

PRISM FINANCE LIMITED

[CIN: L63910GJ1994PLC021915]

Regd. Office: 301, Iscon Mall, Above Star India Bazar, Satellite Road, Ahmedabad – 380 015

Tel. (079) 26763503 **Fax:** (079) 26763504 **Email:** prismfinance@yahoo.com **Website:** www.prismfinance.in

29th September, 2016

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001. [Scrip Code: 531735 – Scrip Id: PRISMFN]	Ahmedabad Stock Exchange Limited Kamdhenu Complex, 1st Floor, Opp. Sahajanand College, Panjara Pole, Ambawadi, Ahmedabad- 380 015. [Company Code: 45565]
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Ref: Company Code No. 531735/45565

Dear Sir;

Sub: Declaration of Results of Resolutions passed at the 22nd Annual General Meeting and Submission of Scrutiniser's Report

This is to inform you that pursuant section 108 of Companies Act, 2013 and Rules made thereunder and Regulation 44 of SEBI (LODR), the Company provided remote e-voting and voting through ballot forms facilities to the Members of the Company for 22nd Annual General Meeting.

Based on the Scrutiniser's Consolidated Report, both Resolutions contained in the 22nd Annual General Meeting Notice dated 20th July, 2016 have been duly passed on the date of 22nd AGM i.e. 29th September, 2016 as per the details given below:

Date of AGM	29 th September, 2016
No. of Shareholders on Cut-off date i.e. 22 nd September, 2016 for remote e-voting	1630
No. of Shareholders present at AGM either in person or through proxy: Promoters & Promoter Group: Public:	 6 11
No. of Shareholders attended the meeting through video conferencing Promoters & Promoter Group: Public:	 Not Arranged



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Agenda Wise

The mode of voting for both the resolutions of 22nd AGM was remote e-voting and Ballot voting. The combined result of Remote E-voting and Ballot voting for all the resolutions respectively is as under:

Resolution required: (Ordinary/ Special) (No. 1)			Ordinary Resolution Adoption of Audited Financial Statement for the year ended 31 st March, 2016, the reports of the Board of Directors and Auditors thereon					
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	2983690	2681300	89.87	2681300	Nil	100.00	Nil
	Poll/Ballot		277400	9.30	277400	Nil	100.00	Nil
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		2958700	99.16	2958700	Nil	100.00	Nil
Public- Institution s	E-Voting	Nil	Not Applicable					
	Poll/Ballot							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institution s	E-Voting	3516610	410700	11.68	410700	Nil	100.00	Nil
	Poll/Ballot		106700	3.03	106700	Nil	100.00	Nil
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		517400	14.71	517400	Nil	100.00	Nil
Total		6500300	3476100	53.48	3476100	Nil	100.00	Nil



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Resolution required: (Ordinary/ Special) (No. 2)			Ordinary Resolution Ratification of Appointment of Statutory Auditors of the Company					
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 (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2983690	2681300	89.87	2681300	Nil	100.00	Nil
	Poll/Ballot		277400	9.30	277400	Nil	100.00	Nil
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		2958700	99.16	2958700	Nil	100.00	Nil
Public- Institution s	E-Voting	Nil	Not Applicable					
	Poll/Ballot							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institution s	E-Voting	3516610	410700	11.68	410700	Nil	100.00	Nil
	Poll/Ballot		106700	3.03	106700	Nil	100.00	Nil
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		517400	14.71	517400	Nil	100.00	Nil
Total		6500300	3476100	53.48	3476100	Nil	100.00	Nil

Thus the both Resolutions have been passed as Ordinary resolutions.

We are also enclosing herewith copy of the Consolidated Report of Scrutiniser for your records.



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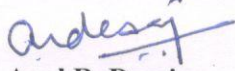
This is in compliance with Reg. 44 of SEBI (LODR), Regulations 2015.

Kindly find the same in order and acknowledge receipt of the same.

Thanking you,

Yours faithfully,

For PRISM FINANCE LIMITED,



Anal R. Desai
Director



Encl: Scrutiniser's Report and Declaration of Results

C.C: Central Depository Services (India) Ltd.,
Phiroze Jeejeebhoy Towers,
28th Floor,
Dalal Street, Fort,
Mumbai - 400 023.
ISIN No. INE429Q01019

203, Devashish, 2nd Floor, Near Bawarchi Restaurant, St. Xavier's Corner, Off C.G. Road, Navrangpura, Ahmedabad - 380 009.
Tel. No.: 079-2646 1365 / 66 / 67 Email : kashyaprmehta@hotmail.com, info@cskashyap.in Web: www.cskashyap.in

**CONSOLIDATED SCRUTINEER'S REPORT FOR REMOTE E-VOTING AND BALLOT VOTING
FOR M/S. PRISM FINANCE LIMITED**

The Chairman,
Prism Finance Limited,
301, Iscon Mall, Above Star Bazar,
Satellite Road,
Ahmedabad - 380 015

Sub.: Passing of resolutions through remote electronic voting and ballot voting conducted for the 22nd Annual General Meeting (AGM) of M/s. Prism Finance Limited (The Company) (CIN: L63910GJ1994PLC021915) held on 29th September, 2016

Report to the Chairman of the Annual General Meeting of M/s. Prism Finance Limited [CIN- L63910GJ1994PLC021915], a Company incorporated under the Companies Act, 1956 and having its Registered Office at 301, Iscon Mall, Above Star Bazar, Satellite Road, Ahmedabad - 380 015 on the remote E-voting and Ballot voting conducted by the Company to pass 2 items on the agenda as contained in the Notice dated 20th July, 2016 for the 22nd Annual General Meeting held on Thursday, the 29th September, 2016.

The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the Rules made there under and the Listing Regulations. The responsibility of the undersigned as a Scrutineer for remote e-voting and physical ballot voting is restricted to give a consolidated report on the votes cast by the members for the resolutions as contained in the Notice dated 20th July, 2016, based upon the Report generated from the e-voting platform provided by Central Depository Services (India) Limited [CDSL], (Extracted report of CDSL e-voting is attached herewith along with Consolidated Scrutineer's report at **Annexure - 1**), the authorised agency engaged by the Company to provide remote e-voting facilities for e-voting and physical ballot voting facilities provided at the 22nd Annual General Meeting by the Company/the Registrar and Share Transfer agent of the Company.

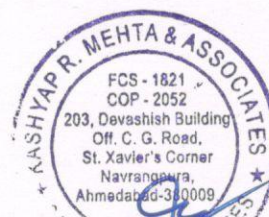
The Board of Directors of the Company at its meeting held on 20th July, 2016 had appointed the undersigned as Scrutineer for the remote E-voting and Ballot voting pursuant to Regulation 44 of SEBI (LODR), Regulations 2015 and relevant sections of the Companies Act, 2013 and Rules made thereunder.

The Company appointed Central Depository Services (India) Limited (CDSL) as the service provider for extending the facility of remote electronic voting to the Shareholders of the Company during remote E-voting period i.e. **9.00 a.m. on Monday, 26th September, 2016 to 5.00 p.m. Wednesday, 28th September, 2016.** M/s. Link Intime (India) Private Limited is the Registrar and Share Transfer agent of the Company. The cutoff date for remote E-voting was **22nd September, 2016.**

The Members were required to cast their vote on the resolutions as contained in the Notice dated 20th July, 2016 either electronically conveying their assent or dissent, on remote E-voting platform provided by CDSL or through ballot voting facility provided by the Company at the 22nd AGM.

The remote E-voting results were unblocked by the undersigned on 29th September, 2016 in the presence of two witnesses viz. Mr. Yash Mehta, Chartered Accountant and Ms. Rajkumari Udhvani, Advocate, Ahmedabad.

At the 22nd AGM of the Company held on 29th September, 2016, ballot voting was conducted to facilitate the members present in the meeting who did not participate in the remote E-voting, to record their votes through ballot voting.



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Kindly refer Consolidated Scrutineer's report dated 29th September, 2016 on the results of the remote e-voting and ballot voting at the Annual General Meeting in respect of the said resolutions attached herewith as **Annexure – 1**.

The following is the voting results of remote E-voting and ballot voting:

Item No.	Brief description of the resolution	Type of Resolution	No. of Shares in favour (Assent) & %	No. of Shares Against (Dissent) & %
1	Adoption of Audited Financial Statements of the Company for the financial year ended 31 st March, 2016, together with the Reports of the Board of Directors and the Auditors thereon.	Ordinary	34,76,100 (100%)	NIL
2	Appointment of Statutory Auditors of the Company	Ordinary	34,76,100 (100%)	NIL

The Registers for remote e-voting and physical ballots for votes casted by the Shareholders of the Company will be handed over to the Company upon declaration of results.

for KASHYAP R. MEHTA & ASSOCIATES
Company Secretaries



KASHYAP R. MEHTA
Proprietor
COP No.: 2052
FCS No.: 1821
FRN: S2011GJ166500

Place: Ahmedabad
Date: 29th September, 2016

WITNESSED BY:

Mr. Yash Mehta *Y.K. Mehta.*
Chartered Accountant

Ms. Rajkumari Udhwani *[Signature]*
Advocate

COUNTERSIGNED BY:

For Prism Finance Limited

[Signature]
Anal Desai
Director

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DECLARATION OF RESULTS OF REMOTE E-VOTING & BALLOT VOTING IN RESPECT OF 22ND ANNUAL GENERAL MEETING HELD ON 29TH SEPTEMBER, 2016.

In terms of Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Reg. 44 of SEBI (LODR), Regulations 2015, M/s. **Prism Finance Limited** provided remote e-voting facility and facility of voting through Ballot to the Members vide notice dated 20th July, 2016 of 22nd AGM. Members voted through remote e-voting from 26th September, 2016 to 28th September, 2016. Further on 29th September, 2016, the day of the 22nd AGM physical ballot forms were distributed to those members present in person or by proxy who could not exercise their votes through remote evoting, to enable them to vote through ballot voting.

The Board appointed M/s. Kashyap R. Mehta & Associates, Company Secretaries, Ahmedabad as Scrutineer to scrutinize the votes cast through remote e-voting and ballot voting. Scrutineer prepared and submitted the Consolidated Scrutineer's Report on the remote e-voting and ballot voting on 29th September, 2016 in terms of the said Rule 20.

Based on the Scrutineer's Consolidated Report dated 29th September, 2016, I hereby declare that both Resolutions contained in the Company's Notice dated 20th July, 2016 of 22nd AGM have been duly passed on the date of 22nd AGM as per the details given below:

Item No.	Brief description of the resolution	Votes in favour (Assent)	Votes Against (Dissent)	Passed as
1	Adoption of the Audited Financial Statements of the Company for the financial year ended 31 st March, 2016, the reports of the Board of Directors and Auditors thereon	34,76,100 (100%)	NIL	Ordinary Resolution
2	Ratification of Appointment of Statutory Auditors of the Company	34,76,100 (100%)	NIL	Ordinary Resolution

Place: Ahmedabad

Date: 29th September, 2016

FOR PRISM FINANCE LIMITED



Anal R. Desai
ANAL R. DESAI
CHAIRPERSON