

# PRIMA PLASTICS LIMITED

MFRS. OF : MOULDED FURNITURE  
GOVT. RECOG. EXPORT HOUSE  
CIN : L25206DD1993PLC001470



**Corp. Office** : 41, National House, Saki-Vihar Road, Powai, Andheri (E), Mumbai - 400 072. (India)  
Tel.: 0091-022-2857 4768 / 69 / 1791 • Fax : 0091-022-2857 2859  
**E-mail** : investor@primaplastics.com • **Website** : www.primaplastics.com

16<sup>th</sup> March, 2019

**Listing Centre,**  
BSE Limited,  
Phiroje Jeejebhoy Towers,  
Dalal Street, Fort,  
Mumbai – 400001

**Scrip code – 530589**

**Sub: Declaration of results of postal ballot along with report issued by the scrutiniser**

Dear Sir/Madam,

Pursuant to the provisions of section 110 of the Companies Act, 2013 and the rules framed thereunder, the Company had, through postal ballot including voting through electronic means, requested the members to approve the followings resolutions:

1. Continuation of Directorship of Mr. Mulchand S. Chheda (DIN: 00179932) (Independent Director) for current Term expiring on 12<sup>th</sup> August, 2019 notwithstanding that he has attained the age of 75 Years.
2. Continuation of Directorship of Mr. Krishnakant V. Chitalia (DIN: 00355215) (Independent Director) for current Term expiring on 12<sup>th</sup> August, 2019 notwithstanding that he has attained the age of 75 Years.
3. Continuation of Directorship of Mr. Rasiklal M. Doshi (DIN: 00239580) (Independent Director) for current term expiring on 12<sup>th</sup> August, 2019 notwithstanding that he has attained the age of 75 Years.
4. Approval of remuneration to Mr. Bhaskar M. Parekh (DIN: 00166520) as Executive Chairman in terms of regulation 17(6)(e) of SEBI Amended Regulations for the remaining tenure of his appointment.
5. Approval of Remuneration to Mr. Dilip M. Parekh (DIN: 00166385) as Managing Director in terms of regulation 17(6)(e) of SEBI Amended Regulations for the remaining tenure of his appointment.

The last date for receipt of physical postal ballot forms and for e-voting was March 14, 2019.

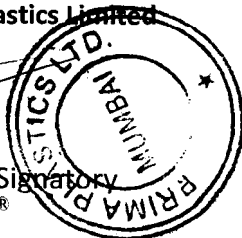
Mr. Sadashiv V. Seth, Practising Company Secretaries, which was appointed as the scrutinizer for the postal ballot and voting process, has submitted their report dated March 16, 2019. According to the report, the resolutions contained in the notice of postal ballot dated January 29, 2019 were approved by the members with requisite majority.

In accordance with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI-LODR), we hereby enclose the voting results of the postal ballot along with the Scrutiniser's Report.

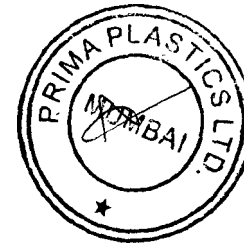
The above information will also be available on the Website of the Company at [www.primaplastics.com](http://www.primaplastics.com)

For Prima Plastics Limited

Nidhi Shah  
Authorised Signatory



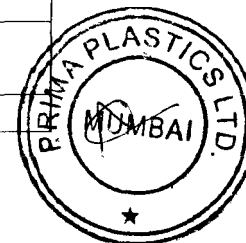
<b>Date of Postal Ballot including E-voting</b>	Result date – 14 <sup>th</sup> March, 2019 (Voting date: February 13, 2019 at 09:00 hours to March 14, 2019 17:00 Hours)
<b>Total number of shareholders on record date</b>	<b>8192</b>
<b>No. of shareholders present in the meeting either in person or through proxy:</b> Promoters and Promoter Group: Public:	<b>NA</b>
<b>No. of Shareholders attended the meeting through Video Conferencing</b> Promoters and Promoter Group: Public	<b>NA</b>



**Agenda 1** – Approval of continuance of Directorship of Mr. Mulchand S. Chheda (DIN: 00179932) for current term expiring on 12th August, 2019 notwithstanding that he has attained the age of 75 Years

Resolution required: (Ordinary/ Special)					Special			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6432254	0	0	0	0	0	0
	Postal ballot		6391791	99.37	6391791	0	100.00	0.00
	Total		6391791	99.37	6391791	0	100.00	0.00
Public-Institutions	E-Voting		0	0	0	0	0	0
	Postal ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	4568216	8695	0.19	7761	934	89.25	10.74
	Postal ballot		6107	0.13	4677	1430	76.58	23.41
	Total		14802	0.32	12438	2364	84.02	15.97
<b>Total</b>		<b>11000470</b>	<b>6406593</b>	<b>58.23</b>	<b>6404229</b>	<b>2364</b>	<b>99.96</b>	<b>0.03</b>

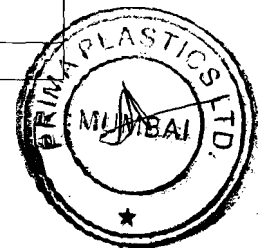
(Excludes invalid and abstained votes)



**Agenda 2** – Approval of continuance of Directorship of Mr. Krishnakant V. Chitalia (DIN: 00355215) for current term expiring on 12th August, 2019 notwithstanding that he has attained the age of 75 Years

Resolution required: (Ordinary/ Special)					Special			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6432254	0	0	0	0	0	0
	Postal ballot		6391791	99.37	6391791	0	100.00	0.00
	Total		6391791	99.37	6391791	0	100.00	0.00
Public-Institutions	E-Voting		0	0	0	0	0	0
	Postal ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	4568216	8695	0.19	7761	934	89.25	10.74
	Postal ballot		6107	0.13	4677	1430	76.58	23.41
	Total		14802	0.32	12438	2364	84.02	15.97
<b>Total</b>		<b>11000470</b>	<b>6406593</b>	<b>58.23</b>	<b>6404229</b>	<b>2364</b>	<b>99.96</b>	<b>0.03</b>

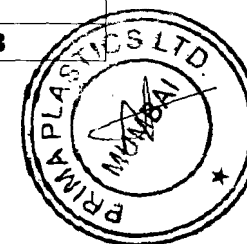
(Excludes invalid and abstained votes)



**Agenda 3** – Approval of continuance of Directorship of Mr. Rasiklal M. Doshi (DIN 00239580) for current term expiring on 12th August, 2019 notwithstanding that he has attained the age of 75 Years

Resolution required: (Ordinary/ Special)					Special			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6432254	0	0	0	0	0	0
	Postal ballot		6391791	99.37	6391791	0	100.00	0.00
	Total		6391791	99.37	6391791	0	100.00	0.00
Public-Institutions	E-Voting		0	0	0	0	0	0
	Postal ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	4568216	8695	0.19	7761	934	89.25	10.74
	Postal ballot		6107	0.13	4677	1430	76.58	23.41
	Total		14802	0.32	12438	2364	84.02	15.97
<b>Total</b>		<b>11000470</b>	<b>6406593</b>	<b>58.23</b>	<b>6404229</b>	<b>2364</b>	<b>99.96</b>	<b>0.03</b>

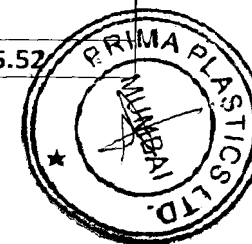
(Excludes invalid and abstained votes)



**Agenda 4** – Approval of remuneration of Mr. Bhaskar M. Parekh (DIN:00166520) Executive Chairman in terms of regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the remaining tenure of his appointment

<b>Resolution required: (Ordinary/ Special)</b>					Special			
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>					YES			
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100</b>	<b>No. of Votes – in favour (4)</b>	<b>No. of Votes – against (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>
<b>Promoter and Promoter Group</b>	E-Voting	6432254	0	0	0	0	0	0
	Postal ballot		0	0	0	0	0	0
	<b>Total</b>		0	0	0	0	0	0
<b>Public-Institutions</b>	E-Voting		0	0	0	0	0	0
	Postal ballot		0	0	0	0	0	0
	<b>Total</b>		0	0	0	0	0	0
<b>Public- Non Institutions</b>	E-Voting	4568216	8695	0.19	8657	38	99.56	0.43
	Postal ballot		6107	0.13	5327	780	87.22	12.77
	<b>Total</b>		14802	0.32	13984	818	94.47	5.52
<b>Total</b>		<b>11000470</b>	<b>14802</b>	<b>0.13</b>	<b>13984</b>	<b>818</b>	<b>94.47</b>	<b>5.52</b>

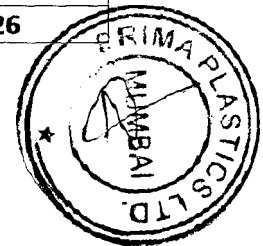
(Excludes invalid and abstained votes)



**Agenda 5** – Approval of remuneration to Mr. Dilip M. Parekh (DIN:00166385) Managing Director in terms of regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the remaining tenure of his appointment

Resolution required: (Ordinary/ Special)					Special			
Whether promoter/ promoter group are interested in the agenda/resolution?					YES			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6432254	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	4568216	8695	0.19	8695	0	100.00	0
	Postal Ballot		6107	0.13	5327	780	87.22	12.77
	Total		14802	0.32	14022	780	94.73	5.26
<b>Total</b>		<b>11000470</b>	<b>14802</b>	<b>0.13</b>	<b>14022</b>	<b>780</b>	<b>94.73</b>	<b>5.26</b>

(Excludes invalid and abstained votes)



*Sadashiv V. Shet*

B.A., B.Com., LL.B., F.C.S.  
Company Secretary

Address : S-15, Jairam Complex, Nevginagar, Panaji-Goa 403001  
Phone : 0832-2427847, 2421237 Email : sadashivshet@gmail.com

To,  
The Chairperson / Authorised Signatory  
**Prima Plastics Limited**  
98/4, Prima House,  
Daman Industrial Estate,  
Kadaiya, Nani Daman,  
Daman (U.T), Pin – 396210

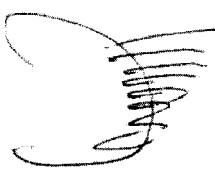

**Re.: Report of Scrutinizer on passing of resolution through Postal Ballot and e-Voting**

Dear Sir,

I, Sadashiv V. Shet, *Practicing Company Secretary* (having Certificate of Practice No. 2540), was appointed as a Scrutinizer by the Board of Directors of Prima Plastics Limited ("the Company") for the purpose of conducting the Postal Ballot including voting by electronic means for passing of the Special resolution as set out in the Notice of the Postal Ballot dated 29<sup>th</sup> January, 2019, issued by the Company.

I hereby submit my report as under:

1. In compliance with the provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 and pursuant to the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had engaged the services of Central Depository Services (India) Limited (CDSL) to provide e-voting facility also to its Members to enable them to cast their votes electronically in respect of the aforesaid postal ballot.
2. The shareholders holding shares either in physical form or in dematerialized form as on the "cut off" date i.e. Friday, 8<sup>th</sup> February, 2019, were entitled to vote through e-voting and through postal ballot on the Special Resolution as set out in the Notice of Postal Ballot dated 29<sup>th</sup> January, 2019, of the Company. As on the "cut off" date i.e. Friday, 8<sup>th</sup> February, 2019, the issued, subscribed & paid-up share capital of the Company was Rs.110004700/- comprising of 11000470 Equity shares of Rs. 10/- each
3. The Company had completed by 13<sup>th</sup> February 2019, the dispatch of the Postal Ballot Forms to all the shareholders of the Company whose names appeared on the Register of Members/List of Beneficiaries as on 8<sup>th</sup> February 2019, as per following details:
  - a) The Company had mailed the Postal Ballot Notice along with the Postal Ballot Form electronically to those shareholders who had registered their email ID's with the Company/Depositories; and
  - b) The Company had couriered/posted the Postal Ballot Notice along with the Postal Ballot Form and a self-addressed postage prepaid Business Reply Envelope to the rest of the shareholders.



4. The Company published Newspaper Advertisement on February 14, 2019. in The Financial Express, (English Dailies and Vartaman Pravah, Daman, regarding dispatch of the Notice of Postal Ballot along with the Postal Ballot Form and containing all the matters required under the Companies Act, 2013 and relevant rules.
5. Particulars of all the postal ballot forms received from the Members have been entered in a register separately maintained for the purpose.
6. All postal ballot forms received up to 5:00 p.m. on March, 14th, 2019, being the last date fixed by the Company for receipt of the forms, were considered for my scrutiny.
7. The postal ballot forms were kept under my safe custody before commencing the scrutiny of the said postal ballot forms.
8. The postal ballot forms were duly opened, scrutinized and the shareholding was matched/confirmed with the Register of Members/List of Beneficiaries of the Company.
9. No postal ballot forms were received after 5:00 p.m. on March, 14th, 2019 till the signing of this report.
10. I did not find any defaced or mutilated ballot paper.
11. A summary of the voting (through physical postal ballot forms and through e-voting) is given below:

**ITEM NO. 1:SPECIAL RESOLUTION**

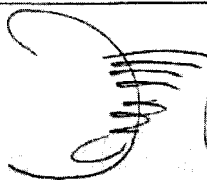
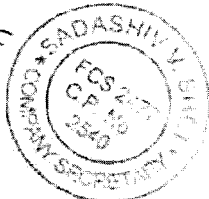
1. Approval of continuance of Directorship of Mr. Mulchand S. Chheda (DIN: 00179932) for current term expiring on 12th August, 2019 notwithstanding that he has attained the age of 75 Years

**1)In favour of the resolution**

Particulars of Postal Ballot Voting	Number of share-holders voted	Number of votes cast by them	% of total number of valid votes cast
Physical	42	6396468	-
E-voting	43	7761	-
<b>Total</b>	<b>85</b>	<b>6404229</b>	<b>99.9631</b>

**Against**

Particulars of Postal Ballot Voting	Number of share-holders voted	Number of votes cast by them	% of total number of valid votes cast
Physical	6	1430	-
E-voting	4	934	-
<b>Total</b>	<b>10</b>	<b>2364</b>	<b>0.0369</b>

Invalid

Particulars of Postal Ballot Voting	Total number of shareholders whose votes were declared invalid	Total number of votes cast by them
Physical	7	157
E-voting	0	0
<b>Total</b>	<b>7</b>	<b>157</b>

#### ITEM NO. 2: SPECIAL RESOLUTION

2. Approval of continuance of Directorship of Mr. Krishnakant V. Chitalia (DIN: 00355215) for current term expiring on 12th August, 2019 notwithstanding that he has attained the age of 75 Years

i) Voted in favour of the resolution:

Particulars of Postal Ballot Voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Physical	42	6396468	-
E-voting	43	7761	-
<b>Total</b>	<b>85</b>	<b>6404229</b>	<b>99.9631</b>

Against

Particulars of Postal Ballot Voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Physical	6	1430	-
E-voting	4	934	-
<b>Total</b>	<b>10</b>	<b>2364</b>	<b>0.0369</b>

Invalid

Particulars of Postal Ballot Voting	Total number of shareholders whose votes were declared invalid	Total number of votes cast by them
Physical	7	157
E-voting	0	0
<b>Total</b>	<b>7</b>	<b>157</b>



**ITEM NO. 3: SPECIAL RESOLUTION**

3. Approval of continuance of Directorship of Mr. Rasiklal M. Doshi (DIN 00239580) for current term expiring on 12th August, 2019 notwithstanding that he has attained the age of 75 Years

**i) Voted in favour of Resolution**

Particulars of Postal Ballot Voting	Number of share-holders voted	Number of votes cast by them	% of total number of valid votes cast
Physical	42	6396468	-
E-voting	43	7761	-
<b>Total</b>	<b>85</b>	<b>6404229</b>	<b>99.9631</b>

Against

Particulars of Postal Ballot Voting	Number of share-holders voted	Number of votes cast by them	% of total number of valid votes cast
Physical	6	1430	-
E-voting	4	934	-
<b>Total</b>	<b>10</b>	<b>2364</b>	<b>0.0369</b>

Invalid

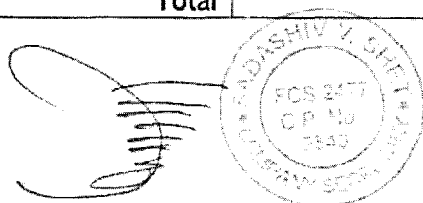
Particulars of Postal Ballot Voting	Total number of shareholders whose votes were declared invalid	Total number of votes cast by them
Physical	7	157
E-voting	0	0
<b>Total</b>	<b>7</b>	<b>157</b>

**ITEM NO. 4: SPECIAL RESOLUTION**

4. Approval of remuneration of Mr. Bhaskar M. Parekh (DIN:00166520) as Executive Chairman in terms of regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 for the remaining tenure of his appointment

**i) Voted in favour of Resolution**

Particulars of Postal Ballot Voting	Number of share-holders voted	Number of votes cast by them	% of total number of valid votes cast
Physical	32	5327	-
E-voting	46	8657	-
<b>Total</b>	<b>78</b>	<b>13984</b>	<b>94.4737</b>



Against

Particulars of Postal Ballot Voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Physical	6	780	-
E-voting	1	38	-
<b>Total</b>	<b>7</b>	<b>818</b>	<b>5.5263</b>

Invalid

Particulars of Postal Ballot Voting	Total number of shareholders whose votes were declared invalid	Total number of votes cast by them
Physical	7	157
E-voting	0	0
<b>Total</b>	<b>7</b>	<b>157</b>

5. Approval of remuneration to Mr. Dilip M. Parekh (DIN:00166385) as Managing Director in terms of regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 for the remaining tenure of his appointment

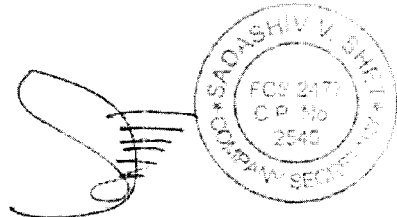
**i) Voted in favour of Resolution**

Particulars of Postal Ballot Voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Physical	32	5327	-
E-voting	47	8695	-
<b>Total</b>	<b>79</b>	<b>14022</b>	<b>94.7304</b>

Against

Particulars of Postal Ballot Voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Physical	6	780	-
E-voting	0	0	-
<b>Total</b>	<b>6</b>	<b>780</b>	<b>5.2696</b>

Invalid



The image shows a handwritten signature in black ink on the left. To its right is a circular stamp. The text inside the stamp reads: "SADASHI V. SHET" around the top edge, "FCS 2471" in the center, "C.P. No 2540" below that, and "COMPANY SECRETARY" around the bottom edge.

Particulars of Postal Ballot Voting	Total number of shareholders whose votes were declared invalid	Total number of votes cast by them
Physical	7	157
E-voting	0	0
<b>Total</b>	<b>7</b>	<b>157</b>

The postal ballot forms and other related papers/registers and records were handed over to the Company Secretary for safe keeping.

I report that the Resolution has been passed by the shareholders by the requisite majority.

You may accordingly declare the result of the voting by Postal Ballot and e-Voting.

Thanking you,

Yours faithfully,

(Sadashiv V. Shet)  
*Practicing Company Secretary*  
**Membership No. 2477**  
**C. P. No. 2540**

Date: March 16, 2019  
Place: Panaji-Goa.