300	5	32300	100	0	0	0	0
<b>Total</b>	<b>36633476</b>	<b>20</b>	<b>36633476</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Item 4: Appointment of M/s Srinivas Diddi &amp; Co. as Cost Auditors of the Company for the financial year ended 31<sup>st</sup> March,2018. (Ordinary Resolution)</b>								
E-voting	36601176	15	36601176	100	0	0	0	0
Poll	32300	5	32300	100	0	0	0	0
<b>Total</b>	<b>36633476</b>	<b>20</b>	<b>36633476</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>



# D. M. ZAVERI & Co.

Company Secretaries

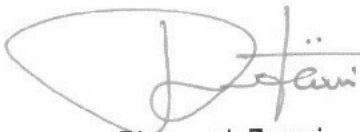
**CS** Dharmesh Zaveri  
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All the resolutions voted through under remote e-voting and ballot/poll were passed with requisite majority. The Register, all other papers and relevant record relating to remote e-voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid 21st Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.

For D. M. Zaveri & Co  
Practising Company Secretary

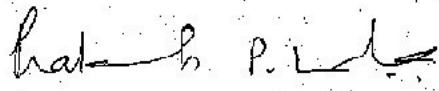


Dharmesh Zaveri  
(Proprietor)

Membership No.: 5418  
C.P. No.: 4363

Place: Mumbai

Date: 29<sup>th</sup> September, 2017.



Mr Prakash Laddha  
Chairman of the meeting