

PRIMA INDUSTRIES LTD.



CORPORATE & REGD. OFFICE
Industrial Development Area
Muppathadam P. O., Edayar, Cochin - 683 110
Kerala State, India
Tel: 91-484-2551533 (4 Lines)
CIN: L15142KL 1994PLC008368
E-mail: primagroupcompanies@gmail.com
www.primaindustries.in

16th September, 2023

To
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai-400 023

Stock Code: BSE: 531246
ISIN: INE723N01012

Dear Sir/Madam,

Sub: Declaration of voting results as per Regulation 30, Part A of Schedule - III and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30, Part A of Schedule - III and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find the enclosed Report of the Scrutinizer containing the details of Agenda wise results of both the remote e-voting conducted during the period from Tuesday, September 12, 2023 to Thursday, September 14, 2023 and voting conducted at the 29th AGM via Ballot Paper. As per the Scrutinizer's Report, which has been countersigned by the Chairman of the Company, all the Resolutions for the Agenda items set out in the Notice of the 29th AGM have been duly approved by the Shareholders with requisite majority. The Scrutinizer's Report has been uploaded on the Company's website.

You are requested to take the aforesaid documents on record.

Thanking you,

Yours Faithfully

For **Prima Industries Limited**

Sandhya Gopi
Company Secretary and Compliance Officer
Membership Number- A62510

Enclosure: As above

FACTORY: New Industrial Development Area, Kanjikode, Palakkad - 678 621
Tel: 0491-2566822, Fax: 91-491-2566922

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the audited Standalone Financial Statement of the Company for the financial year ended 31st March, 2023 together with the reports of the Board of Directors and 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	5888217	5793305	98.3881	5793305	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		5888217	5793305	98.3881	5793305	0	100.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	4903683	1808806	36.8867	1808806	0	100.0000	0.0000
	Poll		424	0.0086	424	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		4903683	1809230	36.8953	1809230	0	100.0000
Total		10791900	7602535	70.4467	7602535	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the audited Consolidated Financial Statement of the Company for the financial year ended 31st March, 2023 together with the reports 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	5888217	5793305	98.3881	5793305	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		5888217	5793305	98.3881	5793305	0	100.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	4903683	1808806	36.8867	1808806	0	100.0000	0.0000
	Poll		424	0.0086	424	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		4903683	1809230	36.8953	1809230	0	100.0000
Total		10791900	7602535	70.4467	7602535	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a director in the place of Mrs. Swati Gupta (DIN 00249036) who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible seeks re-appointment				
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	5888217	4972536	84.4489	4972536	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		5888217	4972536	84.4489	4972536	0	100.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	4903683	1103806	22.5097	1103806	0	100.0000	0.0000
	Poll		424	0.0086	424	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		4903683	1104230	22.5184	1104230	0	100.0000
Total		10791900	6076766	56.3086	6076766	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To re-appoint Mr. S.K. Gupta (DIN 00248760) as the Chairman and Managing 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	5888217	4974566	84.4834	4974566	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		5888217	4974566	84.4834	4974566	0	100.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	4903683	1808806	36.8867	1808806	0	100.0000	0.0000
	Poll		424	0.0086	424	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		4903683	1809230	36.8953	1809230	0	100.0000
Total		10791900	6783796	62.8601	6783796	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To re-appoint Mr. Ladhu Singh (DIN: 02320113) as the Whole Time 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	5888217	5793305	98.3881	5793305	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		5888217	5793305	98.3881	5793305	0	100.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	4903683	1808806	36.8867	1808806	0	100.0000	0.0000
	Poll		424	0.0086	424	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		4903683	1809230	36.8953	1809230	0	100.0000
Total		10791900	7602535	70.4467	7602535	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Ratification and approval of Related Party transactions with Group Companies.				
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	5888217	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		5888217	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	4903683	1103806	22.5097	1103806	0	100.0000	0.0000
	Poll		424	0.0086	424	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		4903683	1104230	22.5184	1104230	0	100.0000
Total		10791900	1104230	10.2320	1104230	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

Resolution (7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of Material Related Party transaction(s).				
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	5888217	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		5888217	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	4903683	1103806	22.5097	1103806	0	100.0000	0.0000
	Poll		424	0.0086	424	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		4903683	1104230	22.5184	1104230	0	100.0000
Total		10791900	1104230	10.2320	1104230	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	



Consolidated 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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To
The Chairman
M/s. Prima Industries Limited
Door No. V/679, C, IDA,
Muppathadam P.O, Edayar,
Cochin - 683 110

Subject : Twenty Ninth Annual General Meeting of Members of M/s. Prima Industries Limited held on Friday, 15th September 2023 at registered office of the Company

Dear Sir,

I, Bibin Sajan, Practicing Chartered Accountant (ICAI Membership No. 228064), Partner, M/s G R A N D M A R K & ASSOCIATES, Chartered Accountants (FRN : 011317N) have been appointed as a scrutinizer by the Board of Directors of Prima Industries Limited for the purpose of scrutinizing the remote e-voting carried out at the Annual General Meeting and ascertaining the requisite majority on remote e-voting undertaken 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 Twenty Ninth AGM of the members of the Company held on Friday, 15th September 2023 at 12:30 PM at the registered office of the Company .

H.O. : 215, II-Floor, Neo Corporate Plaza, Kanchpada, Ramchandra Lane Extension, Malad (West), Mumbai - 400064

Corp. Office : 118, L.G.F. Navjivan Vihar, Opp Geetanjali Enclave, Malviya Nagar, New Delhi-110017

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Further to above, I submit my report as under:

- The notice dated 29th July, 2023 along with statement setting out material facts under Section 102 of the Act, as confirmed by the Company, were sent to the shareholders in respect of the below mentioned resolutions proposed at the AGM of the Company through electronic mode in compliance with the MCA circular 05/05/2020 and 13/01/2021 read with circulars dated 08/04/2020 and 13/04/2020 (collectively referred to as MCA Circulars) and SEBI circulars dated 12/05/2020 and 15/01/2021.
- The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the Shareholders of the Company.
- The Company had also provided voting facility to the shareholders present at the AGM and who had not cast their vote earlier through remote e-voting facility.
- The shareholders of the Company holding shares as on the cut-off date of Saturday 09th September, 2023 were entitled to vote on the resolutions as contained in the Notice of the AGM.
- The voting period for remote e-voting commenced on Tuesday, 12th September 2023 at 9:00 AM and ended on Thursday, 14th September 2023 at 5:00 PM and the NSDL e-voting platform was disabled thereafter.
- After the closure of the voting at the AGM, the report on voting done through electronic voting system at the meeting was generated in my presence and the voting was diligently scrutinized.
- 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. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the NSDL e-voting system.
- The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and the voting conducted through electronic voting system at the meeting on the resolutions contained in the notice of the AGM. My responsibility as scrutinizer for the remote e-voting and the voting conducted through electronic voting system at the meeting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions as stated in the Notice.

I now submit my consolidated Report as under on the result of the remote e-voting and voting through ballot system at the AGM in respect of the said resolutions.





ORDINARY BUSINESS

Resolution 1 : Ordinary Resolution

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2023 together with the reports of the Board of Directors and the Auditors thereon.

Details of Voting	Assent (For)		Dissent (Against)		Invalid Votes
	No. of Shareholders	No. of Shares with %	No. of Shareholders	No. of Shares with %	No. of Shareholders
By Poll	20	424 (0.003%)	--	--	--
By E-Voting	25	76,02,111 (70.44%)	--	--	--
Consolidated Votes	45	76,02,535 (70.44%)	--	--	--

Resolution 2 : Ordinary Resolution

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2023 together with the reports of the Auditors thereon.

Details of Voting	Assent (For)		Dissent (Against)		Invalid Votes
	No. of Shareholders	No. of Shares with %	No. of Shareholders	No. of Shares with %	No. of Shareholders
By Poll	20	424 (0.003%)	--	--	--
By E-Voting	25	76,02,111 (70.44%)	--	--	--
Consolidated Votes	45	76,02,535 (70.44%)	--	--	--

Resolution 3 : Ordinary Resolution

To appoint a Director in the place of Mrs. Swati Gupta (DIN: 00249036) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, seeks re-appointment.





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Details of Voting	Assent (For)		Dissent (Against)		Invalid Votes
	No. of Shareholders	No. of Shares with %	No. of Shareholders	No. of Shares with %	No. of Shareholders
By Poll	20	424 (0.003%)	--	--	--
By E-Voting	18	60,76,342 (56.30%)	--	--	--
Consolidated Votes	38	60,76,766 (56.30%)	--	--	--

SPECIAL BUSINESS

Resolution 4 : Special Resolution

To re-appoint Mr. S.K. Gupta (DIN : 00248760) as Chairman and Managing Director.

Details of Voting	Assent (For)		Dissent (Against)		Invalid Votes
	No. of Shareholders	No. of Shares with %	No. of Shareholders	No. of Shares with %	No. of Shareholders
By Poll	20	424 (0.003%)	--	--	--
By E-Voting	20	67,83,372 (62.86%)	--	--	--
Consolidated Votes	40	6783796 (62.86%)	--	--	--

Resolution 5 : Special Resolution

To re-appoint Mr. Ladhu Singh (DIN : 02320113) as the Whole-Time Director.

Details of Voting	Assent (For)		Dissent (Against)		Invalid Votes
	No. of Shareholders	No. of Shares with %	No. of Shareholders	No. of Shares with %	No. of Shareholders
By Poll	20	424 (0.003%)	--	--	--
By E-Voting	25	76,02,111 (70.44%)	--	--	--
Consolidated Votes	45	76,02,535 (70.44%)	--	--	--





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Resolution 6 : Special Resolution

Ratification and approval of Related Party Transactions with Group Companies.

Details of Voting	Assent (For)		Dissent (Against)		Invalid Votes
	No. of Shareholders	No. of Shares with %	No. of Shareholders	No. of Shares with %	No. of Shareholders
By Poll	20	424 (0.003%)	--	--	--
By E-Voting	13	11,03,806 (10.23%)	--	--	--
Consolidated Votes	33	11,04,230 (10.23%)	--	--	--

Resolution 7 : Special Resolution

Approval for Material Related Party Transaction(s).

Details of Voting	Assent (For)		Dissent (Against)		Invalid Votes
	No. of Shareholders	No. of Shares with %	No. of Shareholders	No. of Shares with %	No. of Shareholders
By Poll	20	424 (0.003%)	--	--	--
By E-Voting	13	11,03,806 (10.23%)	--	--	--
Consolidated Votes	33	11,04,230 (10.23%)	--	--	--

Thanking You,

Yours faithfully,

**For GRAND MARK & ASSOCIATES
CHARTERED ACCOUNTANTS
(FRN: 011317 N)**


**CA. BIBIN SAJAN, FCA
PARTNER
Membership No. 228064**



Countersigned

UDIN : 23228064BGTVIC3417

Place : Kochi
Date : 16/09/2023

**S. K. GUPTA
Chairman & Managing Director
(DIN: 00248760)**