

# Prithvi Exchange (India) Ltd.

(Formerly known as Prithvi Softech Limited)



18/09/2018

To

Bombay Stock Exchange Limited  
Department of Corporate Services  
Floor 25, PJ Towers  
Dalal Street  
Mumbai -400 001.

Dear Sir/Madam,

Sub : 23<sup>rd</sup> Annual General Meeting E-Voting and poll Results

In compliance of the Regulation 44 (3) of the SEBI (LODR) Regulations, 2015, please find the enclosed Voting Results along with Scrutinizer's Report on the resolutions passed at the 23<sup>rd</sup> AGM held on 17<sup>th</sup> September 2018.

Kindly acknowledge and take this into your records.

Thanking you,

Yours Faithfully,

For Prithvi Exchange (India) Limited  
(Formerly Known as Prithvi Softech Limited)  
For PRITHVI EXCHANGE (INDIA) LTD.

  
S.P. MAHESH  
Chief Financial Officer

S.P. Mahesh  
(Chief Financial Officer)

**PRITHVI EXCHANGE (INDIA) LIMITED**

Voting Results in accordance with Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the business transacted by the Company through the facility of remote e-voting & poll (electronically) are furnished below:

Date of the AGM/EGM	17/09/2018							
Total number of shareholders on record date	4509							
No. of shareholders present in the meeting either in person or through proxy:								
Promoters and Promoter Group:	4							
Public:	18							
No. of Shareholders attended the meeting through Video Conferencing								
Promoters and Promoter Group:	Not Applicable							
Public:	Not Applicable							
Resolution No.	1 - To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March 2018, the Profit and Loss Account for the year ended on that date and the Reports of the Directors and Auditors thereon							
Resolution required: (Ordinary/ Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
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		3956922	100.0000	3956922	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	3956922		0.0000	00	0	0.0000	0.0000
	Total		3956922	100	3956922	0	100	0
Public- Institutions	E-Voting			0.0000	00	0	0.0000	0.0000
	Poll			0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)			0.0000	00	0	0.0000	0.0000
	Total			0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting		667435	43.2600	667435	0	1.4300	0.0000
	Poll		6390	0.4100	6390	0	0.1100	0.0000
	Postal Ballot (if applicable)	1542845						
	Total		673825	43.67	673825	0	0.0000	0.0000
	Total		4630747	84.1900	4630747	0	84.1900	0.0000

Resolution No.	2 - To declare a dividend on Equity Shares for the year ended 31st March, 2018							
Resolution required: (Ordinary/ Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
							<b>FOR PRITHVI EXCHANGE (INDIA) LTD.</b>	

  
**S. P. MAHESH**  
 Chief Financial Officer



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		3956922	100.0000	3956922	0	100.0000	0.0000
	Poll	3956922	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>				3956922	0	0.0000	0.0000
Public- Institutions	E-Voting		3956922	100	3956922	0	100	0
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>				0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		667435	43.2600	667435	0	1.4300	0.0000
	Poll	1542845	6390	0.4100	6390	0	0.1100	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>				673825	0	0.0000	0.0000
<b>Total</b>				84.1900	4630747	0	84.1900	0.0000

Resolution No.	Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?	3.To appoint Mr Mahavir Chand (DIN 00671041) director who is retiring by rotation and being eligible offers himself for reappointment
	Ordinary	No	
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)
Promoter and Promoter Group	E-Voting		3956922
	Poll	3956922	0
	Postal Ballot (if applicable)		
	<b>Total</b>		
Public- Institutions	E-Voting		3956922
	Poll		0
	Postal Ballot (if applicable)		0
	<b>Total</b>		

For PRITHVIEXCHANGE (INDIA) LTD.

S.P. MAHESH  
Chief Financial Officer

Public- Non Institutions	Poll		1542845	6390	0.4100	6390	0	0.1100	0.0000
	Postal Ballot (if applicable)								
Total	673825	43.67	673825	00		00	0	0.0000	0.0000
Total	4630747	84.1900	4630747	4630747		4630747	0	84.1900	0.0000

4. To appoint the Auditors									
Ordinary									
Resolution No.									
Resolution required: (Ordinary/ Special)									
Whether promoter/ promoter group are interested in the agenda/resolution?									
No									
Category	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	3956922	3956922	100.0000	3956922	0	100.0000	0.0000		
Poll	0	0	0.0000	00	0	0.0000	0.0000		
Postal Ballot (if applicable)									
Total	3956922	3956922	100	3956922	0	100	0.0000		
Public- Institutions									
E-Voting	0	0	0.0000	00	0	0.0000	0.0000		
Poll	0	0	0.0000	00	0	0.0000	0.0000		
Postal Ballot (if applicable)									
Total	0	0	0.0000	00	0	0.0000	0.0000		
Public- Non Institutions									
E-Voting	667435	667435	43.2600	667435	0	1.4300	0.0000		
Poll	6390	6390	0.4100	6390	0	0.1100	0.0000		
Postal Ballot (if applicable)									
Total	673825	673825	43.67	673825	0	100	0.0000		
Total	4630747	4630747	84.1900	4630747	0	84.1900	0.0000		

For PRITHVI EXCHANGE (INDIA) LTD.

S.P. MAHESH  
Chief Financial Officer



# Prithvi Exchange (India) Ltd.

(Formerly known as Prithvi Softech Limited)



18/09/2018

To

Bombay Stock Exchange Limited  
Department of Corporate Services  
Floor 25, PJ Towers  
Dalal Street  
Mumbai -400 001.

Dear Sir,

**Sub: 23<sup>rd</sup> Annual General Meeting held on 17/09/2018 -Declaration of Result of Voting and Poll at AGM Combined Report of the Scrutinizer on Voting**

Pursuant to Section 108 and/or 110 of the Companies Act, 2013 read with the relevant Rules of the Act, The Company had provided voting facility including remote e voting facility through National Securities Depository Limited (NSDL) to the members of the Company entitled to vote at the Annual General Meeting. The voting rights of the shareholders/beneficial owners reckoned as on 09<sup>th</sup> September 2018. At the Annual General Meeting the company facilitated the members present in the meeting who could not participate in the voting to record their votes through poll process. Following is the summary of voting result:

Sl. No.	Notice Items	Resolutions (Ordinary / Special)	Mode of Voting - Remote e-voting / Poll (Electronically) at AGM hall
1.	To receive, consider and adopt the Audited Balance Sheet of the Company as on 31 <sup>st</sup> March 2018, the Profit and Loss Account for the year ended on that date and the Reports of the Directors and Auditors thereon	Ordinary	Remote e-voting / Poll (Electronically) at AGM hall

# Prithvi Exchange (India) Ltd.

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2.	To declare a dividend on Equity Shares for the year ended 31st March, 2018	Ordinary	
3.	To appoint Mr Mahavir Chand (DIN 00671041), director who is retiring by rotation and being eligible offers himself for reappointment	Ordinary	
4.	To appoint the Auditors and to fix their remuneration	Ordinary	

Based on the Report of the Scrutinizer, I hereby declare that the resolutions for the above-mentioned items have been passed with **Requisite majority**.

Thanking you  
Yours Faithfully

For Prithvi Exchange (India) Limited  
(Formerly Known as Prithvi Softech Limited)

For PRITHVI EXCHANGE (INDIA) LTD.

Chairman

Mr. K.N. Deenadayalan  
(Chairman)

**Scrutinizer's Report**

[Pursuant to Sections 108 and 109 of the Companies Act, 2013 read with Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014]

To

The Chairman

PRITHVI EXCHANGE (INDIA) LIMITED

CIN: L30006TN1995PLC031931

Chennai - 600 031.

Dear Sir,

**Sub: Report of Scrutinizer for e-voting of the Company.**

- 1) I, V. Esaki, Company Secretary in Practice, have been appointed as Scrutinizer, for the purpose of scrutinizing for conducting the postal ballot and e-voting process in a fair and transparent manner on the resolution contained in the Notice to 23<sup>rd</sup> Annual General Meeting of the company held on 17<sup>th</sup> September 2018 at 11.30 AM. Annual General Meeting Notice was given pursuant to section 108 of the Companies Act, 2013 (the Act) read with the Companies (Management and Administration) Rules, 2014,
- 2) The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made there under relating to remote e-voting and poll on the resolutions contained in the Notice of the AGM of the Company.
- 3) My responsibility as Scrutinizer for the e-voting process and for the Poll at the AGM is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports downloaded from the e-voting system provided by NDSL for e-voting and the Polling Papers received on the Poll conducted at the AGM.





4) I submit my report as under:

- a) The Company has provided the Members facility to exercise their right to vote at the AGM by electronic means to transact the business detailed in the Notice through remote e-voting services provided by National Securities Depository Limited (NSDL) for conducting remote e-voting by the Shareholders of the Company.
- b) The Shareholders of the Company holding shares on the "cut-off" date i.e., 09<sup>th</sup> September, 2018 were entitled to vote on the Resolutions as set out at Item Nos. 1 to 4 in the Notice of the AGM of the Company.
- c) The period for e-voting commenced on Wednesday, 12<sup>th</sup> September, 2018 at 9.00 A.M. and ended on, 16<sup>th</sup> September, 2018 at 5.00 P.M. and thereafter, the NSDL e-voting platform was blocked.
- d) Thereafter, I have unblocked the votes cast under e-voting facility in the presence of two witnesses, who are not in the employment of the Company.
- e) After conclusion of the Polling at the AGM of the Company held on 17<sup>th</sup> September, 2018, I have unlocked the Polling Box in the presence of two witnesses, who are not in the employment of the Company. On the conclusion of the Annual General Meeting, the full details of votes cast through remote e-voting were made available to me by the NDSL.
- f) I have scrutinized and reviewed the voting through electronic means based on the data downloaded from the NDSL e-voting system and on Poll based on the Polling Papers received at the AGM.
- g) I report that the result of the voting through electronic means and on poll in respect of the said Resolutions is as under:





**Resolution No: 1****Nature of resolution: Ordinary Resolution****Consideration & Adoption of Audited Accounts for the year ended on 31st March, 2018.**

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	22	4630747	100
Poll	0	0	0
Total	22	4630747	100

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total	0	0	0

Total valid votes(i) + (ii)	22	4630747	100.00
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(iii) Invalid Votes: NIL

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total	0	0	0



**Resolution No: 2****Nature of Resolution: Ordinary Resolution**

To declare dividend on Equity Shares for the year ended 31<sup>st</sup> March, 2018

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	22	4630747	100
Poll	0	0	0
Total	22	4630747	100

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total	0	0	0

Total valid votes(i) + (ii)	22	4630747	100.00
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(iii) Invalid Votes: NIL

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total	0	0	0



**Resolution No: 3****Nature of Resolution: Ordinary Resolution**

To Appoint Mr Mahavir Chand (DIN 00671041), director who is retiring by rotation and being eligible offers himself for reappointment.

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	22	4630747	100
Poll	0	0	0
Total	22	4630747	100

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total	0	0	0

Total valid votes(i) + (ii)	22	4630747	100
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(iii) Invalid Votes:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total	0	0	0





**Resolution No: 4****Nature of Resolution: Ordinary Resolution**

To appoint the Auditors.

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	22	4630747	100
Poll	0	0	0
Total	22	4630747	100

(ii) Voted against the resolution: NIL

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total	0	0	0

Total valid votes(i) + (ii)	22	4630747	100
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(iii) Invalid Votes: NIL

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Poll	0	0	0
Total	0	0	0

Thanking You,

Yours Faithfully,

V. Esaki

Practicing Company Secretary

ACS: 30353 CP No: 11022

Place: Chennai

Date: 18.09.2018



counter signed

For PRITHVI EXCHANGE (INDIA) LTD.

Chairman