

September 22, 2015

Corporate Relationship Department Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai 400001

Capital Markets-Listing
National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra Kurla Complex, Bandra (East),
Mumbai 400051

Dear Sir,

Sub: Compliance under clause 35A of the listing agreement

Re: 32nd annual general meeting - Declaration of voting results

Pursuant to the provisions of clause 35A of the listing agreement, please find below the details of the voting results for the resolutions transacted at the 32nd annual general meeting of the Company held on Monday, September 21, 2015:

Date of annual general meeting	September 21, 2015
Total number of shareholders as on cut- off date i.e. September 14, 2015	24,143
Number of shareholders present at the annual general meeting either in person or through proxy: Promoter and promoter group Public	N.A. 35
Number of shareholders attended the meeting through video conferencing	Not arranged
Mode of voting	Remote e-voting, physical ballot / poll paper at annual general meeting

Agenda wise details:

Prime Securities Limited

1109 / 1110, Maker Chambers V, Nariman Point, Mumbai 400 021. C(N: L67120MH1982PLC026724



Tel: +91-22-6184 2525 Fax: +91-22-2497 0777



Item no.	Details of Agenda	Resolution required (ordinary / special)	Mode of voting (show of hands / poll / postal ballot / e-voting)	Remarks
1.	To receive, consider and adopt: a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2015 together with the Reports of the Board of Directors and Auditors thereon; b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2015 together with the Reports of the Auditors thereon;	Ordinary	Remote e- voting, physical ballot / poll paper	This resolution was passed with the requisite majority
2.	To appoint a Director in place of Mr. N. Jayakumar (DIN: 00046048), who retires by rotation and being eligible, offers himself for reappointment.	Ordinary	Remote e- voting, physical ballot / poll paper	This resolution was passed with the requisite majority
3.	Appointment of Statutory Auditors of the Company and fix their remuneration	Ordinary	Remote e- voting, physical ballot / poll paper	This resolution was passed with the requisite majority
4.	Appointment of Mr. Pradip Dubhashi as an Independent Director	Ordinary	Remote e- voting, physical ballot / poll paper	This resolution was passed with the requisite majority

Prime Securities Limited

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5.	Appointment of Mr. Anil Chandrakant Dharker as an Independent Director	Ordinary	Remote e- voting, physical ballot / poll paper	This resolution was passed with the requisite majority
6.	Appointment of Mr. S. R. Sharma as an Independent Director	Ordinary	Remote e- voting, physical ballot / poll paper	This resolution was passed with the requisite majority
7.	Appointment of Ms. Alpana Parida as an Independent Director	Ordinary	Remote e- voting, physical ballot / poll paper	This resolution was passed with the requisite majority
8.	Borrowing Limits of the Company	Special	Remote e- voting, physical ballot / poll paper	This resolution was passed with the requisite majority
9.	Increase in limits of Investments in other Bodies Corporate	Special	Remote e- voting, physical ballot / poll paper	This resolution was passed with the requisite majority

Please find enclosed the Scrutiniser's Report on the combined voting results.

This is for your record and information.

Thanking you,

Yours faithfully,

For Prime Securities Limited

ompany Secretary

Prime Securities Limited

1109 / 1110, Maker Chambers V, Nariman Point, Mumbai 400 021. CJN: L67120MH1982PLC026724

Tel: +91-22-6184 2525 Fax: +91-22-2497 0777 Mani Bhuwan, 1st Floor, Office No. 5, 54, Hughes Road, (Opp : Dharam Palace),

Mumbai-400 007

E-mail: saurabhshah361@gmail.com



Tel.: (0) +91 (022) 2367 8570; 2368 0263, 2368 2139; 2368 0256,

Fax: +91(022) 2367 8571

Mobile: 98211 06410 / 9821106217

PRAMOD S. SHAH & ASSOCIATES Practising Company Secretaries

FORM No. MGT-13 Report of Scrutinizer(s)

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

To

The Chairman,

Prime Securities Limited,

Registered Office: 1109/1110, Maker Chambers V, Nariman Point, Mumbai - 400021.

CIN: L67120MH1982PLC026724

32nd Annual General Meeting of the Members of Prime Securities Limited was held on Monday, September 21, 2015 at 10.00 a.m. at Victoria Memorial School for the Blind, Tardeo Road, Opp. Film Centre, Near Hindustan Petroleum Petrol Pump, Mumbai 400034

Dear Sir,

- I, Pramod S. Shah of M/s. Pramod S. Shah & Associates, Practicing Company Secretaries appointed as Scrutinizer for the purpose of:
 - (i) Scrutizing the e-voting process (remote e-voting)under the provisions of Section 108 of the Companies Act,2013 read with rule 20 of the Companies(Management and Administration)Rule,2014, as amended from time to time and
 - (ii) Poll under the provisions of Section 109 of the Companies Act,2013 Act read with Rule 21 of the Companies(Management and Administration)Rule,2014, as amended (Rules) on the Resolutions contained in the notice to the 32nd Annual General Meeting of the Members of Prime Securities Limited was held on Monday, September 21, 2015 at 10.00 a.m. at Victoria Memorial School for the Blind, Tardeo Road, Opp. Film Centre, Near Hindustan Petroleum Petrol Pump, Mumbai 400034.
 - (iii) We hereby submit our Scrutinizers report as follows:-
 - The notice convening the meeting was placed on the website of the Company and that of the Agency National Securities Depository Limited (NSDL).
 - The members of the Company were given an option to vote electronically on e-voting system, provided by National Securities Depository Limited (NSDL).
 - The remote e-voting period commenced on Friday, September 18, 2015 at 9.00 a.m. ended on Sunday, September 20, 2015 at 5.00 p.m. on the designated website https://www.evoting.nsdl.com via National Securities Depository Limited (NSDL).
 - Accordingly, the electronic votes cast were taken into account and at the end of this voting period, on Sunday, September 20, 2015, the NSDL portal was blocked for voting.
 - The register has been maintained electronically to record the assent or dissent received, morning the particulars of name, address, folio no., or client ID of the shareholders, no of states held by them forminal

PRAMOD S. SHAH & ASSOCIATES Practising Company Secretaries

value of such shares. There were no shares with differential voting rights in the Company, hence there was no requirement of maintaining the list of shares with differential voting rights.

Note: After the Completion of Voting period, the results were unblocked in presence of two witnesses not being in the employment of the Company.

The result of the Voting is as under:

Resolutions:

Resolution -1

Adoption of Audited Financial Statements.

To receive, consider and adopt:

- a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2015 together with the Reports of the Board of Directors and Auditors thereon;
- b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2015 together with the Reports of the Auditors thereon;

(i) Voted in favour of the resolution:

Mode	Number of Members Voted	Number of votes cast in favour of the Resolution	% of total number of valid votes cast
Electronically	17	5863101	99.999915
Physically	13	608432	100.000000

(ii) Voted against the resolution:

Mode	Number of Members Voted	Number of votes cast in favour of the Resolution	% of total number of valid votes cast
Electronically	1	5	0.000085
Physically	0	0	0.000000

(iii) Invalid votes:

Mode	Number of Members in this category	Number of votes in this category
Electronically	0	0
Physically	0	0



Resolution -2

To appoint a Director in place of Mr. N. Jayakumar (DIN: 00046048), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number of Members Voted	Number of votes cast in favour of the Resolution	% of total number of valid votes cast
17	5863101	99.999915
14	608632	100.000000
	Voted 17	Voted favour of the Resolution 17 5863101

(ii) Voted against the resolution:

Mode	Number of Members Voted	Number of votes cast in favour of the Resolution	% of total number of valid votes cast
Electronically	1	5	0.000085
Physically	0	0	0

(iii) Invalid votes:

Mode	Number of Members in this category	Number of votes in this category
Electronically	0	0
Physically	0	0

Resolution -3

To re-appoint the Statutory Auditors and fix their remuneration.

(i) Voted in favour of the resolution:

Mode	Number of Members Voted	Number of votes cast in favour of the Resolution	% of total number of valid votes cast
Electronically	17	5863101	99.999915
Physically	15	608682	100.000000



PRAMOD S. SHAH & ASSOCIATES Practising Company Secretaries

(ii) Voted against the resolution:

Mode	Number of Members Voted	Number of votes cast in favour of the Resolution	% of total number of valid votes cast
Electronically	1	5	0.000085
Physically	0	0	0

(iii) Invalid votes:

Number of Members in this category	Number of votes in this category
0	0
0	0
	Number of Members in this category 0 0

Resolution -4

Appointment of Mr. Pradip Dubhashi as an Independent Director.

(i) Voted in favour of the resolution:

Mode	Number of Members Voted	Number of votes cast in favour of the Resolution	% of total number of valid votes cast
Electronically	15	5863000	99.998209
Physically	15	608682	100.000000

(ii) Voted against the resolution:

Mode	Number of Members Voted	Number of votes cast in favour of the Resolution	% of total number of valid votes cast
Electronically	2	105	0.001791
Physically	0	0	0

(iii) Invalid votes:

Mode	Number of Members in this category	Number of votes in this category
Electronically	0	0
Physically	0	0



Resolution -5

Appointment of Mr. Anil Chandrakant Dharker as an Independent Director.

(i) Voted in favour of the resolution:

Voted	favour of the Resolution	votes cast
15	5863000	99.998209
15	608682	100.000000
1	5	5 5863000

(ii) Voted against the resolution:

Mode	Number of Members Voted	Number of votes cast in favour of the Resolution	% of total number of valid votes cast
Electronically	2	105	0.001791
Physically	0	0	0

(iii) Invalid votes:

Number of Members in this category	Number of votes in this category
0	0
0	0
	Number of Members in this category 0

Resolution -6

Appointment of Mr. S. R. Sharma as an Independent Director.

(i) Voted in favour of the resolution:

Mode	Number of Members Voted	Number of votes cast in favour of the Resolution	% of total number of valid votes cast
Electronically	16	5863001	99.998209
Physically	15	608682	100.000000



PRAMOD S. SHAH & ASSOCIATES Practising Company Secretaries

(ii) Voted against the resolution:

Mode	Number of Members Voted	Number of votes cast in favour of the Resolution	% of total number of valid votes cast
Electronically	2	105	0.001791
Physically	0	0	0

(iii) Invalid votes:

Mode	Number of Members in this category	Number of votes in this category
Electronically	0	0
Physically	0	0

Resolution -7

Appointment of Ms. Alpana Parida as an Independent Director.

(i) Voted in favour of the resolution:

Mode	Number of Members Voted	Number of votes cast in favour of the Resolution	% of total number of valid votes cast
Electronically	16	5863001	99.998209
Physically	15	608682	100.000000

(ii) Voted against the resolution:

Mode	Number of Members Voted	Number of votes cast in favour of the Resolution	% of total number of valid votes cast
Electronically	2	105	0.001791
Physically	0	0	0

(iii) Invalid votes:

Mode	Number of Members in this category	Number of votes in this category
Electronically	0	0
Physically	0	0

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Resolution -8

Borrowing Limits of the Company.

(i) Voted in favour of the resolution:

Mode	Number of Members Voted	Number of votes cast in favour of the Resolution	% of total number of valid votes cast
Electronically	17	5863101	99.999915
Physically	13	603382	99.161849

(ii) Voted against the resolution:

5	0.000085
5100	0.838151
	5100

(iii) Invalid votes:

Mode	Number of Members in this category	Number of votes in this category
Electronically	0	0
Physically	0	0

Resolution -9

Increase in limits of Investments in other Bodies Corporate.

(i) Voted in favour of the resolution:

Mode	Number of Members Voted	Number of votes cast in favour of the Resolution	% of total number of valid votes cast
Electronically	17	5863101	99.999915
Physically	14	603582	99.162124

(ii) Voted against the resolution:

Mode	Number of Members Voted	Number of votes cast in favour of the Resolution	% of total number of valid votes cast
Electronically	1	5	0.000085
Physically	1	5100	0.838151
		,	0.63613

(iii) Invalid votes:

Mode	Number of Members in this category	Number of votes in this category
Electronically	0	0
Physically	0	0

A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you.

Yours faithfully,

(C.P. No.-3804)

Place: Mumbai

Dated: 22nd September,2015

Promoter/Public Forms Promoter and Promoter Group 0 Public – Institutional holders 1		Clause 35A (Physical and e-Voting) Resolution 1 % of Votes Polled on outstanding	(Dhire and and a Mast	100			
			(Filysical and e-vou	1.6)	-		
			Resolution 1				
			% of Votes Polled	A AAA (Akadesia isa ka marana marana marana marana marana marana a Aaa Aaa Aaa Aaa Aaa Aaa Aaa Aaa Aa	WWW.fill.db.f.A.f.h.sharrassan and management and a second state of the second state o	% of Votes in	THE PROPERTY OF THE PROPERTY O
			on outstanding			favour on votes	% of Votes against
	Total Ballot No. of shares held	No. of votes polled	shares	No. of Votes - In	No. of Votes	poiled (6)=[(4)/(2)]	on votes polled
Promoter and Promoter Group 0 Public – institutional holders 1	(1)	(2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	*100	(7)=[(5)/(5)] *100
Public – Institutional holders	0	0	0.000000	٥	0	0.00000	0.000000
	1 2304800	480000	20.826102	480000	0	100.000000	0.000000
Public-Others 30	0 24168725	5991538	24.790460	5991533	in .	716656.66	0.000083
Total 31	1 26473525	6471538	24,445320	6471533	n	99.999923	7.20000.0

				% of Votes against	on votes polled	(7)=[(2)/(5]] *100	0.000000	0.00000.0	0.000083	0.000077
			% of Votes in	favour on votes	polled (6)=[(4)/(2)]	*100	0.000000	100.000000	99.99917	52666666
	Я		VI NATURALI AAAAAAAAAAAAAAAAAAAAAAAAAAAAAAAAAAA		No. of Votes -	against (5)	0	0	ıΩ	E/A
11982PLC026724)	ing)		A LOCAL CONTRACTOR OF THE CONT		No. of Votes – in	favour (4)	0	480000	5991733	6471733
1E SECURITIES LIMITED (CIN : L67120MH1982PLC026724)	Clause 35A (Physical and e-Voting)	Resolution 2	% of Votes Polled	on outstanding	shares	(3)=[(2)/(1)]* 100	0.00000	20.826102	24.791287	24.446076
ME SECURITIES LIMIN	Clause 35/				No. of votes polled	(2)	0	480000	5991738	6471738
PRIM					Total Ballot No. of shares held	[]	0	2304800	24168725	26473525
					Total Ballot	Forms	0	T	31	32
						Promoter/Public	Promoter and Promoter Group	Public – Institutional holders	Public-Others	Total

		PRIM	ME SECURITIES LIMIT	IE SECURITIES LIMITED (CIN: L67120MH1982PLC026724)	11982PLC025724)			
			Clause 35A	Clause 35A (Physical and e-Voting)	(Su			
				Resolution 3		•		
				% of Votes Polled			% of Votes in	
				on outstanding			favour on votes	% of Votes against
	Total Ballot	Total Ballot No. of shares held No. of votes polled	No. of votes polled	shares	No. of Votes – in	No. of Votes -	polled (6)=[(4)/(2)]	on votes polled
Promoter/Public	Forms		(2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	+100	(7)=[(5)/(5)] *100
Promoter and Promoter Group	0	0	0	0.000000	0	0	0.000000	0.00000
Public - Institutional holders		2304800	480000	20.826102	480000	0 ,	100.000000	0.00000
Public-Others	32	24168725	5991788	24.791494	5991783	5	99.99917	0.000083
Total	33	26473525	6471788	24.446265	6471783	N.	99.999923	0.000077



		PR	PRIME SECURITIES LIMITED (CIN: L67120MH1982PLC026724)	TED (CIN : L67120MF	(1982PLC026724)			
			Clause 35A	Clause 35A (Physical and e-Voting)	(34			
				Resolution 4				
			With the second of the second	% of Votes Polled			% of Votes in	The state of the s
				on outstanding			favour on votes	% of Votes against
	Total Ballot	Total Ballot No. of shares held	No. of votes polled	shares	No. of Votes – in	No. of Votes -	polled (6)=[(4)/(2)]	on votes polled
Promoter/Public	Forms	T	(2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	*100	(7)=[(5)/(5)] *100
Promoter and Promoter Group	0 [0	0	0.000000	0	0	0.00000	0.000000
Public - Institutional holders	П	2304800	480000	20.826102	480000	0	100.000000	0.000000
Public-Others	31	24168725	5991787	24.791490	5991682	105	99,998248	0.001752
Total	32	26473525	6471787	24,446261	6471682	105	99.998378	0.001622

				****			,	_		
			A CONTRACTOR OF THE CONTRACTOR	% of Votes against	on votes poiled	(7)=[(5)/(5)] *100	0.000000	0.000000	0.001752	0.001622
			% of Votes in	favour on votes	polled (6)=[(4)/(2)]	+100	00000000	100.000000	99.998248	99.998378
	,				No. of Votes -	against (5)	0	0	105	105
11982PLC026724)			A CONTRACTOR OF THE CONTRACTOR		No. of Votes - in	favour (4)	0	480000	5991682	6471682
ED (CIN:167120MH	Clause 35A (Physical and e-Voting)	Resolution 5	% of Votes Polled	on outstanding	shares	(3)=[(2)/(1)]* 100	0.00000	20.826102	24.791490	24,446261
ME SECURITIES LIMITED (CIN: 167120MH1982PLC026724)	Clause 35				No. of votes polled	(2)	0	480000	5991787	6471787
PRI			W. Amarika		Total Bailot No. of shares held	(1)	0	2304800	24168725	26473525
					Total Ballot	Forms	0	pri i	31	32
			The state of the s			Promoter/Public	Promoter and Promoter Group	Public – institutional holders	Public-Others	Total

		PRIN	IME SECURITIES LIMIT	AE SECURITIES LIMITED (CIN: L67120MH1982PLC026724)	11982PLC026724)			
			Clause 354	Clause 35A (Physical and e-Voting)	lgu			
				Resolution 6				
		Amount Art. In case of the last of the las		% of Votes Polled			% of Votes in	
				on outstanding			favour on votes	% of Votes against
	Total Ballot	Total Ballot No. of shares held	No. of votes polled	shares	No. of Votes – in	No. of Votes -	polled (6)=[(4)/(2)]	on votes polled
Promoter/Public	Forms		2	(3)=[(2)/(1)]* 100	favour (4)	against (5)	*100	(7)=[(2)/(2)] *100
Promoter and Promoter Group	0	0	0	0.000000	0	0	0.000000	0,000000
Public - Institutional holders	r i	2304800	480000	20.826102	480000	0	100.000000	0.000000
Public-Others	32	24168725	5991788	24.791494	5991683	105	99.998248	0.001752
Totai	33	26473525	6471788	24.446265	6471683	501	99,998378	0.001622



Promoter/Public Forms (1) c – Institutional holders 32 24168725	PRIME SECURITIES LIMITED (CIN: L67120MH1982PLC026724)	ITED (CIN: L67120MP	1982PLC026724)	•		
Promoter/Public Forms (1) oter and Promoter Group 0 0 c – Institutional holders 32 24168725	Clause 3	Clause 35A (Physical and e-Voting)	(8)			
Promoter/Public Forms (1) oter and Promoter Group 0 0 c – Institutional holders 32 24168725		Resolution 7				
Promoter/Public Forms (1) oter and Promoter Group 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0		% of Votes Polled		A CANADA	% of Votes in	WANTED THE PROPERTY AND
Promoter/Public Forms 1 Catal Ballot No. of shares held 1 Catal Ballot No. of shares held 1 Catal Ballot Catal Ballot		on outstanding			favour on votes	% of Votes against
Promoter/Public Forms (1) oter and Promoter Group 0 0 c – Institutional holders 1 2304800 c-Others 32 24168725	res held No. of votes polled	shares	No. of Votes - in	No. of Votes -	polled (6)=[(4)/(2)]	on votes polled
oter and Promoter Group 0 - Institutional holders 1 Others 32 2	(2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	*100	(7)=[(5)/(5)] *100
c – Institutional holders 1 c-Others 32 2	0	0.000000	0	0	0.000000	0.00000
c-Others 32	2304800 480000	20.826102	480000	0	100.000000	0.000000
	4168725 5991788	24.791494	5991683	105	99.998248	0.001752
10tal	26473525 6471788	24.446265	6471683	105	99.998378	0.001622

		8	IME SECURITIES LIMIT	WE SECURITIES LIMITED (CIN: L67120IMH1982PLC026724)	11982PLC026724)			
			Clause 35A	Clause 35A (Physical and e-Voting)	ng)			
				Resolution 8				
		William Willia	V Inches and Advanced	% of Votes Polled			% of Votes in	
				on outstanding			favour on votes	% of Votes against
440	Total Ballot	No. of shares held	No. of votes polled	shares	No, of Votes – in	No. of Votes -	polled (6)=[(4)/(2)]	on votes polled
Promoter/Public	Forms	T	(2)	(3)=[(5)/(3)]* 100	favour (4)	against (5)	.100	(7)=[(5)/(5)] *100
Promoter and Promoter Group	0	0	0	0.000000	0	0	0.00000	0.000000
Public - Institutional holders		2304800	480000	20.826102	480000	0	100.000000	0.000000
Public-Others	31	24168725	5991588	24.790666	5986483	\$105	99.914797	0.085203
Total	32	26473525	6471588	24.445509	6466483	5105	99.921117	0.078883

		20	PRIME SECURITIES LIMITED (CIN: L67120MH1982PLC026724)	TED (CIN : L67120MI	41982PLC026724)			
Management of the state of the			Clause 354	Clause 35A (Physical and e-Voting)	ing)	*,		
				Resolution 9				
		The state of the s	AAA AAA, AAA, AAA, AAA, AAA, AAA, AAA,	% of Votes Polled	A TANAHATAN A TANAHATANAHATAN A TANAHATAN	The state of the s	% of Votes in	The state of the s
				on outstanding			favour on votes	% of Votes against
	Total Ballot	Total Ballot No. of shares held	No. of votes polled	shares	No. of Votes – in	No. of Votes -	polled (6)=[(4)/[2)]	on votes polled
Promoter/Public	Forms	3	2	(3)=[(2)/(1)]* 100	favour (4)	against (5)	400	(7)=[(5)/(5)] *100
Promoter and Promoter Group	0		0	0.00000	0	O	0.00000	0.000000
Public - Institutional holders	T	2304800	480000	20.826102	480000	0	100.000000	0.000000
Public-Others	32	24168725	5991788	24.791494	5986683	5105	99.914800	0.085200
Total	33	26473525	6471788	24.446265	6466683	5105	99.921119	0.078881

