

M. R. Chechi & Associates

COMPANY SECRETARIES

Mast Ram

M.A. (Eco) MIR & PM, DIR & PM.
DME, DMSM, FCS, Practicing Company Secretary

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Ref. No.

Dated:- 30/09/2019

FORM NO. MGT 13

Report of Scrutinizer(s)

*[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the
Companies (Management and Administration) Rules, 2014]*

**COMBINED REPORT OF SCRUTINIZER FOR E-VOTING & POLL OF PRISM MEDICO AND
PHARMACY LIMITED**

To,

The Chairman of
Annual General Meeting of Equity Shareholders of
PRISM MEDICO AND PHARMACY LIMITED,
D-118, Industrial Area, Phase VII, Mohali, Punjab-PB 160055 IN

Dear Sir,

SUB: - Passing of Resolutions through E-voting and Poll conducted at the Annual General Meeting of Prism Medico and Pharmacy Limited.

I, **Mast Ram**, a **Company Secretary in Practice (C.P. NO. 2906)** appointed as Scrutinizer for the purpose of e-voting and poll taken on the below mentioned resolutions, at the 17th Annual General Meeting of the Equity Shareholders of **PRISM MEDICO AND PHARMACY LIMITED** held on 30th September, 2019 at 10:00 A.M. at **Mohali Industries Association, Bay No. 143-144, Industrial Area, Phase VII, Mohali-160055**, submit my report as under:

1. After the time fixed for closing of the poll by the chairman, one Ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and in presence of two witnesses, and poll papers were diligently scrutinized. The total 18 (Eighteen) poll papers were found and reconciled with the records maintained by the Company/Registrar and transfer agents of the Company and the authorizations/proxies lodged with the company.



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3. I did not find any poll papers invalid.
4. The result of the poll and e-voting is as under:-

Item no. 1:- Ordinary Resolution

TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2019 (BOTH STANDALONE AND CONSOLIDATED BASIS) TOGETHER WITH THE REPORTS OF THE AUDITORS AND BOARD OF DIRECTORS THEREON.

(i) Voted in favour of the resolution:

Particulars	Number of Shareholders who cast their votes	Number of Shares	% of total number of valid votes cast
Total Number of E-voting received	0	0	0
Total No. of Ballot Papers received	18	2907224	100%
TOTAL	18	2907224	100%

(ii) Voted against the Resolution:

Particulars	Number of Shareholders who cast their votes	Number of Shares	% of total number of valid votes cast
Total Number of E-voting received	0	0	0
Total No. of Ballot Papers received	0	0	0
TOTAL	0	0	0

(iii)- Invalid Votes:

Particulars	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Total Number of E-voting whose votes were declared invalid	0	0
Total No. of Ballot Papers whose votes were declared invalid	0	0

TOTAL VOTE CAST

VOTES IN FAVOUR: -2907224(100%)

VOTES AGAINST: - NIL



Item no. 2:- Ordinary Resolution

TO APPOINT A DIRECTOR IN PLACE OF MR. GURSIMRAN SINGH (DIN: 02209675), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.

(i) Voted in **favour** of the resolution:

Particulars	Number of Shareholders who cast their votes	Number of Shares	% of total number of valid votes cast
Total Number of E-voting received	0	0	0
Total No. of Ballot Papers received	18	2907224	100%
TOTAL	18	2907224	100%

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

Particulars	Number of Shareholders who cast their votes	Number of Shares	% of total number of valid votes cast
Total Number of E-voting received	0	0	0
Total No. of Ballot Papers received	0	0	0
TOTAL	0	0	0

(iii) Invalid Votes:

Particulars	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Total Number of E-voting whose votes were declared invalid	0	0
Total No. of Ballot Papers whose votes were declared invalid	0	0

TOTAL VOTE CAST

VOTES IN FAVOUR: -2907224 (100%)

VOTES AGAINST: - NIL



Item no. 3:- Ordinary Resolution

TO RATIFY THE APPOINTMENT OF M/S. HARJEET PARVESH & CO. CHARTERED ACCOUNTANTS AND FIX THEIR REMUNERATION.

(i) Voted in **favour** of the resolution:

Particulars	Number of Shareholders who cast their votes	Number of Shares	% of total number of valid votes cast
Total Number of E-voting received	0	0	0
Total No. of Ballot Papers received	18	2907224	100%
TOTAL	18	2907224	100%

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

Particulars	Number of Shareholders who cast their votes	Number of Shares	% of total number of valid votes cast
Total Number of E-voting received	0	0	0
Total No. of Ballot Papers received	0	0	0
TOTAL	0	0	0

(iii) Invalid Votes:

Particulars	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Total Number of E-voting whose votes were declared invalid	0	0
Total No. of Ballot Papers whose votes were declared invalid	0	0

TOTAL VOTE CAST

VOTES IN FAVOUR: - 2907224 (100%)

VOTES AGAINST: - NIL



SPECIAL BUSINESS

Item no. 4:- Ordinary Resolution

TO REGULARIZE THE APPOINTMENT OF MR. SEHEJBIR SINGH BHATIA (DIN: 07986072) AS A DIRECTOR OF THE COMPANY.

(i) Voted in favour of the resolution:

Particulars	Number of Shareholders who cast their votes	Number of Shares	% of total number of valid votes cast
Total Number of E-voting received	0	0	0
Total No. of Ballot Papers received	18	2907224	100%
TOTAL	18	2907224	100%

(ii) Voted against the Resolution:

Particulars	Number of Shareholders who cast their votes	Number of Shares	% of total number of valid votes cast
Total Number of E-voting received	0	0	0
Total No. of Ballot Papers received	0	0	0
TOTAL	0	0	0

(iii) Invalid Votes:

Particulars	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Total Number of E-voting whose votes were declared invalid	0	0
Total No. of Ballot Papers whose votes were declared invalid	0	0

TOTAL VOTE CAST

VOTES IN FAVOUR: - 2907224 (100%)

VOTES AGAINST: - NIL



Item no. 5:- Special Resolution

TO DISINVEST IN THE WHOLLY OWNED SUBSIDIARY OF THE COMPANY.

(i) Voted in favour of the resolution:

Particulars	Number of Shareholders who cast their votes	Number of Shares	% of total number of valid votes cast
Total Number of E-voting received	0	0	0
Total No. of Ballot Papers received	18	2907224	100 %
TOTAL	18	2907224	100%

(ii) Voted against the Resolution:

Particulars	Number of Shareholders who cast their votes	Number of Shares	% of total number of valid votes cast
Total Number of E-voting received	0	0	0
Total No. of Ballot Papers received	0	0	0
TOTAL	0	0	0

(iii) Invalid Votes:

Particulars	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Total Number of E-voting whose votes were declared invalid	0	0
Total No. of Ballot Papers whose votes were declared invalid	0	0

TOTAL VOTE CAST

VOTES IN FAVOUR: -2907224 (100%)

VOTES AGAINST: - NIL



Item no. 6:- Special Resolution

AUTHORITY UNDER SECTION 180(1)(a) OF THE COMPANIES ACT, 2013 TO SELL, LEASE OR OTHERWISE DISPOSE OFF, TO MORTGAGE/ CREWATE CHARGE ON THE PROPERTIES OF THE COMPANY.

(i) Voted in **favour** of the resolution:

Particulars.	Number of Shareholders who cast their votes	Number of Shares	% of total number of valid votes cast
Total Number of E-voting received	0	0	0
Total No. of Ballot Papers received	18	2907224	100%
TOTAL	18	2907224	100%

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

Particulars	Number of Shareholders who cast their votes	Number of Shares	% of total number of valid votes cast
Total Number of E-voting received	0	0	0
Total No. of Ballot Papers received	0	0	0
TOTAL	0	0	0

(iii) Invalid Votes:

Particulars	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Total Number of E-voting whose votes were declared invalid	0	0
Total No. of Ballot Papers whose votes were declared invalid	0	0

TOTAL VOTE CAST

VOTES IN FAVOUR: -2907224(100%)

VOTES AGAINST: - NIL



(7)

Item no. 7:- Special Resolution

APPROVAL TO THE BORROWING LIMITS OF THE COMPANY UNDER SECTION 180(1)(C) OF THE COMPANIES ACT, 2013.

(i) Voted in favour of the resolution:

Particulars	Number of Shareholders who cast their votes	Number of Shares	% of total number of valid votes cast
Total Number of E-voting received	0	0	0
Total No. of Ballot Papers received	18	2907224	100%
TOTAL	18	2907224	100%

(ii) Voted against the Resolution:

Particulars	Number of Shareholders who cast their votes	Number of Shares	% of total number of valid votes cast
Total Number of E-voting received	0	0	0
Total No. of Ballot Papers received	0	0	0
TOTAL	0	0	0

(iii) Invalid Votes:

Particulars	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Total Number of E-voting whose votes were declared invalid	0	0
Total No. of Ballot Papers whose votes were declared invalid	0	0

TOTAL VOTE CAST

VOTES IN FAVOUR: -2907224 (100%)

VOTES AGAINST: - NIL



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Item no. 8:- Ordinary Resolution

TO CONSIDER AND APPROVE RELATED PARTY TRANSACTIONS UNDER SECTION 188 OF THE COMPANIES ACT, 2013.

(i) Voted in favour of the resolution:

Particulars	Number of Shareholders who cast their votes	Number of Shares	% of total number of valid votes cast
Total Number of E-voting received	0	0	0
Total No. of Ballot Papers received	14	776150	100%
TOTAL	14	776150	100%

(ii) Voted against the Resolution:

Particulars	Number of Shareholders who cast their votes	Number of Shares	% of total number of valid votes cast
Total Number of E-voting received	0	0	0
Total No. of Ballot Papers received	0	0	0
TOTAL	0	0	0

(iii) Invalid Votes:

Particulars	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Total Number of E-voting whose votes were declared invalid	0	0
Total No. of Ballot Papers whose votes were declared invalid	0	0

TOTAL VOTE CAST

VOTES IN FAVOUR: -776150(100%)

VOTES AGAINST: - NIL

Note :- Shares of Mr. Gursimran Singh, Mr. Sehejbir Singh, Mr. jasjot Singh and M/s Ajooni Biotech Limited (being related party) not considered for voting purpose.



5. The compilation of data containing a list of Equity shareholders who voted "FOR","AGAINST" and those who 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/Director authorized by the Board for safe keeping.

All the resolutions passed under e-voting and poll with the requisite majority.

Thanking You

Yours faithfully,

**For M.R. CHECHI & ASSOCIATES
COMPANY SECRETARIES**



**MAST RAM, FCS
COMPANY SECRETARY IN PRACTICE
C.P. No. 2906**

