FORM NO. MGT-13

Report of Scrutinizer(s)

Pursuant to Section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014 amended from time to time

To,

The Chairman

Prime Securities Limited,

1109/1110, Maker Chambers V,

Nariman Point,

Mumbai – 400021

CIN: L67120MH1982PLC026724

The 41st Annual General Meeting of the Members of **Prime Securities Limited,** was held on Thursday, June 27, 2024 at 03.00 p.m. via two-way Video Conferencing ("VC") facility or other Audio-Visual Means ("OAVAM").

Dear Sir,

I, Pramod S. Shah, of Pramod S. Shah & Associates, Practising Company Secretaries, appointed as the Scrutinizer by the Board of Directors of **Prime Securities Limited** for the purpose of:

Scrutinizing and conducting the e-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rule, 2014, as amended from time to time and as per the General Circulars No.20/2020, 02/2022, 10/2022 and 11/2022 dated May 5, 2022 and dated 28.12.2022 respectively, issued by Ministry of Corporate Affairs ("MCA") (collectively referred to as "MCA circluars'') and SEBI Circular Nos. SEBI/HO/CFD/CMD2/CIR/P/2022/62, SEBI/HO/DDHS/P/CIR/2022/0063 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated May 13, 2022 and January 5,2023 respectively , issued by Securities and Exchange Board of India (''SEBI'') (collectively referred to as ''SEBI circulars) to scrutinize voting of Resolutions proposed at the Annual General Meeting ("AGM") of the Members of Prime Securities Limited held yesterday i.e. June 27, 2024 at 03.00 p. m. (IST) via two-way Video Conferencing ("VC") facility or other Audio-Visual Means ("OAVAM") in order to ascertain requisite majority on voting conducted through remote e-voting process and e-voting process during

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the AGM. Further, I was also appointed as the Scrutinizer to scrutinize the e-voting process that took place during the said AGM of the Company.

The remote e-voting period commenced on Monday June 24, 2024 at 09:00 a.m. (IST) and ended on Wednesday, June 26, 2024 at 5.00 p.m. (IST). The NSDL remote e-voting platform was disabled thereafter.

The members of the Company holding shares as on the "cut-off" date i.e. Thursday, June 20, 2024, were entitled to vote on the proposed Resolutions as contained in Notice of the AGM by remote e-voting system prior to AGM and e-voting system during the AGM.

The Company had availed the remote e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting remote e-voting prior to AGM and conducting e-voting during the AGM by the members of the Company.

The Company had also provided e-voting facility for the members to vote during AGM who were present in the meeting through VC/OAVM and had not casted their votes on the proposed resolutions through remote e-voting facility, to cast their vote at the AGM.

My responsibility as a scrutinizer is restricted to making a Scrutinizer's report on the votes casted by the members in "favour" or "against" on the resolutions contained in the Notice of AGM dated June 27, 2024, based on the reports generated from the remote e-voting system provided by NSDL and the votes casted by the members present at the AGM through VC/OAVM.

I

submit my report as under:

1. After the conclusion of the e-voting at the AGM, the votes cast by members present through VC/OAVM at the AGM and through remote e-voting facility were downloaded from the e-voting website of in the presence of two witnesses, i.e. Mrs. Margaret Pinto and Ms. Sai Sriya Bharat Yelkur.

2. I have reviewed the votes casted by the members through remote e-voting process before the AGM and through e-voting process during the AGM based on the data downloaded from the NSDL e-voting system.

3. The management of the Company is responsible to ensure the compliances with regard to AGM of the members conducted through VC/OAVM and to organise the process of remote e- voting and e-voting during AGM in accordance

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with the provisions of the Companies Act, 2013 read with rules made thereunder and the MCA circulars issued in this regard.

4. After the Annual General Meeting, a consolidated report of the remote e-voting and e-voting during AGM was generated by me.

The consolidated result of the scrutiny of the remote e-voting process and votes casted by the members during the AGM present through VC/OAVM in respect of passing of the resolutions contained in the Notice dated April 25,2024 is as under:

Thanking you.

Yours sincerely,

PRAMOD SHANTILAL SHAH Digitally signed by PRAMOD SHANTILAL SHAH Date: 2024.06.28 18:11:22 +05'30'

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Pramod S. Shah
(C.P. No.-3804)
UDIN: F000334F000630139

Place: Mumbai
Dated: 28th June, 2024

Consolidated Results

Resolution -1:

Adoption of Audited Financial Statements:

a) The Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2024 together with the Reports of the Board of Directors and Auditors thereon;

b) The Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024 together with the Reports of the Auditors thereon;

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

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
90	18047248	100

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

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	101	0

Based on the aforesaid results, we report that Ordinary Resolution as contained in Item No. 1 of the Notice of the AGM dated June 27, 2024 has been passed with requisite majority.

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Resolution -2:

Declaration of Dividend

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

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
90	18047248	100

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

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	101	0

Based on the aforesaid results, we report that Ordinary Resolution as contained in Item No. 2 of the Notice of the AGM dated June 27, 2024 has been passed with requisite majority.

Resolution -3:

Re-Appointment of Director- Mr. Sujit Kumar Varma (DIN: 09075212)

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

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
89	18047216	100

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

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
6	133	0

Based on the aforesaid results, we report that Ordinary Resolution as contained in Item No. 3 of the Notice of the AGM dated June 27, 2024 has been passed with requisite majority

Resolution -4:

Appointment of Statutory Auditors and Fix their Remuneration:

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

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
90	18047248	100

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

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	101	0

Based on the aforesaid results, we report that Special Resolution as contained in Item No. 4 of the Notice of the AGM dated June 27, 2024 has been passed with requisite majority.

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Resolution -5:

Remuneration to Non-Executive Directors:

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

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
89	18047216	100

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

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
6	133	0

Based on the aforesaid results, we report that Special Resolution as contained in Item No. 5 of the Notice of the AGM dated June 27,2024 has been passed with requisite majority.

Resolution -6:

Payment of Remuneration to Mr. N. Jayakumar as Managing Director and Group CEO:

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

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
90	18047248	100

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

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	101	0

Based on the aforesaid results, we report that Special Resolution as contained in Item No. 6 of the Notice of the AGM dated June 27,2024 has been passed with requisite majority.

Resolution - 7:

Change in the Objects Clause for the utilization of funds raised in the Preferential Issue of Equity Shares in November 2018:

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

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
90	18047248	100

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

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	101	0

Based on the aforesaid results, we report that Special Resolution as contained in Item No. 7 of the Notice of the AGM dated June 27, 2024 has been passed with requisite majority.

Thanking you.

Yours faithfully,

PRAMOD SHANTILAL SHAH
Digitally signed by PRAMOD SHANTILAL SHAH
Date: 2024.06.28 18:12:35 +05'30'

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MUMBAI
CP. No. 3804
PRACTISING COMPANY SECRETARIES

Pramod S. Shah
(C.P. No.-3804)
UDIN: F003347F000630139.

Place: Mumbai
Dated: 28th June, 2024