

PRIME

August 31, 2015

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

Capital Markets-Listing

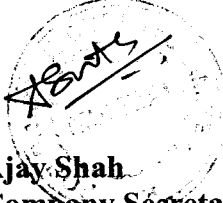
✓ **National Stock Exchange of India Limited**
Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra Kurla Complex, Bandra (East),
Mumbai 400051

Dear Sir,

We enclose herewith three copies of notice, which has been published in the newspapers, in connection with the notice of annual general meeting and the book closure for our ensuing annual general meeting scheduled to be held on September 21, 2015.

Thanking You,

Yours faithfully,
For Prime Securities Limited


Ajay Shah
Company Secretary

Encl: As above

PRIME SECURITIES LIMITED

Regd. Office: 1109/1110, Maker Chambers V, Nariman Point,
Mumbai 400021 (CIN: L67120MH1982PLC026724)

Tel: +91-22-61842525 Fax: +91-22-24970777

Website: www.primesec.com Email: prime@primesec.com

PRIME

NOTICE OF 32ND ANNUAL GENERAL MEETING AND BOOK CLOSURE

Notice is hereby given that the 32nd Annual General Meeting ("AGM") of the members of Prime Securities Limited ("the Company") will be held on Monday, September 21, 2015 @ 10.00 a.m. at Victoria Memorial School for the Blind, 73, Tardeo Road, Opp. Film Centre, Mumbai 400034, to transact the business as set forth in the notice convening the AGM ("Notice"), which along with the annual report for the financial year ended March 31, 2015, attendance slip and proxy form, has already been sent through electronic mode (e-mail) to the members of the Company, who have registered their email ids either with the Company or with their respective depository participant, and through post/courier at their respective registered addresses to all other members in physical mode. The dispatch of annual report in electronic as well as physical mode has been completed on August 28, 2015. Notice convening AGM and annual report along with the attendance slip and proxy form is made available on the website of the Company www.primesec.com as well as on the website of NSDL www.evoting.nsdl.com and the same can be also obtained by sending a request at prime@primesec.com or evoting@nsdl.co.in or at the registered office of the Company. The relevant documents referred to in the notice are available for inspection at the registered office during normal business hours on all working days upto the date of the AGM.

Notice is also hereby given that, pursuant to the provisions of section 91 of the Companies Act, 2013 ("the Act") read with the rules made thereunder, as amended from time to time, and clause 16 of the listing agreement with the stock exchanges, the register of members and the share transfer books of the Company will remain closed from Wednesday, September 16, 2015 to Monday, September 21, 2015 (both days inclusive) for the purpose of AGM.

Members are requested to note that, in terms of the provisions of the section 108 of the Act read with the rules made thereto, as amended from time to time, and the clause 35B of the listing agreement with the stock exchanges, the Company is providing e-voting facility to its members to exercise their voting rights by electronic means. The members may cast their vote on electronic voting system from any place other than the venue of AGM ("remote e-voting"). The Company has engaged the services of National Securities Depository Limited ("NSDL") for providing e-voting facility. The members are requested to note the following:

1. The instruction for remote e-voting process is given in the notice of AGM.
2. All the businesses as set out in the notice of AGM may be transacted through remote e-voting.
3. The remote e-voting will commence from 9.00 a.m. on September 18, 2015 and will end on September 20, 2015 at 5.00 p.m. The remote e-voting shall be disabled thereafter.
4. The cut-off date for determining the eligibility to vote by remote e-voting or by e-voting / ballot form / poll paper at the AGM is September 14, 2015.
5. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, only shall be entitled to avail the facility of remote e-voting as well as e-voting / ballot form at the venue of AGM.
6. Any person who acquires equity shares of the Company and becomes a member of the Company after August 21, 2015, i.e. the date considered for dispatch of notice of AGM, and holding the equity shares as on the cut-off date, i.e. September 14, 2015, may cast their vote through remote e-voting process or by e-voting / ballot form / poll papers at the venue of AGM, by obtaining the login ID and password by sending a request to evoting@nsdl.co.in or prime@primesec.com. However, if such member is already registered with NSDL for e-voting, then such member shall use their existing user id and password for casting their vote. If the member has forgotten their password, they can reset their password by using "forgot user details / password" option available on www.evoting.nsdl.com.
7. The facility for voting through e-voting / ballot form / poll paper shall be made available to those members, who are present at the venue of AGM, but have not already cast their vote, by remote e-voting. In case members cast their vote both by remote e-voting as well as ballot form / poll paper at the venue of AGM, the voting done through remote e-voting shall prevail and voting done by ballot form shall be treated as invalid.
8. A member who has already casted their vote by remote e-voting, may attend the AGM, but shall not be allowed to vote again at the AGM.
9. The voting rights of members shall be in proportion to their equity shares held by them in the paid-up equity share capital of the Company as on the cut-off date, September 14, 2015.

The Company has appointed Mr. Pramod S. Shah, partner of M/s. Pramod S. Shah & Associates, Practising Company Secretaries, as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM in a fair and transparent manner. The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses, not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith. The results shall be communicated to the stock exchanges and NSDL.

In case of any queries, the members may contact Mr. Ajay Shah, Company Secretary at the above mentioned contact details or refer to the frequently asked questions for members and e-voting user manual for members available at the download section of <https://www.evoting.nsdl.com> or contact NSDL at the following toll free no.: 1800-222-990.

By the Order of the Board
Ajay Shah
Company Secretary

Mumbai, August 28, 2015

[Handwritten signature]

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