



Ref No.: PCL/2015-16/187 Date: 29th September, 2015

Bombay Stock Exchange Limited
First Floor, New Trading Ring
Rotunda Building, P. J. Towers
Dalai Street, Fort
Mumbai – 400 001
Kind Attn: Mr.Khushro A. Bulsara
General Manager & Head
Listing Compliance & Legal Regulatory

National Stock Exchange of India Limited Exchange Plaza, 5th Floor Plot No. C/1, G – Block Bandra – Kurla Complex Bandra (East), Mumbai – 400 051 Kind Attn: Mr.Hari K Vice President Fax No.66418125/26, 26598347/48 & 26598237/8

September 29, 2015

Dear Sirs,

Re: Disclosure of Voting Results of the 19th Annual General Meeting of the Company held on September 29, 2015 as per the requirement of Clause 35A of the Equity Listing Agreement

As per the requirement of Clause 35A of the Equity Listing Agreement, given below are the details of the voting results at the Annual General Meeting of the Company as per the format prescribed under the said clause.

Details of Voting Results

Date of AGM	September 29, 2015
Total Number of shareholders on record date	
Cut off date of e-voting :	: 4193
No. of Shareholders present in the meeting	
either	
in person or through proxy:	
- Promoters and Promoter Group	:4
- Public	:16

Agenda - Wise

Item No.	Details of Agenda	Resolutio n required (Ordinary / Special)	Mode of Voting (Show of hands/Poll/ Postal Ballot/e- Voting)	Remarks
1.	Adoption of the Audited Financial Statements for the financial year ended on March 31, 2015 together with the Reports of the Directors and Auditors thereon.	Ordinary	E-voting and Ballot through Poll	The resolution was unanimously.
2.	Re-appointment of Mr. Suresh G. Sarda retired by rotation as a Director.	Ordinary	E-voting and Ballot through Poll	The resolution was unanimously.
3.	Ratification of appointment of M/s. G. P. Pimpalikar and Associates as Auditors to hold office from the conclusion of this Annual General Meeting till the conclusion of the 21stAnnual General Meeting and fixing their remuneration.	Ordinary	E-voting and Ballot through Poll	The resolution was unanimously.
4.	Re-appointment of Mr. Trichur G. Krishnan as Managing Director of the Company for term of 5 years liable to retire by rotation.	Special	E-voting and Ballot through Poll	The resolution was unanimously.
5.	Appointment of Ms. Jyoti Rathi as Independent Director	Ordinary	E-voting and Ballot through Poll	The resolution was unanimously.
6.	Ratification of Remunaration payable to M/s. Shriniwas Diddi, Cost Auditor of the company.	Ordinary	E-voting and Ballot through Poll	The resolution was unanimously.

The voting details are annexed herewith in the prescribed format as Annexure 1.

This may also be considered as compliance of Clause 31(d) of the Listing Agreement. This is for your reference and record.

Thanking You.

For Prakash Constrowell Limited

Madhura Ubale

CS & Compliance Officer

Place: Nashik

	Total	Public-Others	Public Institutional holders	Promoter and Promoter Group		No. o			Total	Public-Others	Public - Institutional holders	Promoter and Promoter Group		Promoter/Public	No. o		Total	Public-Others	Public - Institutional holders	Promoter and Promoter Group		No. of			
	125,678,260	45,078,260	-	80,600,000		No. of shares held			125,678,260	45,078,260		80,600,000		(1)	No. of shares held		125,678,260	45,078,260	-	80,600,000		No. of shares held (1)			
	1,679,077	1,679,077			Physical Ballot	N			1,679,077	1,679,077	-	1	Physical Ballot	N.			1,679,077	1,679,077	-	-	Physical Ballot	No			
	80,729,353	129,353		80,600,000	E-voting	No. of votes polled (2)			80,729,353	129,353		80,600,000	E-voting	No. of votes polled (2)			80,729,353	129,353	-	80,600,000	E-voting	No. of votes polled (2)			Pra
	82,408,430	1,808,430		80,600,000	Total	40	Resolution 3		82,408,430	1,808,430		80,600,000	Total		10	Resolution 2	82,408,430	1,808,430	,	80,600,000	Total	w		Resolution 1	Prakash Constrowell Limited
	65.5710	4.0118		100,0000		% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100			65.5710	4.0118	•	100.0000		100	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*		65.5710	4.0118		100.0000		on outstanding shares (3)=[(2)/(1)]* 100	% of Votes Polled		imited
	82,408,430	1,808,430	1	80,600,000		No. of Votes – in favour (4)		- Landerson	82,408,430	1,808,430		80,600,000		favour (4)	No. of Votes – in		82,408,430	1,808,430	t	80,600,000		No. of Votes – in favour (4)			
				-		No. of Votes – against (5)								against (5)	No. of Votes -				-	,		No. of Votes – against (5)			
	100.0000	บบบบบบ		100.0000		% of Votes in favour on votes polled (6)=[(4)/(2)]			100.0000	100.0000		100.0000		001.	% of Votes in favour on votes polled (6)=[(4)/(2)]		100.0000	100.0000	-	100.0000		favour on votes polled (6)=[(4)/(2)] *100	% of Votes in		
Prak	100	1/	1			% of Votes against on votes polled (7)=[(5)/(2)] *100					-			001, [(2)/(5)]=(7)	% of Votes against on votes polled			-				% of Votes against on votes polled (7)=[(5)(2)] *100			
Nell Li	火(0)/	5		/		1 24			1:	J. <u>.</u> .	<u></u>	. <u></u> .	J	1			1.	L <u>'</u>	<u>'.'</u>	<u>, , , , , , , , , , , , , , , , , , , </u>	<u>I</u>	1 .**].	<u>. 1</u>

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Resolution Res	* OF THE	oshik *									
Resolution 4 % of Votes in the form of the spatial policy (1) Resolution 4 % of Votes Police % of Votes against (5) Resolution 5 % of Votes police (2) Total 100,0000 1	OME	P/a			1				3444		
No. of shares held No. of votes polled (2) Total No. of votes polled (3) Total No. of votes poll		1/20/	100.0000	•	82,408,430	65.5710	82,408,430	80,729,353	1,679,077	125,678,260	Total
Resolution 4 Resolution 5 Resolution 6 Reso	50/	128	100.0000	-		4.0118	1,808,430	129,353	1,679,077	45,078,260	Public-Others
Resolution 4 Resolution 4 Resolution 4 Resolution 4 Resolution 4 Resolution 4 Resolution 5 Resolution 5 Resolution 5 Resolution 6 Resolution 5 Resolution 6 Resolution 5 Resolution 6 Reso						,					Public – Institutional holders
Resolution 4 % of Votes Polled % of Votes Polled % of Votes in on outstanding on outstanding shares (3)=[(2) (1)]! No. of Votes in 20,500,000 100,0000 10	1		100,000		80,600,000	100.0000	80,600,000	80,600,000		80,600,000	Promoter and Promoter Group
Resolution 4 % of Votes Polled (2) No. of Votes polled (2) No. of Votes Polled (3) No. of Votes in Physical Ballot Evolling No. of Votes Polled (3) No. of Vot			100,000		20000		Total	E-voting	1		
Resolution 4		% of Votes against on votes polled (7)=[(5)/(2)] *100	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	No. of Votes – against (5)		% of Votes Polled on outstanding shares (3)=[(2)/(1)]*		o. of votes polled (2)	Z	No. of shares held	Promoter/Public
No. of shares held No. of votes polled (2) No. of votes polled (3) No. of votes polled (4) No. of votes in favour on votes shares (3)=[(2)/(1)]* No. of votes - in (6)=[(4)/(2)] No. of votes - in (700,000) No. of votes polled (5)=[(4)/(2)] No. of votes polled (6)=[(4)/(2)] No. of votes - in (700,000) No. of votes polled (6)=[(4)/(2)] No. of votes polled (6)=[(4)/(2)] No. of votes - in (700,000) No. of vote							Resolution 6				
No. of shares held No. of votes polled (2) No. of votes polled (3) (12)/(1) No. of votes polled (3) (12)/(1) No. of votes polled (3) (12)/(1) No. of votes polled (4) No. of votes polled (5) (100,000 80,600,000 100,0000 45,078,260 1,679,077 129,353 1,808,430 4,0118 1,808,430 1,808,430 1,679,077 129,353 1,808,430 1,679,077 1,		1	1000.000		82,408,430	65.5/10	82,408,430	80,729,353	1,679,077	125,678,260	Total
No. of shares held No. of votes polled (2) No. of votes polled (3) Total No. of votes No. of vot			100.0000	•	1,808,430	4.0118	7,808,430	129,353	1,6/9,0//	45,078,260	Public-Others
Resolution 4 % of Votes Polled % of Votes Polled % of Votes in on utstanding % of Votes in on utstanding % of Votes in on outstanding % of Votes % of Votes in on utstanding % of Votes % of Vote			100 0000		1 000 /20	10110	4 000 400	100.050		45.070.000	Public – Institutional holders
No. of shares held		-	100.0000	,	80,600,000	100.0000	80,600,000	80,600,000		80,600,000	Promoter and Promoter Group
No. of shares held No. of votes polled (2) No. of votes polled (2) No. of votes polled (2) No. of votes polled (3) Total No. of votes No. of votes Polled (4)(2) No. of votes Polled (5) No. of votes Polled (6)=(14)(12) No. of votes Polled (7) No. of votes Polled (80,600,000 No. of votes No. of votes No. of votes No. of votes Polled (80,600,000 No. of votes No. of votes Polled (80,600,000 No. of votes No. of votes No. of votes Polled (80,600,000 No. of votes No. of votes Polled (80,600,000 No. of votes No. of votes No. of votes Polled (80,600,000 No. of votes Polled (80,600,000 No. of votes No. of votes Polled (80,600,000 No. of votes No. of votes Polled (80,600,000 No. of votes No. of votes Polled (80,600,000 No. of votes Polled (80,600,000 No. of votes Polled (80,600,000 No. of votes No. of votes Polled (80,600,000 No. of votes Polled (80,600,000 No. of votes Polled (80,600,000 No. of votes No. of votes No. of votes No. of votes Polled (80,600,000 No. of votes							Total	E-voting	Ł		
No. of shares held No. of votes polled (2) No. of votes polled (3) (1) No. of votes polled (2) No. of votes polled (3) (2) (1) No. of votes No. of vote		(7)=[(5)/(2)] *100	*100	against (5)	favour (4)	100		o. of votes polled (2)	z	(1)	Promoter/Public
No. of shares held		% of Votes against on votes polled		No. of Votes -	No. of Votes - in	on outstanding shares (3)=f(2)/(1)]*				No of shares held	
No. of shares held			% of Votes in			% of Votes Polled					
Resolution 4			, , , , , , , , , , , , , , , , , , ,				Resolution 5				
Resolution 4 % of Votes Polled on outstanding % of Votes - in Physical Ballot E-voting \$0,600,000 \$0,600,000 \$0,600,000 \$1,679,077 129,353 1,808,430 4,0118 1,808,430 \$1,808,430 \$0.00			100.0000		82,408,430	65.5710	82,408,430	80,729,353	1,679,077	125,678,260	Total
Resolution 4 % of Votes Polled on outstanding % of Votes - in % of Votes in favour on votes % of Votes in % of Votes - in		-	100.0000	1	1,808,430	4.0118	1,808,430	129,353	1,679,077	45,078,260	Public-Others
No. of shares held			,		-			-		4	Public – Institutional holders
Resolution 4 % of Votes Polled		-	100.0000		80,600,000	100.0000	80,600,000	80,600,000		80,600,000	Promoter and Promoter Group
Resolution 4 Resolution 4 % of Votes Polled on outstanding on outstanding No. of Votes – in No. of Votes – in No. of Votes – polled (6)=[(4)/(2)] No. of votes polled (2) 100 favour (4) against (5) 100 100 favour (4) against (5) 100 favour (6) 100 fav							Total	E-voting .			
Resolution 4		% of Votes against on votes polled (7)=[(5)/(2)] *100	ļ	No. of Votes – against (5)	No. of Votes – in favour (4)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*		b. of votes polled (2)	Z	No. of shares held (1)	Promoter/Public
Resolution 4											
							Resolution 4				

Company Secretaries

LS 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

Combined Report of Scrutinizer for e-voting & Poll

[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,
Annual General Meeting of the Equity Shareholders of
Prakash Constrowell Limited,
held on 29th September, 2015 at,
The Exchange, Near Ved Mandir, Tidke Colony,
Trimbak Road, Nashik – 422002.

Dear Sir,

I, Dharmesh Zaveri, proprietor of D. M. Zaveri & Co., Company Secretaries, was appointed as Scrutinizer by the Board of Directors of Prakash Constrowell Limited for the purpose of scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 including any amendment thereof and voting by use of physical ballot forms received from the members at the venue of the 19th Annual General Meeting (AGM) pursuant to Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules 2014 in a fair and transparent manner in respect of the below mentioned resolutions contained in the Notice of the 19th AGM of the Equity Shareholders of Prakash Constrowell Limited held on Tuesday, 29th September, 2015 at The Exchange, Near Ved Mandir, Tidke Colony, Trimbak Road, Nashik – 422002.



Company Secretaries

₿ Dharmesh Zaveri B.Com., F.C.S.

Office No.145, 1st Floor, Kesar Residency, Charkop Sector 3, Kandivali (W), Mumbai - 400 067

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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 evoting) and voting by use of physical ballots by the shareholders at the venue of AGM on the resolutions contained in the Notice of the 19th AGM of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process and for the physical ballot voting at the 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 19th AGM of the Company held on 29th September, 2015, the Chairman of the Company has suo moto called for a Poll to facilitate the members present in the meeting who could not participate in the remote e-voting to record their votes through the poll process.

I hereby submit consolidated scrutinizer's report pursuant to Rule 20(4)(xii) on the resolutions proposed in the Notice of the aforesaid AGM. I have issued separate Scrutinizer's Report dated 29th September, 2015 on the remote e-voting and on the Poll through physical ballot voting in Form MGT-13 attached herewith as Annexure 1 and 2.



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Company Secretaries

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

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

Mode of voting	Total valid votes	Votes in f	avour of Reso	lution	Votes Resolutio			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
Item 1: Adoption of financial year ended	Directors'R on 31st Marcl	eport, aud h 2015 (Ord	ited financial inary Resolutio	statements n)	and audito	ors' Rep		
Remote E-voting	8,07,29,353	9	8,07,29,353	100.0000	0	0	0.0000	NIL.
Physical Ballot	16,79,077	16	16,79,077	100.0000	0	0	0.0000	NIL
Total	8,24,08,430	25	8,24,08,430	100.0000	0	0	0.0000	NIL
Item 2: Re-appointme	ent of Mr. Sur	esh G.Sard	la, who retires	by rotation.	(Ordinary R	esolution)	
Remote E-voting	8,07,29,353	9	8,07,29,353	100.0000	0	0	0.0000	NIL
Poll	16,79,077	16	16,79,077	100.0000	0	0	0.0000	NIL
Total	8,24,08,430	25	8,24,08,430	100.0000	0	0	0.0000	NIL
Item 3: Ratification of for balance term i.e. u	Appointment	of M/s G. F	P. Pimpalikar a	nd associate	es, Charter	ed Acco	untants as	Auditors
Remote E-voting	8,07,29,353	9	8,07,29,353		0	0	0.0000	NIL
Poll	16,79,077	16	16,79,077	100.0000	0	0	0.0000	NIL
Total	8,24,08,430	25	8,24,08,430	100.0000	0	0	0.0000	NiL
Item 4: Re- Appointm		. Krishnan		g Director o	f the Comp	any. (Spe	cial Resolu	ution)
Remote E-voting	8,07,29,353	9	8,07,29,353	100.0000	0	0	0.0000	NIL
Poll	16,79,077	16	16,79,077	100.0000	0	0	0.0000	NIL.
Total	8,24,08,430	25	8,24,08,430	100.0000	0	0	0.0000	NIL
Item 5: Appointment		t Woman Di	rector i.e Ms. Jy	oti Rathi. (Or	dinary Reso	lution)		
Remote E-voting	8,07,29,353	9	8,07,29,353	100.0000	0	0	0.0000	NIL
Poll	16,79,077	16	16,79,077	100.0000	0	0	0.0000	NIL
Total	8,24,08,430	25	8,24,08,430	100.0000	0	0	0.0000	NIL
Item 6: Approval of Resolution)	remuneratio	n of M/s.	Sriniwas Didd	i & Co., Co	st Auditors	of the	Company	. (Ordinary
Remote E-voting	8,07,29,353	9	8,07,29,353	100.0000	0	0	0.0000	NIL
Poll	16,79,077	16	16,79,077	100.0000	0	0	0.0000	NIL
Total	8,24,08,430	25	8,24,08,430	100.0000	0	0	0.0000	NIL



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Company Secretaries

M Dharmesh Zaveri B.Com., F.C.S.

Office No.145, 1st Floor, Kesar Residency, Charkop Sector 3, Kandivali (W), Mumbai - 400 067

M. No. 5418

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

All the resolutions as mentioned above were passed under remote e-voting and poll 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 19th Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.

Chairman of the meeting

For D. M. Zaveri & Co

Practising Company Secretary

Dharmesh Zaveri (Proprietor)

Membership No.: 5418

C.P. No.: 4363

Place: Mumbai

Date: 29th September, 2015

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Company Secretaries

M 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

Report of Scrutinizer

[Pursuant to Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, as amended]

To,
The Chairman,
Annual General Meeting of the Equity Shareholders of
Prakash Constrowell Limited,
held on 29th September, 2015 at,
The Exchange, Near Ved Mandir, Tidke Colony,
Trimbak Road, Nashik – 422002

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 19th Annual General Meeting of the Equity Shareholders of Prakash Constrowell Limited held on Tuesday, 29th September, 2015 at The Exchange, Near Ved Mandir, Tidke Colony, Trimbak Road, Nashik – 422002 for the purpose of scrutinizing the remote e-voting process in a fair and transparent manner and ascertaining the requisite majority on Remote E-voting carried out as per the provisions of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended (Rules) on the below mentioned resolutions referred in my report.



Company Secretaries

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

Office No.145, 1st Floor, Kesar Residency, Charkop Sector 3, Kandivali (W), Mumbai - 400 067

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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 on the resolutions contained in the Notice to the 19th Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process 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 to provide e-voting facilities, engaged by the Company.

Further to above, I submit my report as under

- 1. The remote e-voting period remained open from 9.00 am on Friday, 25th September, 2015 up to 5.00 pm on Monday, 28th September, 2015.
- The Shareholders of the Company holding shares as on the "cut-off" date i.e.22nd September, 2015 were entitled to vote on the proposed resolutions as mentioned in the Notice of the 19th Annual General Meeting.
- 3. As provided in Rules, I unblocked the remote e-voting on the platform provided by CDSL after completion of voting at Annual General Meeting on Tuesday, 29th September, 2015 at 2.00 PM in the presence of two witnesses, namely Mr. Shashank Palan and Mr. Jeet Jani who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Mr Shashank Palan

Mr Jeet Jani

4. Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from e-voting website of CDSL (www.evotingindia.co.in) and based on such reports generated;

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Company Secretaries

♣ 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

- 5. The result of the e-voting is as under:
 - a) Ordinary Resolution 1 -

Adoption of Directors' Report, audited financial statements and auditors' Report thereon for the financial year ended on 31st March 2015.

(i) Voted in favour of the resolution:

Number of members Voted	Number of votes cast by	% of Total Number of
through remote e-voting	them	valid votes cast
system		
9	8,07,29,353	100.0000

(ii) Voted against the resolution:

Number of members Voted	Number of votes cast by	% of Total Number of
through remote e-voting	them	valid votes cast
system		
NIL.	NIL	NIL

(iii) Invalid votes:

Total number of members	Total number votes cast
whose votes were declared	by them
invalid	
NIL	NIL



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Company Secretaries

LS Dharmesh Zaveri B.Com., F.C.S.

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b) Ordinary Resolution 2 -

Re-appointment of Mr. Suresh G.Sarda, who retires by rotation.

(i) Voted in favour of the resolution:

		ers Voted e-voting		% of Total Number of valid votes cast
system				
	9		8,07,29,353	100.0000

(ii) Voted against the resolution:

Number of members Voted through remote e-voting system		% of Total Number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members	Total number votes cast
whose votes were declared	by them
invalid	
NIL	NIL



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c) Ordinary Resolution 3 -

Ratification of Appointment of M/s G. P. Pimpalikar and associates, Chartered Accountants as Auditors for balance term i.e. until the conclusion of 21st AGM.

(i) Voted in favour of the resolution:

Number of members Voted through remote e-voting		% of Total Number of valid votes cast
system		
9	8,07,29,353	100.0000

(ii) Voted against the resolution:

Number of members Voted	Number of votes cast by	% of Total Number of
through remote e-voting	them	valid votes cast
system		
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members	Total number votes cast
whose votes were declared	by them
invalid	
NIL	NIL



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d) Special Resolution 4 -

Re- Appointment of Mr T.G.Krishnan, as a Managing Director of the Company.

(i) Voted in favour of the resolution:

Number of members Voted through remote e-voting system		% of Total Number of valid votes cast
9	8,07,29,353	100.0000

(ii) Voted **against** the resolution:

Number of members Voted through remote e-voting system		% of Total Number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members	Total number votes cast
whose votes were declared	by them
invalid	
NIL	NIL



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Company Secretaries

LS 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

e) Ordinary Resolution 5 -

Appointment of Ms. Jyoti Rathi, as an Independent Woman Director of the Company.

(i) Voted in favour of the resolution:

Number of members Voted through remote e-voting system		% of Total Number of valid votes cast
9	8,07,29,353	100.0000

(ii) Voted against the resolution:

Number of members Voted	Number of votes cast by	% of Total Number of
through remote e-voting	them	valid votes cast
system		
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members	Total number votes cast
whose votes were declared	by them
invalid	
NL	NIL



Company Secretaries

M 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

f) Ordinary Resolution 6 -

Approval of remuneration of M/s. Sriniwas Diddi & Co., Cost Auditors of the Company.

(i) Voted in favour of the resolution:

Number of members Voted through remote e-voting		% of Total Number of valid votes cast
system		
9	8,07,29,353	100.0000

(ii) Voted **against** the resolution:

Number of members Voted through remote e-voting system		% of Total Number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members	Total number votes cast
whose votes were declared	by them
invalid	
NIL	NIL



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Company Secretaries

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C.P. No. 4383

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6. 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 19th Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.

Thanking you,

For D. M. Zaveri & Co.

Practising Company Secretary

Dharmesh Zaveri (Proprietor)

Membership No: 5418

C. P. No.: 4363

Place: Mumbai

Date: 29th September, 2015

Company Secretaries

M 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

FORM No. MGT-13

Report of Scrutinizer

[Pursuant to Section 109 of the Companies Act, 2013 read with Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
Annual General Meeting of the Equity Shareholders of
Prakash Constrowell Limited,
held on 29th September, 2015 at,
The Exchange, Near Ved Mandir, Tidke Colony,
Trimbak Road, Nashik – 422002

Dear Sir,

- I, Dharmesh Zaveri, proprietor of D. M. ZAVERI & CO., Company Secretaries, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 19th Annual General Meeting of the Equity Shareholders of Prakash Constrowell Limited, held on Tuesday, 29th September, 2015 at The Exchange, Near Ved Mandir, Tidke Colony, Trimbak Road, Nashik 422002 submit my report as under:
- After the time fixed for closing of the poll by the Chairman, ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
- 2. The locked ballot boxes were subsequently opened in my presence and in presence of two witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
- 3. We found no invalid poll paper.
- 4. The result of the Poll is as under:

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Company Secretaries

M 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

a) Ordinary Resolution 1 -

Adoption of Directors' Report, audited financial statements and auditors' Report thereon for the financial year ended on 31st March 2015.

(i) Voted in favour of the resolution:

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
16	16,79,077	100.0000

(ii) Voted against the resolution:

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
NIL.	NIL	NIL

(iii) Invalid votes:

Total number of members	Total number votes cast
(in person or by proxy)	by them
whose votes were declared	
invalid	
NIL	NIL



Company Secretaries

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b) Ordinary Resolution 2 -

Re-appointment of Mr. Suresh G. Sarda, who retires by rotation.

(i) Voted in favour of the resolution:

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
16	16,79,077	100.0000

(ii) Voted against the resolution:

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members	Total number votes cast
(in person or by proxy)	by them
whose votes were declared	
invalid	
NIL	NIL



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Company Secretaries

M Dharmesh Zaveri B.Com., F.C.S.

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c) Ordinary Resolution 3 -

Ratification of Appointment of M/s G. P.Pimpalikar and associates, Chartered Accountants as Auditors for balance term i.e. until the conclusion of 21st AGM.

(i) Voted in favour of the resolution:

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
16	16,79,077	100.0000

(ii) Voted against the resolution:

Number of members	Number of votes cast by	% of Total Number of
present and voted (in	them	valid votes cast
person or by Proxy)		
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members	Total number votes cast
(in person or by proxy)	by them
whose votes were declared	
invalid	
NIL	NIL



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Company Secretaries

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d) Special Resolution 4 -

Re- Appointment of Mr T. G. Krishnan, as a Managing Director of the Company.

(i) Voted in favour of the resolution:

Number of members present and voted (in	Number of votes cast by them	% of Total Number of valid votes cast
person or by Proxy)		
16	16,79,077	100.0000

(ii) Voted against the resolution:

Number of members	Number of votes cast by	% of Total Number of
present and voted (in person or by Proxy)	them	valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members	Total number votes cast
(in person or by proxy)	by them
whose votes were declared	
invalid	
NIL	NIL.



Company Secretaries

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e) Ordinary Resolution 5 -

Appointment of Ms. Jyoti Rathi, as an Independent Woman Director of the Company.

(i) Voted in favour of the resolution:

Number of members present and voted (in	Number of votes cast by them	% of Total Number of valid votes cast
person or by Proxy)		
16	16,79,077	100.0000

(ii) Voted against the resolution:

Number of members present and voted (in	Number of votes cast by them	% of Total Number of valid votes cast
person or by Proxy)		
NIL.	NIL	NIL

(iii) Invalid votes:

Total number of members	Total number votes cast	
(in person or by proxy)	by them	
whose votes were declared		
invalid		
NIL.	NIL	



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Company Secretaries

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

f) Ordinary Resolution 6 -

Approval of remuneration of M/s. Sriniwas Diddi & Co., Cost Auditors of the Company.

(i) Voted in favour of the resolution:

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
16	16,79,077	100.0000

(ii) Voted against the resolution:

Number of members present and voted (in	Number of votes cast by them	% of Total Number of valid votes cast
person or by Proxy)		
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members	Total number votes cast	
(in person or by proxy)	by them	
whose votes were declared		
invalid		
NIL	NIL	



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Company Secretaries

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- 5. The 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.
- 6. The Poll papers and all other relevant records were sealed and handed over to the Company Secretary authorised by the Board for safe keeping.

Thanking you,

For D. M. Zaveri & Co

Practising Company Secretary

Dharmesh Zaveri (Proprietor)

Membership No.: 5418

C.P. No.: 4363

Place: Mumbai

Date: 29th September, 2015