



Prakash Industries Limited

Srivan, Bijwasan, New Delhi - 110061

CIN : L27109HR1980PLC010724

Tel. : 25305800, 28062115 Fax : 91-11-28062119

E-mail : pilho@prakash.com Website : www.prakash.com

PIL/SE/AGM/2019

29th September, 2019

Listing Department
BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400001

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

Company Code : 506022

Company Symbol : PRAKASH

Sub : Annual General Meeting held on 28th September, 2019

Dear Sir,

We wish to inform you that an Annual General Meeting ("AGM") of the Company was held on 28th September, 2019 and the businesses as per notice dated 21st May, 2019 were transacted.

Please find enclosed the following :

1. Voting Results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 - Annexure –I
2. Report of Scrutinizer dated 29th September, 2019, pursuant to Section 108 of the Companies Act 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014- Annexure –II

Resolutions set out in the notice dated 21st May, 2019 have been passed with requisite majority.

This is for information and records.

Thanking you,

Yours faithfully,
For **Prakash Industries Limited**

Ashwini Kumar

Ashwini Kumar
Company Secretary

Encl. as above



Annexure I

Annual General Meeting

Voting Results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of AGM	28-09-2019
Total No. of shareholders on record date (21st September, 2019 cut-off-date for e-voting)	88032
No. of Shareholders present in the meeting either in person or through proxy	
- Promoters and Promoters Group	2
- Public	57
No. of Shareholders attending the meeting through Video Conferencing	Not Arranged

Resolution No.1

Resolution required : (Ordinary / Special)	Adoption of the Audited Balance Sheet as at March 31, 2019, the Statement of Profit and Loss and Cash Flow Statement for the financial year ended on that date and the reports of the Board of Directors and auditors thereon (Ordinary Resolution)								
Whether promoter / promoter group are interested in the agenda / resolution	No								
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	72108668	69709245	96.67	69709245	0	100.00	0.00	
	Poll		2399423	3.33	2399423	0	100.00	0.00	
	Postal Ballot (if applicable)			0.00	0	0	0.00	0.00	
Public Institutional Holders	E-voting	51046	100	0.20	100	0	100.00	0.00	
	Poll		0	0.00	0	0	0.00	0.00	
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	
Public - Others	E-voting	99104139	17633804	17.79	12083655	5550149	68.53	31.47	
	Poll		23410	0.02	23410	0	100.00	0.00	
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	
Total		171263853	89765982	52.41	84215833	5550149	93.82	6.18	

The Resolution was passed with requisite majority

Resolution No.2

Resolution required : (Ordinary / Special)	Re-appointment of Shri M. L. Pareek (DIN : 01795975) as a Director, liable to retire by rotation (Ordinary Resolution)								
Whether promoter / promoter group are interested in the agenda / resolution	No								
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	72108668	69709245	96.67	69709245	0	100.00	0.00	
	Poll		2399423	3.33	2399423	0	100.00	0.00	
	Postal Ballot (if applicable)			0.00	0	0	0.00	0.00	
Public Institutional Holders	E-voting	51046	100	0.20	100	0	100.00	0.00	
	Poll		0	0.00	0	0	0.00	0.00	
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	
Public - Others	E-voting	99104139	17741879	17.90	17533126	208753	98.82	1.18	
	Poll		23410	0.02	23410	0	100.00	0.00	
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	
Total		171263853	89874057	52.48	89665304	208753	99.77	0.23	

The Resolution was passed with requisite majority

Resolution No.3

Resolution required : (Ordinary / Special)	Payment of dividend of Rs.1.20 per equity share (i.e. 12%) for the financial year 2018-19 (Ordinary Resolution)								
Whether promoter / promoter group are interested in the agenda / resolution	No								
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	72108668	69709245	96.67	69709245	0	100.00	0.00	
	Poll		2399423	3.33	2399423	0	100.00	0.00	
	Postal Ballot (if applicable)			0.00	0	0	0.00	0.00	
Public Institutional Holders	E-voting	51046	100	0.20	100	0	100.00	0.00	
	Poll		0	0.00	0	0	0.00	0.00	
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	
Public - Others	E-voting	99104139	17741879	17.90	17741079	800	100.00	0.00	
	Poll		23410	0.02	23410	0	100.00	0.00	
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	
Total		171263853	89874057	52.48	89873257	800	100.00	0.00	

The Resolution was passed with requisite majority



Prakash Industries Limited

Continuation Sheet

Resolution No.4

Resolution required : (Ordinary / Special)		Ratification of remuneration of Cost Auditors (Ordinary Resolution)							
Whether promoter / promoter group are interested in the agenda / resolution		No							
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	Evoting	72108668	69709245	96.67	69709245	0	100.00	0.00	
	Postl		2399423	3.33	2399423	0	100.00	0.00	
	Postal Ballot (if applicable)			0.00	0	0	0.00	0.00	
Public Institutional Holders	Evoting	51046	100	0.20	100	0	100.00	0.00	
	Postl		0	0.00	0	0	0.00	0.00	
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	
Public - Others	Evoting	99104139	17741879	17.90	17740777	1102	99.99	0.01	
	Postl		23410	0.02	23410	0	100.00	0.00	
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	
Total		171263853	89874057	52.48	89872955	1102	100.00	0.00	

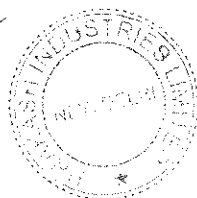
The Resolution was passed with requisite majority

This is for your information and record please.

Thanking you.

Yours faithfully,
For Prakash Industries Limited

Ashwini Kumar
Ashwini Kumar
Company Secretary





S. K. Hota & Associates

Company Secretaries

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]

To,
The Chairman
Thirty Eighth Annual General Meeting of the Equity Shareholders
of **Prakash Industries Limited** held on September 28, 2019 at 12.30 P.M.
At 15 Km. Stone, Delhi Road, Hissar (Haryana)-125044

Dear Sir,

I, **Susanta Kumar Hota** of M/s S. K. Hota & Associates, Company Secretaries, having our office at 212, IGF, Savitri Nagar, New Delhi - 110017, was appointed as the scrutinizer of **Prakash Industries Limited** ("the Company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on **e-voting**, carried out as per the provisions of Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 and the **poll** taken at the Thirty Eighth Annual General Meeting (AGM) of the Equity Shareholders of Prakash Industries Limited held on the 28th September, 2019 at 12.30 P.M., at Registered Office at 15 Km. Stone, Delhi Road, Hissar (Haryana)-125044, on the resolutions, as set out in the Notice dated 21st May, 2019 convening the Thirty Eighth Annual General Meeting (AGM).

We submit our Report as under:

Dispatch of Notice convening the Meeting:

The Notice dated 21st May, 2019 convening the Thirty Eighth Annual General Meeting of the Company held on the 28th September, 2019 at 12.30 P.M., at 15 Km. Stone, Delhi Road, Hissar (Haryana) - 125044 along with the statement setting out material facts under Section 102 of the Companies Act, 2013 were sent to the shareholders of the Company.

Cut-off Date:

The members of the Company holding shares on the "cut-off date" of 21st September, 2019 were entitled to vote on the resolutions proposed as set out in the notice of the 38th Annual General Meeting.

VOTING AT AGM VENUE:

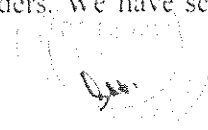
1. Pursuant to the Companies (Management and Administration) Amendment Rules, 2015, the Company has provided the facility of voting, through physical poll paper at the Venue of the AGM, to those members who did not vote through the remote e-voting facility.
2. As stipulated under Rule 20(4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that shareholders who have cast their votes through remote e-voting do not vote again at the AGM, Central Depository Services India Limited, the e-voting agency, provided us with access after closure of period of remote e-voting and before the start of the AGM to only the Names, DP ID and Client ID/Folio Numbers, and number of shares held of the Members who had cast their votes through remote e-voting, without providing us the manner in which they voted.
3. After the announcement of Voting by Chairman, one Ballot Box kept for polling were locked in my presence with due identification marks placed by me.
4. On Completion of voting at the meeting, the locked ballot box were subsequently opened in my presence (along with presence of two witnesses viz. and Mr. Sanjay Adhikari and Mr. Tarun K Sharma, both of whom are not in employment of the Company and poll papers were diligently scrutinized.
5. The poll papers were reconciled with the records maintained by the Company and the authorizations / Proxies lodged with the Company. The Signature of Members and No. of Shares held by respective members were scrutinized and confirmed by the Company.
6. No poll papers were incomplete and/or were otherwise found defective.

REMOTE E-VOTING:

1. The Company has availed the remote e-voting services provided by Central Depository Services India Limited i.e. <https://evotingindia.com> for providing Members with the facility to cast their vote electronically.
2. The e-voting remained open from 25th September, 2019 at 9.00 A.M. to 27th September, 2019 till 5.00 P.M.
3. After the conclusion of voting at the AGM, I first counted the votes cast at the meeting and thereafter unblocked the electronic votes in the presence of two witnesses, viz., Mr. Sanjay Adhikari and Mr. Tarun K Sharma, who are not in the employment of the Company and who have signed below as confirmation to unblocking of the votes.
4. The details containing list of shareholders who voted "for" or "against" or whose votes were considered as "abstain/invalid" for each of the resolutions that were put to vote were downloaded from the e-voting website of <https://evotingindia.com>.

RESULTS:

Our report includes the result of voting through the physical poll papers in addition to votes cast through the remote e-voting website of CDSL by the eligible shareholders. We have scrutinized the



votes cast through electronic means and also through physical poll papers for the purpose of this report. The particulars of all the electronic votes cast by the members through remote e-voting process and votes cast by the members through physical poll papers have been recorded in a register separately maintained for the purpose.

The result of voting is as under:

Item No. 1 – As an Ordinary Resolution: Adoption of the Audited Balance Sheet as at March 31, 2019, the Statement of Profit and Loss and Cash Flow Statement for the financial year ended on that date and the reports of the Board of Directors and auditors thereon.

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

Number of members present and voting through poll / electronic voting system		Number of votes cast in favour of resolution	% of total number of valid votes cast (rounded off)
Poll	58	2422833	2.70
E-voting	127	81793000	91.82
Total	185	84215833	93.82

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

Number of members voted through electronic voting system		Number of votes cast against the resolution	% of the total number of valid votes cast (rounded off)
Poll	0	0	0
E-voting	25	5550149	6.18
Total	25	5550149	6.18

(iii) **Invalid votes:**

Total numbers of members whose votes were declared invalid	Total number of votes cast by them
0	0

Item No. 2 – As an Ordinary Resolution: Re-appointment of Shri Mangi Lal Pareek (DIN: 01795975) as a Director, liable to retire by rotation.

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

Number of members present and voting through poll / electronic voting system		Number of votes cast in favour of resolution	% of total number of valid votes cast (rounded off)
Poll	57	2422833	2.70
E-voting	143	87242471	97.07
Total	200	89665304	99.77

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of the total number of valid votes cast(rounded off)
Poll	0	0
E-voting	208753	0.23
Total	208753	0.23

(iii) Invalid votes:

Total numbers of members whose votes were declared invalid	Total number of votes cast by them
0	0

Item No. 3 – As an Ordinary Resolution: To Declare Dividend of Rs.1.20 per Equity Share (i.e. 12%) for the financial year 2018-19:

(i) Voted in favour of resolution:

Number of members present and voting through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast (rounded off)
Poll	2422833	2.70
E-voting	87450424	97.30
Total	89873257	100.00

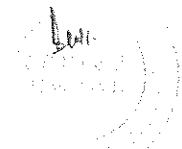
(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of the total number of valid votes cast(rounded off)
Poll	0	0.00
E-voting	800	0.00
Total	800	0.00

(iii) Invalid votes:

Total numbers of members whose votes were declared invalid	Total number of votes cast by them
0	0

Item No. 4 – As an Ordinary Resolution: To ratify the Remuneration of Cost Auditors M/s Rakshit & Associates (FRN 101951) for the Financial Year 2019-20:



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

Number of members present and voting through poll / electronic voting system		Number of votes cast in favour of resolution	% of total number of valid votes cast (rounded off)
Poll	57	2422833	2.70
E-voting	150	87450122	97.30
Total	207	89872955	100.00

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

Number of members voted through electronic voting system		Number of votes cast against the resolution	% of the total number of valid votes cast (rounded off)
Poll	0	0	0.00
E-voting	3	1102	0.00
Total	3	1102	0.00

(iii) **Invalid votes:**

Total numbers of members whose votes were declared invalid	Total number of votes cast by them
0	0

The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid 38th Annual General Meeting and thereafter the same would be handed over to the Chairman or the Company Secretary for safe keeping.

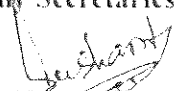
Recommendation:

All the resolutions having secured requisite majority of votes, the respective resolutions may be considered to have been passed. The Chairman may accordingly declare the result of voting.

Thanking you,

Yours faithfully,

For M/s. S. K. Hota & Associates,
Company Secretaries


Susanta Kumar Hota
(Proprietor)

No.: ACS-16165

C. P. No: 6425

Place: New Delhi

Dated: September, 29, 2019

Witness:

1. Signature

Mr. Sanjay Adhikari
Address: RZ-C-3, 94A
Mahavir Enclave,
New Delhi - 110045

2. Signature

Mr. Tarun K Sharma
Address: 112C, Pocket AD
Pitampura, Delhi-110034